

In Witness Whereof, on the Grantor has executed this Deed this the 17th day of December 2003.

WEYERHAEUSER COMPANY

By: [Signature]

Theodore Cozue

Its: VP

Attest: [Signature]

Bruce Naphee

Title: Asst. Sec.

Signed, sealed and delivered
In the presence of:

[Signature]

Witness

[Signature]

Witness

**STATE OF GEORGIA)
COUNTY OF FULTON)**

On this 17th day of December, 2003, before me personally appeared Theodore Cozue and Bruce Naphee to me known to be the VP and Assistant Secretary, respectively, of WEYERHAEUSER COMPANY, the corporation that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that they were authorized to execute said instrument and that the seal affixed is the corporate seal of said corporation.

In Witness Whereof, I have hereunto set my hand and affixed my official seal the day and year herein first above written.

[Signature]
Notary Public in and for the State of Georgia,
My Appointment Expires: _____

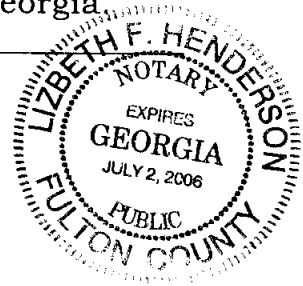


EXHIBIT "A"

DERIVATION:

For derivation of the foregoing properties, see merger document whereby Willamette Industries, Inc. was acquired by Weyerhaeuser Company through merger. The document being recorded November 8, 2002 in Book 398, Page 923 in the office of the Clerk of Court for Chesterfield County, S.C.

ALSO, the grantor also conveys to the grantee, its successors and assigns, any and all easement rights that it may possess in favor of the parcels herein conveyed.

Tax Map Numbers are as follows:

027-000-000-002	059-000-000-004	060-000-000-002
067-000-000-049	068-000-000-045	081-000-000-002
086-000-000-001	099-000-000-001	102-000-000-011
104-000-000-006	104-000-000-013	105-000-000-005
124-000-000-016	127-000-000-013	127-000-000-014
127-000-000-015	129-000-000-078	148-000-000-025
155-000-000-021	170-000-000-005	176-000-000-012
176-000-000-042	176-000-000-043	177-000-000-032
183-000-000-001	187-000-000-067	196-000-000-047
197-000-000-002	212-000-000-028	229-000-000-078
268-000-000-005	268-000-000-009	274-000-000-054
289-000-000-002		

Kyle Johnson

CHESTERFIELD COUNTY ASSESSOR
TMS # Map# Listed Above

DATE 3-1-04

Clerk of Court, Chesterfield County
REVENUE FEE COLLECTED

STATE \$ 26,098.80
COUNTY \$ 11,041.80
DATE: 12-18-03

FILED
CLERK OF COURT
2004 DEC 18 PM 3 49
CHESTERFIELD COUNTY
BOOK 407 PAGE 1268-1320
George J. Sellers

Recorded this 3rd day
of March 20 04
in Book 407 Page 77
Shirley L. Perkins
Auditor Chesterfield County, SC

EXHIBIT A

001298

All that certain parcel or tract of land containing one hundred eighty-two and nine-tenths (182.9) acres, more or less, situate on the South side of Big Bear Creek and on both sides of South Carolina State Road No. S-13-144 approximately six (6) miles almost Southeast of the Town of Chesterfield in Cole Hill Township, County of Chesterfield, State of South Carolina, and bounded generally, as follows: On the North by the run of Big Bear Creek; on the East by lands of James F. Teal and lands of Billy Sellers and lands of Eva Teal McLeod; on the South by lands of John C. Harpe; and on the West by lands of Woodrow Harpe and lands of John C. Harpe, and more particularly described by Plat thereof made by Tetterton & Riddick, Surveyors, for Boise Cascade Corp., which Plat is dated June 15, 1979, and is recorded in the office of the Clerk of Court for Chesterfield County in Plat Book 20 at Page 34.

This being the identical lands conveyed to Odis Johnson by two (2) Deeds-- (1) Deed of Nettie Mae Johnson, et al, dated December 23, 1939, and recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 89 at Page 108 and (2) Deed of Nolton W. Johnson dated October 27, 1945, and recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 110 at Page 144.

Derivation: Being that same property conveyed to Boise Cascade Corporation by deed recorded in Book 259, Page 244, Office of Clerk of Court for Chesterfield County, South Carolina.

001201

EXHIBIT "B"

PERMITTED EXCEPTIONS

SUBJECT TO:

General Exceptions (Standard Timberlands Title Exceptions)

1. Any discrepancies or conflicts in boundary lines, any shortages in area or any encroachment or overlapping improvements.
2. Any facts, rights, interest or claims which are not shown by the public record but which could be ascertained by an accurate survey of the land or by making inquiry of persons in possession thereof.
- ~~3. Any lien, or right to lien for services, labor or material imposed by law and not shown by the public record; Provided, however, that this exception shall be removed upon appropriate affidavits being furnished by Seller, Purchaser or others at Closing.~~
4. Taxes for the year 2004, a lien, but not yet due and payable.
5. No insurance is afforded as to the acreage or square footage contained in the insured property.
6. Rights of the public and others entitled thereto, if any, in and to the use of that part of the land within the bounds of any publicly dedicated street, road, highway, or public thoroughfare.
7. Rights of the public and others entitled thereto, if any, in and to the flow of the waters of any river or creek on the land.
8. Rights of upper and lower riparian owners to the flow of the waters of any river or creek on the land, free from diminution or pollution.
9. Changes in the boundary of the land resulting from erosion or accretion caused by the flow of any river or creek along any portion of the boundary.
10. Building, use, or zoning restrictions general to the area; All planning, zoning, health, and other governmental regulations, if any, affecting the Property.
11. Mineral conveyances, reservations and/or exceptions made by prior owners; Provided, however, that pursuant to Article 3.4(a),

Purchaser shall have the right to review all such conveyances, reservations and/or exceptions and object to any of the foregoing which materially impair either Purchaser's ability to utilize the surface or Purchaser's right to recover damages for surface disturbance in connection with any mining activity on the Timberland Property.

12. With respect to those portions of the Timberland Property which were acquired by Seller or Seller's predecessor in interest, Willamette Industries, Inc., by quitclaim deed, no warranty as to the quality or status of title to such portions prior to such acquisition will be given.

SPECIFIC EXCEPTIONS (PARCEL - SPECIFIC EXCEPTIONS)

ADDITIONAL EXCEPTION AS TO ANDERSON TRACT NO. 1120-08:

Mineral Reservation described in Exhibit B of Corrective Quit-claim Deed from International Paper Company to John Hancock Mutual Life Insurance Company dated June 16, 1988 and recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 307 at page 787.

Right-of-way easement to Carolina Power & Light Company recorded in Book M-13 at page 265.

Easement to Carolina Power & Light Company recorded in Book 159 at page 170.

Easement to Carolina Power & Light Company recorded in Book 159 at page 169.

Transmission line easement to Carolina Power & Light Company dated July 30, 1976.

~~Agreement relating to experimental release of wild turkeys dated January 25, 1982 per information supplied by International Paper.~~

Title to that portion of the property within the bounds of a cemetery located upon the property and rights of the public to access the cemetery.

Easements for Power lines, ditches and levees shown a survey of the premises made by Samuel H. Harrelson, R. L. S. and recorded August 12, 1974 in plat Book 26, page 53.

ADDITIONAL EXCEPTION AS TO BAKER 819 TRACT NO. 1120-01:

~~Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded~~

~~in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.~~

ADDITIONAL EXCEPTION AS TO BEATTIE TRACT NO. 1119-02:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

ADDITIONAL EXCEPTION AS TO BRANTLEY TRACT NO. 1118-01:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

ADDITIONAL EXCEPTION AS TO BURCH TRACT NO. 1118-06:

Mineral Reservation described in Exhibit B of Corrective Quit-claim Deed from International Paper Company to John Hancock Mutual Life Insurance Company dated June 16, 1988 and recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 307 at page 787.

ADDITIONAL EXCEPTION AS TO CARROLL 127 TRACT NO. 1121-03:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

ADDITIONAL EXCEPTION AS TO CARROLL 251 TRACT NO. 1120-01:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

Plat of property shows encroachment of 5.26 acres along the tracts eastern boundary by tract owned by Lucy M. Simpson; plat made by Tetterton Surveying Company and dated May 12, 1980.

ADDITIONAL EXCEPTION AS TO CATAWBA OIL TRACT NO. 1116-10:

Easement to Carolina Power and Light Company dated January 21, 1961 and recorded in Deed Book 159, page 84 in the office of the Clerk of Court for Chesterfield County.

Oil, gas and mineral interests in others appearing of recorded prior to September 4, 1941.

ADDITIONAL EXCEPTION AS TO CHAPMAN TRACT NO. 1121-02:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

Title to that portion of the property within the bounds of a cemetery located upon the property and rights of the public to access the cemetery.

ADDITIONAL EXCEPTION AS TO COVINGTON 78 TRACT NO. 1118-07:

Mineral Reservation described in Exhibit B of Corrective Quit-claim Deed from International Paper Company to John Hancock Mutual Life Insurance Company dated June 16, 1988 and recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 307 at page 787.

ADDITIONAL EXCEPTION AS TO FAISON TRACT NO. 1118-11:

Oil, gas and mineral interests in others appearing of recorded prior to September 4, 1941.

ADDITIONAL EXCEPTION AS TO FUNDERBURK 727 TRACT NO. 1120-05:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

Plat of the property made by H. H. Foster dated September 26, 1956 shows a telephone line easement on the property.

ADDITIONAL EXCEPTION AS TO GASKIN-JONES-LLOYD TRACT NO.

1120-20:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

~~Deed of 4.235 acres to United Methodist Church recorded in Deed Book 273, page 991.~~

Easement to Gulledge for access recorded in Deed Book 288, page 852 in the office of the Clerk of Court for Chesterfield County

Possible easement to Lynches River Electric Cooperative and unrecorded easement to the South Carolina Department of Highways.

ADDITIONAL EXCEPTION AS TO GAY TRACT NO. 1118-08:

Title to that portion of the property within the bounds of a cemetery located upon the property and rights of the public to access the cemetery.

Right of Way Easement between Willamette Industries, Inc. and Bowater Incorporated dated May 7, 1999, and recorded in Deed Book 373, page 854 in the office of the Clerk of Court for Chesterfield County.

Right of Way easement to South Carolina Highway Department dated 5 November 1970.

Mineral Reservation described in Exhibit B of Corrective Quit-claim Deed from International Paper Company to John Hancock Mutual Life Insurance Company dated June 16, 1988 and recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 307 at page 787.

ADDITIONAL EXCEPTION AS TO GRAHAM TRACT NO. 1119-01:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

ADDITIONAL EXCEPTION AS TO GRIGGS TRACT NO. 1118-04:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

Quit-claim Deed from Willamette to James I. Redfearn of 4 ½ acre recorded in deed Book 345, page 917 in the office of the Clerk of Court for Chesterfield County.

No certification has been made of the ½ acre tract conveyed to Willamette from James I. Redfearn recorded in deed Book 345, page 919 in the office of the Clerk of Court for Chesterfield County.

ADDITIONAL EXCEPTION AS TO HORNE 96 TRACT NO. 1118-05:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

Reservation of access easement noted in property description.

Title to that portion of the property within the bounds of a cemetery located upon the property and rights of the public to access the cemetery.

ADDITIONAL EXCEPTION AS TO HOWELL 73 TRACT NO. 1118-02:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

Possible outstanding interests in the approximately 17 acres of the property resulting from matter of Tax Deed from John R. Rivers, Sheriff to W. F. Steward, recorded in Book 116, page 98 on October 11, 1950.

ADDITIONAL EXCEPTION AS TO HUGGINS TRACT NO. 1120-04:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

Easement from H. Brooks Huggins to Carolina Power and Light recorded March 3, 1955 in Deed Book 128, page 95 in the office of the Clerk of Court for Chesterfield County.

ADDITIONAL EXCEPTION AS TO JOHNSON 183 TRACT NO. 1120-06:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

ADDITIONAL EXCEPTION AS TO LLOYD 213 TRACT NO. 1121-04:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

Easement to Central Electric Power Cooperative, Inc. recorded December 31, 1974 in Deed Book 283, page 230 in the office of the Clerk of Court for Chesterfield County and additional power line easement shown on a plat of the property made April 21, 1958 and recorded in deed Book 122, page 165.

ADDITIONAL EXCEPTION AS TO LYNN TRACT NO. 1119-03:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

~~Quit-claim Deed of 21.61 acres, but reserving timber rights through 2020 recorded in Deed Book 309, page 268 in the office of the Clerk of Court for Chesterfield County.~~

ADDITIONAL EXCEPTION AS TO McLAIN TRACT NO. 1120-03:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

Easement to Lynches River Electric Cooperative recorded in Deed Book 281, page 616 in the office of the Clerk of Court for Chesterfield County.

Easement to Dixie Pipeline shown made by S. Tetterton dated May 26, 1978

ADDITIONAL EXCEPTION AS TO MILLS TRACT NO. 1118-09:

Title to that portion of the property within the bounds of two cemeteries located upon the property and rights of the public to access the cemetery; See reservation contained in Deed Book 152, page 30, Chesterfield County records.

Mineral Reservation described in Exhibit B of Corrective Quit-claim Deed from International Paper Company to John Hancock Mutual Life Insurance Company dated June 16, 1988 and recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 307 at page 787.

ADDITIONAL EXCEPTION AS TO NICHOLSON TRACT NO. 1121-06:

Mineral Reservation described in Exhibit B of Corrective Quit-claim Deed from International Paper Company to John Hancock Mutual Life Insurance Company dated June 16, 1988 and recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 307 at page 787.

ADDITIONAL EXCEPTION AS TO SIMPSON TRACT NO. 1121-06:

No Additional Exceptions

ADDITIONAL EXCEPTION AS TO SMITH 83 TRACT NO. 1118-03:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

ADDITIONAL EXCEPTION AS TO SNIPES TRACT NO. 1121-05:

No Additional Exceptions.

ADDITIONAL EXCEPTION AS TO SOWELL TRACT NO. 1119-04:

Easement to Carolina Power and Light Company shown on a plat of the property

ADDITIONAL EXCEPTION AS TO STOKES TRACT NO. 1137-02:

Reservation of mineral rights contained in Deed to Willamette Industries, Inc. from Boise Cascade Corporation, dated December 1, 1988, recorded in the office of the Clerk of Court for Chesterfield County in Deed Book 309 at page 1177.

Title to that portion of the property within the bounds of a cemetery located upon the property and rights of the public to access the cemetery (on Darlington County portion of tract).

STATE OF SOUTH CAROLINA)
COUNTY OF CHESTERFIELD)

AFFIDAVIT

PERSONALLY appeared before me the undersigned, who being duly sworn, deposes and says:

1. I have read the information on this affidavit and I understand such information.

2. The property being transferred is located in Chesterfield County, SC
bearing Chesterfield County Tax Map Number See Attached, was transferred by
Weyerhaeuser Company TO Wateree Holdings, LLC on 12/17/2003.

3. Check one of the following: The deed is

- (a) subject to the deed recording fee as a transfer for consideration paid or to be paid in money or money's worth.
- (b) subject to the deed recording fee as a transfer between a corporation, a partnership, or other entity and a stockholder, partner, or owner of the entity, or is a transfer to a trust or as a distribution to a trust beneficiary.
- (c) exempt from the deed recording fee because (See Information section of affidavit):

(If exempt, please skip items 4 - 7, and go to item 8 of this affidavit)

4. Check one of the following if either item 3(a) or item 3(b) above has been checked (See Information section of this affidavit):

- (a) The fee is computed on the consideration paid or to be paid in money or money's worth in the amount of 10,037,884.54.
- (b) The fee is computed on the fair market value of the realty which is _____.
- (c) The fee is computed on the fair market value of the realty as established for property tax purposes which is _____.

5. Check Yes or No to the following: A lien or encumbrance existed on the land, tenement, or realty before the transfer and remained on the land, tenement, or realty after the transfer. If "Yes," the amount of the outstanding balance of this lien or encumbrance is: _____.

6. The deed recording fee is computed as follows:

- (a) Place the amount listed in item 4 above here: 10,037,884.54
- (b) Place the amount listed in item 5 above here: 0
(If no amount is listed, place zero here.)
- (c) Subtract Line 6(b) from Line 6(a) and place result here: 10,037,884.54

7. The deed recording fee due is based on the amount listed on Line 6(c) above and the deed recording fee due is: \$37,140.60.

8. As required by Code Section 12-24-70, I state that I am a responsible person who was connected with the transaction as: Attorney.

9. I understand that a person required to furnish this affidavit who wilfully furnishes a false or fraudulent affidavit is guilty of a misdemeanor and, upon conviction, must be fined not more than one thousand dollars or imprisoned not more than one year, or both.

Susan M. Jartton
 SWORN to before me this 17th
 day of December, 2003
 Notary Public for SC
 My Commission Expires: 2-15-12

Harry R Easterling, Jr.
 Responsible Person Connected with the Transaction

Harry R Easterling, Jr.
 Print or Type Name Here

Tax Map Numbers are as follows:

027-000-000-002	059-000-000-004	060-000-000-002
067-000-000-049	068-000-000-045	081-000-000-002
086-000-000-001	099-000-000-001	102-000-000-011
104-000-000-006	104-000-000-013	105-000-000-005
124-000-000-016	127-000-000-013	127-000-000-014
127-000-000-015	129-000-000-078	148-000-000-025
155-000-000-021	170-000-000-005	176-000-000-012
176-000-000-042	176-000-000-043	177-000-000-032
183-000-000-001	187-000-000-067	196-000-000-047
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