1509B:B-5

THIS INSTRUMENT PREPARED BY:
John A. F. Feldmann, Counsel
Exxon Company U.S.A.
(a division of Exxon Corporation)
4550 Dacoma
P. O. Box 2567
Houston, Texas 77001

ADDRESS NEW OWNER: Exxon Education Foundation, 111 W. 49th St., N.Y.N.Y.1002
SEND TAX BILLS TO: SAME
MAP/PARCEL: 91-15-7, 12 W 04030
26-14-41, GO 08098

QUITCLAIM DEED

BOOK 5831 PAGE 453

THE STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

KNOW ALL MEN BY THESE PRESENTS: THAT

EXXON CORPORATION, a New Jersey corporation (successor by merger to Humble Oil & Refining Company), having an office at 800 Bell Avenue, Houston, Texas 77002, hereinafter referred to as "Donor", does hereby give, grant and convey, as a donation, subject to the covenants and conditions hereinafter set forth, unto the EXXON EDUCATION FOUNDATION, a not for profit corporation, incorporated in New Jersey, having an office at 111 W. 49th Street, New York, N.Y. 10020, hereinafter referred to as "Donee", all that certain lot, tract or parcel of land situated in the County of Davidson, State of Tennessee, more particularly described in Exhibit "A", attached hereto and incorporated herein for all purposes (hereinafter called the "Property").

This conveyance is made by Donor and accepted by Donee subject to all valid and subsisting encumbrances, conditions, covenants, restrictions, reservations, exceptions, rights of way, leases and easements of record (and those which would be revealed by an inspection of the premises), including the building and zoning ordinances, all laws, regulations and restrictions by municipal or other governmental authorities applicable to and enforceable against the above described premises.

Provided, however, that so long as a retail service station is operated by Donor on land adjacent to and northerly of the Property, such Property shall not be used for the sale or storage of gasoline, diesel, other motor fuels or other petroleum products for a period of fifteen (15) years from the effective date hereof. This restriction shall constitute a covenant running with the land for the benefit of Donor, its successors and assigns, and is binding upon Donee, Donee's successors and assigns, during the term thereof.

12/17 12:00- CHECK

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And, further provided that so long as a retail service station is operated by Donor on land adjacent to and northerly of the Property, no building or other structure of a permanent nature shall be erected or permitted to remain on such Property closer than seventy five (75) feet from the easterly right of way line of Two Mile Turnpike.

Ad valorem taxes and special assessments, if any, against the property herein conveyed for the current year have been prorated between Donor and Donee as of the date hereof, and, by the acceptance hereof, Donee expressly assumes and agrees to pay the same.

TO HAVE AND TO HOLD the above described land, together with the appurtenances, estate, title and interest thereto, unto the said Donee, its successors and assigns, forever, but subject to the exceptions, reservations, covenants and other provisions herein contained, Donor does hereby bind itself, its successors and assigns, to warrant and forever defend the title to said premises unto the said Donee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof; provided, however, in the event of title failure, the liability of Donor under this warranty shall be limited to the fair market value on the date hereof, or a proportionate part of said fair market value in the event of a partial failure of such title.

EXECUTED this the 16th day of July, 1981.

ATTEST:

B. P. Pierce
Assistant Secretary

EXXON CORPORATION

By
JOHN B. TURNER
Vice President

FORM APPROVED

1903:A-21

THE STATE OF TEXAS X
X
COUNTY OF HARRIS X

BOOK 5831 PAGE 455

Before me, Daris L. Tulibacky, a Notary Public of the State and County aforesaid, personally appeared JOHN B. TURNER, JR., with whom I am personally acquainted, and who, upon oath, acknowledged himself to be a Vice President of EXXON CORPORATION, the within named bargainor, a corporation, and that he as such Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Vice President.

WITNESS MY HAND AND SEAL, of office in Harris County, Texas, this 16th day of July, 19 81.

G 72347

IDENTIFICATION REFERENCE

DEC 17 8 14 AM '81

FELIX A. ANDERSON, JR. REGISTER DAVIDSON COUNTY, TENN.

RUSH

Daris L. Tulibacky
Notary Public in and for
Harris County, Texas

DARIS L. TULIBACKY
Notary Public Harris County, Texas
My Commission Expires 12/15/81

Commission expires:

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

The actual monetary consideration for this transfer is NONE.

Mark J. Matthews
AFFIANT

Subscribed and sworn to before me
this 16th day of December, 1981.

Carolyn F. Waddey
NOTARY PUBLIC

My Comm. Expires: 4/21/85

NOTARY PUBLIC STATE AT LARGE STATE OF TENN.

EXHIBIT "A" TO DONATION DEED FROM EXXON CORPORATION, A NEW JERSEY CORPORATION, TO EXXON EDUCATION FOUNDATION, A NEW JERSEY CORPORATION

All that certain tract or parcel of land situated in Davidson County, Tennessee, more particularly described as follows:

Beginning at a concrete monument at the intersection of the easterly margin of the Two Mile Pike as widened and the southerly margin of Wade Circle South as relocated. Run thence S 18° 35' 40" E200.0' along said eastern margin of Two Mile Pike to the point of beginning.

Thence N 70° 56' 22" E 183.06' to a point; thence to the right with an interior angle of 90° 22' 58" S 18° 40' 40" E 129.00' to a point; thence to the right with an interior angle of 93° 07' S 74° 26' 20" W 183.50' to a point; thence to the right with an interior angle of 86° 58' N 18° 35' 40" W 117.81' to the point of beginning.

Being a portion of the land conveyed in that certain Deed dated October 30, 1969 from V. B. Bradley and wife, Maie Bradley, Grantor, to Humble Oil & Refining Company, Grantee, of record in Book 4376, Page 22, Register's Office for Davidson County, Tennessee.

Humble Oil & Refining Company, a Delaware corporation, merged into Exxon Corporation, a New Jersey corporation, on January 1, 1973.