750 [illegible]

Map, Parcel - 51-8 - 145 & 146
IID65610 and IID66740

060883

BEING THE SAME PROPERTY CONVEYED UNTO GRANTOR BY DEED PREVIOUSLY RECORDED AT BOOK 5620, PAGE 333.

41 - Tennessee - GWD - RET
County Davidson
Cities No. 41-037-010

GENERAL WARRANTY DEED

BOOK 6032 PAGE 350

KNOW ALL MEN BY THESE PRESENTS, that Cities Service Company, a Delaware corporation (successor to Cities Service Oil Company, a Delaware corporation, by virtue of a Certificate of Ownership and Merger filed in the office of the Secretary of State of the State of Delaware on December 20, 1978, effective December 29, 1978), P. O. Box 300, Tulsa, Oklahoma 74102 (herein called "Grantor"), for and in consideration of the sum of One Dollar to Grantor in hand paid by CITGO Petroleum Corporation, a Delaware corporation (formerly Cities Service RMT Corporation), P. O. Box 3748, Tulsa, Oklahoma 74102 (herein called "Grantee"), the receipt whereof Grantor does hereby acknowledge, and as a contribution to the capital of Grantee, a wholly-owned subsidiary of Grantor, has granted, bargained, sold, assigned and conveyed, and by these presents does hereby grant, bargain, sell, assign and convey unto the said Grantee, its successors and assigns, the following:

(1) That certain tract or parcel of land located in the county of Davidson and state of Tennessee, described in Exhibit A hereto, and the address of which is Gallatin, Nashville,

(2) All buildings, structures, fixtures and improvements attached thereto,

(numbered items (1) and (2) are herein called the "Property")

(3) To the extent assignable, all right, title and interest, if any, of Grantor in and to (a) all easements, rights-of-way, rights and benefits appurtenant to the Property and, if an Exhibit B is attached to this Deed, - not attached including (without limitation) the interests described in such Exhibit (such interests described in such Exhibit being herein called the "Appurtenant Interests"), (b) all permits, licenses, contracts, agreements, leases, authorizations, servitudes and other arrangements and interests therein relating to the Property, (c) all streets, easements, rights-of-way, strips, gores and land adjacent or contiguous to the Property, and

Address New Owner:
CITGO Petroleum Corporation
P.O. Box 3758
Tulsa, Oklahoma 74102
Attn: Marcus E. Smith, Jr.

Send Tax Bills:
Same

1-015,766

(d) all tangible personal property, including (without limitation) trade fixtures, signs, and all equipment, machinery and appurtenances attached to or located on the Property at the Effective Time.

(numbered item (3) is herein called the "Additional Interests")

The Property and the Additional Interests, if any, are conveyed subject to (a) current taxes and assessments not yet delinquent and taxes and assessments for subsequent years, (b) all ordinances or statutes relating to the Property or the Additional Interests (if any), (c) any condition that an accurate survey or an inspection of the premises might show, (d) any easements, rights-of-way, covenants, restrictions, conditions, mineral interests, reservations, and encumbrances, if any, of record in the above county and state or, in the case of security interests to be perfected by filing in the Uniform Commercial Code records of the above state, in the place of filing mandated by the Uniform Commercial Code of such state, and (e) rights of parties in possession, all to the extent the same are valid, enforceable and effect the Property or the Additional Interests (if any).

Grantee, for itself, its successors and assigns, accepts and assumes all terms, conditions, liabilities, obligations and duties of Grantor relating to the Additional Interests, if any, to the extent the same are assignable to the extent such liabilities, obligations and duties of Grantor relate to or arise out of events occurring or actions taken or not taken after the Effective Time.

With respect to any personal property, or interests in personal property conveyed hereby, Grantor EXPRESSLY DISCLAIMS AND NEGATES (a) ANY IMPLIED OR EXPRESS WARRANTY OF MERCHANTABILITY, (b) ANY IMPLIED OR EXPRESS WARRANTY OF FITNESS FOR A PARTICULAR PURPOSE, AND (c) ANY IMPLIED OR EXPRESS WARRANTY OF CONFORMITY TO MODELS OR SAMPLES OF MATERIALS.

Subject only to the matters expressly set forth above, Grantor hereby binds itself and its successors to warrant and defend all and singular the Property to Grantee, its successors and assigns forever, from and against every person whomsoever lawfully claiming or to claim the same or any part thereof with full subrogation and substitution in and to all the rights and actions of warranty which Grantor has or may have against all preceding owners and vendors.

TO HAVE AND TO HOLD the Property and the Additional Interests, if any, to Grantee, its successors and assigns, forever.

Reference is made to the exhibit(s) which is (are) attached hereto and made a part hereof for all purposes.

In witness whereof, the duly authorized officers of Grantor and Grantee have executed, sealed and delivered this

instrument on this 25th day of June, 1983, effective as of March 18, 1983 at 7:00 p.m., CST (herein called the Effective Time).

WITNESS:

Name: Richard D. Cunningham

Name: Kerry Kinnett

CITIES SERVICE COMPANY

By
Robert D. Dillsaver
Senior Vice President

GRANTOR

ATTEST:

Lewis J. Haines
Assistant Secretary

WITNESS:

Name: Ben H Powell III

Name: Alberto R Gonzales

CITGO PETROLEUM CORPORATION

By
John H. Dewell
Vice President

GRANTEE

ATTEST:

Linda Frick, Secretary

1983

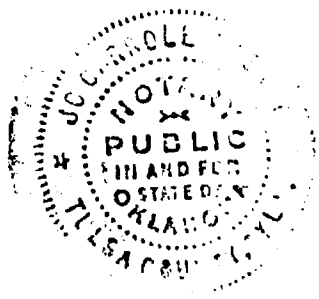
Prepared By:
Marcus E. Smith, Jr.
P. O. Box 3758
Tulsa, Oklahoma 74102

(Tennessee)

STATE OF OKLAHOMA §
§
COUNTY OF TULSA §

On this the 25th day of June, 1983, before me, a notary public within and for Tulsa County, Oklahoma appeared ROBERT D. DILLSAVER and LEWIS J. HAINES, to me personally known, who, being by me duly sworn, did say that they are, respectively, the Senior Vice President and Assistant Secretary of CITIES SERVICE COMPANY, a corporation, that the seal affixed to said instrument is the corporate seal of said corporation, and that said instrument was signed and sealed by them in behalf of said corporation, in their respective capacities, by authority of its Board of Directors, and the said ROBERT D. DILLSAVER and LEWIS J. HAINES acknowledged said instrument to be the free act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on the day and year first above set forth.



J. Carroll Cheney
Notary Public in and for
Tulsa County, Oklahoma

My term of office expires on:
October 29 1984

(Tennessee)

STATE OF OKLAHOMA §
§
COUNTY OF TULSA §

On this the 25th day of June, 1983, before me, a notary public within and for Tulsa County, Oklahoma appeared JOHN H. DEWELL and LINDA FRICK, to me personally known, who, being by me duly sworn, did say that they are, respectively, the Vice President and Secretary of CITGO PETROLEUM CORPORATION, a corporation, that the seal affixed to said instrument is the corporate seal of said corporation, and that said instrument was signed and sealed by them in behalf of said corporation, in their respective capacities, by authority of its Board of Directors, and the said JOHN H. DEWELL and LINDA FRICK acknowledged said instrument to be the free act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on the day and year first above set forth.



J. Carroll Cheney
Notary Public in and for
Tulsa County, Oklahoma

My term of office expires on:
October 29, 1984

EXHIBIT A

41-037-010

PARCEL ONE:

Land in the 11th Civil District of Davidson County, Tennessee, according to an unrecorded survey by G. Barry Greer, Surveyor License No. 271, dated August 4, 1978, and described as follows: Beginning at a point on the east margin of Gallatin Pike, 133 feet more or less south of the right-of-way intersection with Due West Avenue; thence leaving Gallatin Pike, South 68 degrees 15' East 100.00 feet to a point; thence South 63 degrees 04' East 41.28 feet to a point; thence North 23 degrees 27' East 187.18 feet to the south right-of-way of Due West Avenue; thence with said south right-of-way, South 87 degrees 30' East 21.41 feet to a point; thence leaving Due West Avenue, South 23 degrees 27' West 150.00 feet to a point; thence South 87 degrees 30' East 75.00 feet to a point; thence South 23 degrees 27' West 160.17 feet to a point; thence North 79 degrees 50' West 229.71 feet to a point on the right-of-way of Gallatin Pike; thence with Gallatin Pike, with a curve to the right having a radius of 17,138.00' and length of 98.99 feet to a point; thence North 67 degrees 30' 30" West 5.00 feet to a point; thence with a curve to the right having a radius of 17,143.00' and length of 41.89 feet to the point of beginning.

BOOK 6092 PAGE 354

606-RCL

RECORDER'S OFFICE
LEGIBILITY OF WRITING, TYPING OR PRINTING IN
THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED.

and

PARCEL TWO:

Beginning at an iron pin marking the northwesterly corner of Nashville Electric Service property as recorded in Deed Book 2044, Page 77, R.O.D.C.; said iron pin also lies on the southerly right-of-way of Due West Avenue and is located approximately 170 feet from the easterly right-of-way of Gallatin Road; thence from beginning point along the southerly right-of-way of Due West Avenue S 87° 30' E 18.59 feet to a point; thence leaving said right-of-way S 2° 30 W 10.00 feet to a point; thence S 48° 51' W 49.05 feet to a point on the westerly line of said Nashville Electric Service property; thence along said line N 23° 35' E 47.00 feet to the point of beginning; said tract contains 0.013 acres more or less.

CITIES SERVICE COMPANY

***

ARTICLE IV

BOOK 6092 PAGE 355

Corporate Officers

5. GENERAL POWERS. Except as otherwise provided by law, the Chairman of the Board, the President, each Executive Vice President, Senior Vice President, corporate Vice President, the Secretary and the Treasurer shall have power to sign contracts, instruments of conveyance, authorized bonds and debentures, checks, drafts, notes, orders for the payment of money and similar obligations and other instruments for and on behalf of the Corporation.

CERTIFICATION

I, LEWIS J. HAINES, Assistant Secretary of CITIES SERVICE COMPANY, a Delaware corporation, do hereby certify that the above and foregoing is a true and correct copy of Paragraph 5 of Article IV of the By-Laws of said corporation. I further certify that Robert D. Dillsaver was on the 25th day of June, 1983 and is now and has been continuously since such date, a duly elected and acting Senior Vice President of said corporation.

Dated this 25th day of June, 1983.

Lewis J. Haines

LEWIS J. HAINES
Assistant Secretary

CITIES NO. 41-037-010

AFFIDAVIT OF
CONSIDERATION AND VALUE

BOOK 6092 PAGE 356

I hereby swear or affirm that the total consideration paid for the property transferred by the deed to which this certificate is attached is, to the best of affiant's knowledge, information and belief, One Dollar ($1.00) and as a contribution to capital by Grantor to Grantee.

I further swear and affirm that, to the best of affiant's knowledge, information and belief, the fair market value of the real estate described in the deed attached hereto is $139,500, as calculated by applying the locally claimed ration of assessment to the last valuation of the real estate for tax assessment purposes, which amount is equal to or greater than the amount which the real estate would command at a fair and voluntary sale.

Robert D. Dillsaver, Senior
Vice President
Cities Service Company

Subscribed and sworn to before me this 25th day of June, 1983.

Jo Carroll Cherry
Notary Public

My Commission Expires:

10-29-84

JO CARROLL CHERRY NOTARY PUBLIC

CITIES SERVICE COMPANY

***

ARTICLE IV

Corporate Officers

BOOK 6092 PAGE 357

5. GENERAL POWERS. Except as otherwise provided by law, the Chairman of the Board, the President, each Executive Vice President, Senior Vice President, corporate Vice President, the Secretary and the Treasurer shall have power to sign contracts, instruments of conveyance, authorized bonds and debentures, checks, drafts, notes, orders for the payment of money and similar obligations and other instruments for and on behalf of the Corporation.

H5945

IDENTIF. REFERENCE

JUL 11 3 05 PM '83

FILED, RECORDED & REGISTER DAVIDSON COUNTY, TN

RUSH

CERTIFICATION

I, LEWIS J. HAINES, Assistant Secretary of CITIES SERVICE COMPANY, a Delaware corporation, do hereby certify that the above and foregoing is a true and correct copy of Paragraph 5 of Article IV of the By-Laws of said corporation. I further certify that Robert D. Dillsaver was on the 25th day of June, 1983 and is now and has been continuously since such date, a duly elected and acting Senior Vice President of said corporation.

Dated this 25th day of June, 1983.

Lewis J. Haines

LEWIS J. HAINES
Assistant Secretary

OFFICIAL RECEIPT

FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF_____

FOR BOOK 6092 PAGE 358

CO -CONVEYANCE
MO -MORTGAGE
WD -WARRANTY DEED
TD -TRUST DEED

CC -CERTIFIED COPY
REL -RELEASE
UCC -UNIFORM COMMERCIAL CODE

MISC -MISCELLANEOUS
COTX -STATE TAX CONVEY
MOTX -STATE TAX MORT
PRFEE -PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

139500.00- CO
360.70 CO TX
.50 PRFEE
24.00 MISC
CHECK 337.20-
0750A07/11/83 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

H 5 9 4 5 5

IDENTIF. REFERENCE

JUL 11 3 05 PM '83

FELIX Z. WILSON, II, REGISTER
DAVIDSON COUNTY, TN

No. 962522