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SPECIAL WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS: That Tosco Corporation, a corporation organized, existing and in good standing under the laws of the State of Nevada, for the consideration of the sum of Ten and No/100 Dollars ($10.00) and other good and valuable considerations, in hand paid by Lion Oil Company (formerly XYZ, Inc.), an Arkansas corporation with an operating office at El Dorado, Arkansas, herein called Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby bargain, sell, convey and confirm unto the said Grantee, and unto its successors and assigns forever, without any warranty except as set forth below, each of the tracts of land situated in the County of Davidson and State of Tennessee described on Exhibit "A" attached hereto and by reference incorporated herein and made a part hereof for all purposes, together with all appurtenances thereunto belonging.

TO HAVE AND TO HOLD THE SAME unto the said Grantee and unto its successors and assigns forever, with all appurtenances thereunto belonging. And Tosco Corporation does hereby covenant with the said Grantee, and its successors and assigns, that it will forever warrant and defend the title to said land and appurtenances against the lawful claims of any third party claiming by, through or under Tosco Corporation, but not otherwise, excluding however, existing easements, agreements, exceptions, reservations and encumbrances, but including, notwithstanding the foregoing exclusions, mortgages, deeds of trust, security interests and other liens, other than liens for current real estate taxes and general judgment liens.

IN WITNESS WHEREOF, this instrument is executed and delivered by Tosco Corporation acting by and through the undersigned, a Vice President, being duly authorized, and its seal affixed by an Assistant Secretary, being duly authorized, on this 29th day of April, 1985 to be effective on and after the 1st day of May, 1985.

ATTEST:

Wallace M. Moody
Wallace M. Moody, Asst. Secretary

TOSCO CORPORATION

By Donald R. Greco
Donald R. Greco, Vice President

ACKNOWLEDGMENT

STATE OF ARKANSAS)
) SS:
COUNTY OF UNION)

Before me, the undersigned Notary Public in the State and County aforesaid, personally appeared Donald R. Greco, with whom I am personally acquainted and who, upon oath, acknowledged himself to be a Vice President of Tosco 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 such Vice President.

WITNESS my hand and official seal of office this 29th day of April, 1985.

Kaye Hunt
Notary Public

My commission expires:
February 16, 1990

This instrument was prepared by:
R. Michael Duncan, Esq.
Cleary, Gottlieb, Steen & Hamilton
1752 N Street, N.W.
Washington, D.C. 20036

EXHIBIT "A"
TO
SPECIAL WARRANTY DEED
FROM TOSCO CORPORATION TO
LION OIL COMPANY (formerly XYZ, INC.)

Davidson County, Tennessee

NASHVILLE RIVER TERMINAL

TRACT I:

Being parts of Lots Nos. 132, 133 and 134 and the southwest corner of Lot No. 135 on the Plan of the Subdivision of the McGavock City Park Property, as of record in Book 57, Page 101, Register's Office of Davidson County, Tennessee, described as follows:

Beginning at the southeast corner of Lot 132 in the McGavock City Park Property; thence north along the eastern margin of Lot No. 132 to right-of-way of the Nashville Terminal Company, which right-of-way was conveyed to said Terminal Company by deed dated September 19, 1904, and is recorded in Book 303, Page 99, of the Register's Office for said County; thence along said right-of-way in a northerly direction to a point in the margin of the east side of First Avenue North; thence southwardly and along the eastern margin of First Avenue North to the southwest corner of Lot No. 132; thence east along the southern margin of Lot No. 132 to the point of beginning.

TRACT II:

Being Lots Nos. 136 to 141 inclusive, 146 to 152 inclusive, and parts of Lots Nos. 133, 134, 135, 144 and 145 on the Plan of the Subdivision of the McGavock City Park Property as of record in Book 57, Page 101, Register's Office for said County, and described as follows:

Beginning on the southwesterly margin of Adams Street at the southeasterly corner of Lot No. 152 on said plan; thence with the southeasterly line of said Lot 174.8 feet; thence with said line extended 16 feet across an alley; thence with the southeasterly line of Lot No. 133 on said plan to the right-of-way of a spur track of the Nashville Terminal Company; thence westerly with the northerly margin of said spur track to the point where the same intersects with First Avenue North, being approximately the southwest corner of Lot No. 136 on said plan; thence northwestwardly 300 feet, more or less, to the northwest corner of Lot No. 141 on said plan; thence northeasterly 174.8 feet with the northwesterly line of said Lot No. 141; thence with said line extended across an alley 16 feet; thence with the northwesterly line of Lot No. 144, 163.5 feet to the corner of Lot No. 144, and continuing in the same direction 11.3 feet to the margin of Adams Street; thence southwardly 50 feet to the northeast corner of Lot No. 145; thence southeastwardly 400 feet, more or less, with the southwesterly margin of Adams Street to the point of beginning, containing 3.439 acres.

Being a part of the same land conveyed to Tosco-Lion, Inc., by name changed to Lion Oil Company, merged into Tosco Corporation, by Monsanto Company by Special Warranty Deed dated September 29, 1972 of record in Book 4688 at Page 429 in the Register's Office, Davidson County, Tennessee.

Together with that certain right-of-way for a pipe line across property other than that included in this conveyance, originally owned by W.G. Bush & Co., which right-of-way is expressly conveyed by W.G. Bush & Co. to Apex Oil Corporation by its deed of record in Book 999, Page 156, said Register's Office, and conveyed by Apex Oil Corporation to W.M. Fuqua by deed of record in Book 1066, Page 680, said Register's Office, and by W.M. Fuqua to River Terminal Company by deed of record in Book 1129, Page 138, said Register's Office, and by River Terminal Company to Rye & Co., Inc. by deed of record in Book 1118, Page 484, said Register's Office, and by Rye & Co., Inc. to Lion Oil Refining Company, by name changed to Lion Oil Company, merged into Monsanto Chemical Company, by name changed to Monsanto Company, by deed of record in Book 1149, Page 210, said Register's Office, across Lots 23, 24, 25, 37, 38, 39, 10 and 11 in the said McGavock City Park Plan to the Cumberland River, and for a like period T. H. F. wharfage privileges on the banks of the Cumberland River at a point where said proposed pipe line terminates, at a rental of $25.00 per month, said wharfage privilege and the said right-of-way for said pipe line to continue, however, only so long as Tosco-Lion, Inc., its successors and assigns, shall pay said rental of $25.00 per month, as provided in the deed dated September 29, 1972 from Monsanto Company to Tosco-Lion,

EXHIBIT "A" - Page 2

NASHVILLE RIVER TERMINAL (cont.)

Inc., by name changed to Lion Oil Company, of record in Book 4688, Page 429, said Register's Office.

Said easement having been amended by document entitled "Amended Easement" from W. G. Bush & Company to Monsanto Chemical Company, by name changed to Monsanto Company, dated November 1, 1956, of record in Book 2601, Page 613, Register's Office, Davidson County, Tennessee.

TRACT III:

Being parts of Lots Nos. 132, 133, 134, 135, 136, 152 and 153 on the plan of the Subdivision of the McGavock City Park Property as of record in Book 57, Page 101, Register's Office for said County, described as follows:

Beginning at a point on the northerly side of Van Buren Street 12-1/2 feet from and at right angles to the center of the Tennessee Central Railway; and running thence westerly parallel to and 12-1/2 feet from said center line a distance of 371 feet, more or less, to a point on the easterly side of First Avenue North, formerly Front Street; thence northerly with the easterly side of First Avenue North 55 feet, more or less, to a point; thence easterly parallel with and 12-1/2 feet from said Tennessee Central Railway Company's center line a distance of 446 feet to a point on the westerly side of Adams Street; thence southerly with the westerly side of Adams Street to the intersection of said westerly side of Adams Street with the northerly side of Van Buren Street; and thence westerly, with the northerly side of Van Buren Street 50 feet, more or less, to the beginning.

Being a part of the same land conveyed to Tosco-Lion, Inc., by name changed to Lion Oil Company, merged into Tosco Corporation, by Monsanto Company by Special Warranty Deed dated September 29, 1972 of record in Book 4688 at Page 429 in the Register's Office, Davidson County, Tennessee.

Being Lot No. 153 on the Plan of the Subdivision of the McGavock City Park Lots, as of record in Book 57, Page 101, Register's Office for Davidson County, Tennessee. Said Lot No. 153 fronts 50 feet on the westerly side of Adams, formerly Cumberland Street, and runs back between parallel lines with the northerly margin of Van Buren Street, formerly McGavock Street, 174.8 feet to an alley, and is the same property conveyed to Lion Oil Company, merged into Monsanto Chemical Company, by name changed to Monsanto Company, by Jordan Stokes, III, and wife, Mabel Ogden Stokes, by deed dated October 13, 1947, of record in Book 1536, Page 43, Register's Office of Davidson County, Tennessee.

Subject to a right-of-way conveyed to W. G. Bush & Company, its successors or assigns, for a road in and over and across the following described property, to-wit:

Land in Davidson County, Tennessee, being the easterly part of Lots Nos. 144 to 153 inclusive on the plan of the subdivision of the McGavock City Park Property, as of record in Book 57, Page 101, Register's Office for said County, described together as follows:

Beginning at the Northwest corner of Adams and Van Buren Streets; thence with the Northerly margin of Van Buren Street, Westwardly 30 feet; thence Northwardly 500 feet to the line between Lots Nos. 143 and 144; thence with the line between said two lots, Eastwardly, 18.7 feet to the corner of Lot No. 144 and continuing in the same direction 11.3 feet to the Westerly margin of Adams Street; thence with said street, Southwardly 500 feet to the beginning. Being part of the property conveyed to Lion Oil Refining Company, by two deeds, one from Rye and Company, Inc., of record in Book 1149, Page 210, and the other from Jordan Stokes, III, and wife, of record in Book 1536, Page 43, said Register's Office.

Said right-of-way having been granted on September 18, 1950, and being recorded in Book 1883, Page 10, in the Register's Office, Davidson County, Tennessee.

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AFFIDAVIT

I, L. B. Lampton, ~~x~~ President of Lion Oil Company do hereby swear or affirm that the actual consideration or true value for this transfer, whichever is greater, is $ 620,000.00.

LION OIL COMPANY

By _____
L. B. Lampton, President

STATE OF ARKANSAS)
) SS:
COUNTY OF UNION)

SUBSCRIBED AND SWORN TO BEFORE ME, the undersigned Notary Public on this the 29th day of April, 1985.

_____
Notary Public

My commission expires:

2-16-90

The name and address of the new owner of the property described in the aforementioned Special Warranty Deed is:

Lion Oil Company
423 North Washington Avenue
El Dorado, Arkansas 71730

The name and address of the appropriate person to whom tax bills should be forwarded is:

Lion Oil Company
Attn: W. I. Prewett
423 North Washington Avenue
El Dorado, Arkansas 71730

The address of the property being conveyed is:

90 Van Buren
Nashville, TN 37208

J00992

IDENTIF. REFERENCE

MAY 1 2 48 PM '85

DAVIDSON COUNTY, TN

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 6546 PAGE 339

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

620000.00- CA'T.
1612.00 CSTAX
.50 PRFEE
12.00 WDEED
CHECK 1624.50-
3427A05/01/85 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

J00992

IDENTIF. REFERENCE

MAY 1 2 42 PM '85

REGISTER
DAVIDSON COUNTY, TN

No. 130230