MARKETING-TENNESSEE

This instrument prepared by:
Daniel P. Hurley, Attorney
P. O. Box 60252
New Orleans, LA 70160

CONVEYANCE

STATE OF TENNESSEE *

COUNTY OF DAVIDSON * KNOW ALL MEN BY THESE PRESENTS:

BOOK 6724 PAGE 275

That this indenture, made this 26th day of September, 1985 between Texaco Inc., a Delaware corporation authorized to do and doing business in the State of Tennessee, whose address is P.O. Box 52332, Houston, TX 77052 herein represented by its Vice President (herein referred to as Grantor), and Texaco Refining and Marketing, Inc., a Delaware corporation authorized to do and doing business in the State of Tennessee whose address is 1111 Rusk Street Houston, TX 77002 herein represented by its Sr. Vice President (hereinafter referred to as Grantee).

Witnesseth: That the said Grantor for and in consideration of Ten and NO/100 Dollars ($10.00) and other good and valuable consideration receipt of which is acknowledged and confessed, hereby sells and conveys unto the said Grantee, its successors and assigns forever all right, title and interest in and to the leases and lands included in and covered by the properties described on and set forth in Exhibit "A" attached hereto and made a part hereof for all intents and purposes, together with all right, title and interest in and to any and all buildings, structures, and improvements, including but not limited to underground tanks and spectacular signs now and hereafter located on such lands and all appurtenances thereof; and all rights-of-ways or use, servitudes, licenses, easements, tenements, hereditaments and appurtenances thereof; licenses, belonging to or appertaining to any of the foregoing.

This conveyance is intended to cover all rights, titles and interest in and to the premises whether same are fee, or leasehold interests or any combination thereof inclusive of all

12/83

505

related personalty.

This conveyance is made pursuant and subject to all the terms and conditions hereof, WITHOUT ANY WARRANTY OF ANY NATURE OR KIND WHATSOEVER AS TO QUALITY, PHYSICAL AND OPERATING CONDITIONS OF SAID PROPERTY, but with full substitution and subrogation in and to all rights and actions of warranty which Grantor has or may have against all preceding owners and vendors. Further, this sale and assignment is made subject to any and all encumbrances on said properties and GRANTEE ACCEPTS SAID PROPERTIES AS IS IN THEIR PRESENT CONDITION.

TO HAVE TO AND HOLD, the aforesaid properties with all and singular, the hereditaments and appurtenances of and to the same belonging or in anywise appertaining to the said Grantee, its successors and assigns forever. The Grantor does hereby warrant the title herein conveyed against the lawful claims of all persons claiming the same by, through, or under the Grantor, but not further or otherwise.

In testimony whereof the parties by and through their duly authorized representatives have executed this instrument the 26th day of September, 1985 but effective the 31st day of December, 1984.

TEXACO INC.

By: J. M. Seaman
Vice President

TEXACO REFINING & MARKETING INC.

By: _____
Sr. Vice President

APPROVED
As to Terms
As to Description
As to Form WPG

STATE OF TEXAS *
* OATH
COUNTY OF HARRIS *

BOOK 6724 PAGE 277

I, R. R. DICKINSON, first being duly sworn, made this oath as follows:

I am a SENIOR Vice President of Texaco Refining and Marketing Inc., and have executed the foregoing conveyance. As part of Texaco Inc.'s plan of reorganization, Texaco Refining and Marketing Inc., a wholly owned subsidiary of Texaco Inc., succeeded to all the rights, titles and interests of Texaco Inc. in and to its domestic refining, marketing and transportation properties and assets, as well as the obligations associated therewith, effective December 31, 1984, with certain exceptions.

The foregoing conveyance has been entered into as a condition of the aforementioned plan of reorganization, and the value assigned to the realty (freehold estates) for such purposes is $1,558,521.01.* However, this transfer is exempt from the Tennessee transfer tax imposed on realty. Tennessee Code §67-4-409(a)(2) & (e).

Sr. Vice President

* Values assigned to each of the properties (freehold estates) listed in Section I, attached Exhibit "A".

A.	$ 97,776.44	F.	$203,525.72
B.	322,469.14	G.	302,140.35
C.	323,947.18		
D.	117,657.40		
E.	191,004.78		

Sworn to and Subscribed before me this 26th day of September. 1985.

Notary Public

Mail Tax Bills to:

Texaco Refining and Marketing Inc.
1111 Rusk Ave.
Houston, TX 77002

LE/27

STATE OF TEXAS *
*
* ACKNOWLEDGMENT
COUNTY OF HARRIS *
*

BEFORE ME, a Notary Public in and for said state and county, duly commissioned and qualified, personally appeared J. M. SEAMANS, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself to be a Vice President of Texaco Inc., the within Grantor, a corporation, and that he as such Vice President being authorized to do so, 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 SEAL, at office in Houston, Tx, Harris County, this 26th day of September, 1985.

Robert M Zwiebach
NOTARY PUBLIC

My Commission Expires:

ROBERT M. ZWIEBACH
Notary Public, State of Texas
My Commission Expires June 30, 1987

STATE OF TEXAS *
*
* ACKNOWLEDGMENT
COUNTY OF HARRIS *
*

BEFORE ME, a Notary Public in and for said state and county, duly commissioned and qualified, personally appeared R. R. DICKINSON, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself to be a Senior Vice President of Texaco Refining and Marketing Inc., the within Grantee, a corporation, and that he as such Senior Vice President being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such Senior Vice President.

WITNESS MY HAND and SEAL, at office in Houston, Tx, Harris County, this 26th day of September, 1985.

Robert M Zwiebach
NOTARY PUBLIC

My Commission Expires:

ROBERT M. ZWIEBACH
Notary Public, State of Texas
My Commission Expires June 30, 1987

RESOLUTION ADOPTED BY THE BOARD OF DIRECTORS OF
TEXACO REFINING AND MARKETING INC.
formerly named
GETTY REFINING AND MARKETING COMPANY
December 27, 1984

RESOLVED, that effective December 31, 1984, the Company accept from Texaco Inc. in exchange for shares of the Company's common stock, all of Texaco Inc.'s domestic refining, marketing and transportation assets, including the stock in Texaco Inc.'s subsidiaries and affiliates with domestic, refining, marketing and transportation operations, but excluding Texaco Inc.'s Eagle Point Refinery and Texaco Inc.'s Westville Terminal.

A true copy, I certify.

W. L. Soula
Assistant Secretary

WLS1:e

RESOLUTION ADOPTED BY THE BOARD OF DIRECTORS OF
TEXACO INC.
SEPTEMBER 23, 1983 BOOK 6724 PAGE 280

RESOLVED, subject to the approval of the Chairman of the Board, that the Vice Chairman of the Board, the President, all of the Executive Vice Presidents, Senior Vice Presidents, Vice Presidents, Division Presidents and Department Heads of the Company, and the General Manager, Corporate Real Estate Department are hereby severally authorized from time to time to approve the terms and conditions of the sale, exchange, donation, or other transfer of any real property or other fixed (capital) assets of the Company having a sale value not in excess of $5,000,000, and the Vice Chairman of the Board, the President, all of the Executive Vice Presidents, Senior Vice Presidents, Vice Presidents, Division Presidents and Department Heads of the Company, and the General Manager, Corporate Real Estate Department are hereby severally authorized to sign, and the Secretary and the Assistant Secretaries are hereby severally authorized to attest and affix the Company's seal to, such deeds, bills of sale, and other instruments, and to do such other acts, as may be necessary or proper to carry out the purpose of this resolution; and the delivery of any such deed, bill of sale, or other instrument so signed, attested and sealed shall be conclusive evidence that the transaction has the approval of the Chairman of the Board of the Company and has been executed within the authority of this resolution.

A true copy, I certify.

Shirley C. Friend, Jr.
Assistant Secretary

021
MC GAVOCK & PENNINGTON BEND
NASHVILLE, TENN

BOOK 6724 PAGE 281

EXHIBIT "A"

Attached to and made a part of that certain Act of Sale and Assignment and Conveyance between Texaco Inc., and Texaco Refining and Marketing Inc., dated Effective December 31, 1984.

A.

MC GAVOCK & PENNINGTON BEND

CITY OF NASHVILLE

COUNTY OF DAVIDSON, TENN

I. That certain DEED dated 9-20-71, executed by OPAL T. RUDY JERMAN, to and in favor of TEXACO INC, recorded in Book 4532, Page 730 of the Conveyance Records of DAVIDSON County, TENN, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and properties covered thereby.

A tract of land lying and being in the NEQ of Briley Parkway and McGavock Pike fronting 160' on McGavock Pike, 200' on Pennington Bend Road with a rear property line of 155' and an end property line of 140', said property being owned by Mrs. Opal Jerman. Exact measurements, internal angles and topo to be determined by survey prepared by Registered Land Surveyor.

TOGETHER WITH ALL BUILDINGS, STRUCTURES, PLANTS, FACILITIES AND IMPROVEMENTS OF EVERY NATURE AND CHARACTER WHATSOEVER, WHETHER SIMILAR OR DISSIMILAR, SITUATED WHOLLY OR PARTIALLY ON THE ABOVE DESCRIBED PROPERTY.

020
GOODLETTSVILLE, TN
750 TWO MILE PIKE

EXHIBIT "A"

Attached to and made a part of that certain Act of Sale and Assignment and Conveyance between Texaco Inc., and Texaco Refining and Marketing Inc., dated Effective December 31, 1984.

B.

750 TWO MILE PIKE

CITY OF GOODLETTSVILLE

COUNTY OF DAVIDSON, TN

I. That certain Deed dated 2/22/72, executed by William D. Castleman, to and in favor of Texaco Inc., recorded in Book 4578, Page 243 of the Conveyance Records of Davidson County, Tennessee, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and properties covered thereby.

A tract of land in the 10th Civil District of Davidson County, Tennessee City of Goodlettsville, Tennessee, and known as Lot No. 1 on the PLAN of RIVERGATE PLAZA, as of record in Plat Book 4300, Page 139, Register's Office for Davidson County, Tennessee, and described as follows:

BEGINNING at a point on the easterly margin of Two Mile Pike, said point being northerly a distance of 2,895 feet, more or less, from the center line of Gallatin Road, and also being on the northerly margin of a 50-ft. wide entrance into Rivergate Mall Shopping Center; thence with the easterly margin of Two Mile Pike, North 18 deg. 35' West, a distance of 150.0 feet to a point; thence North 74 deg. 30' East, a distance of 175.0 feet to a point at the northerly common corner of Lots Nos. 1 and 2; thence with the line between Lots Nos. 1 and 2, South 18 deg. 35' East a distance of 150 feet to a point on the northerly margin of the 50-ft. entrance into Rivergate Mall Shopping Center; thence with the northerly margin of said entrance, South 74 deg. 30' West, a distance of 175.0 feet to the point of beginning, and containing 26,212 square feet, or 0.60 acre.

TOGETHER WITH ALL BUILDINGS, STRUCTURES, PLANTS, FACILITIES, AND IMPROVEMENTS OF EVERY NATURE AND CHARACTER WHATSOEVER, WHETHER SIMILAR OR DISSIMILAR, SITUATED WHOLLY OR PARTIALLY ON THE ABOVE DESCRIBED PROPERTY.

167
MADISON, TN
1998 GALLATIN ROAD

BOOK 6724 PAGE 283

EXHIBIT "A"

Attached to and made a part of that certain Act of Sale and Assignment and Conveyance between Texaco Inc., and Texaco Refining and Marketing Inc., dated Effective December 31, 1984.

C.

1998 GALLATIN ROAD

CITY OF MADISON

COUNTY OF DAVIDSON, TN

I. That certain Deed dated 12/30/71, executed by Cousins Properties of Tenn., Inc. to and in favor of Texaco Inc., recorded in Book 4566, Page 93 of the Conveyance Records of Davidson County, Tennessee, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and properties covered thereby.

Land in Davidson County, Tennessee, being Lot "J" on the Resubdivision of Lot "J" Rivergate Park, as of record in Book 4300, page 142, Register's Office for said County, described as follows:

BEGINNING at a point in the northwesterly margin of Gallatin Road, said point being the common front corner of Lots "J" and "K" on said plan; then North 54° 37' 04" West along the line between said two lots a distance of 236.12 feet to a point; thence continuing with the line between said two lots North 74° 30' West a distance of 100.23 feet to a point which is the common rear corner of said two lots; thence North 15° 30' East, along the margin of an access, drainage and utilities easement, 35 feet to a point; thence South 74° 30' East 155.00 feet to a point; thence North 25° 47' East 199.67 feet to a point in the southeasterly margin of an access easement; thence along said margin of said access easement South 41° 55' East 245.00 feet to a monument in the northwesterly margin of Gallatin Road; thence southerdly along said margin of Gallatin Road along a curve having a radius of 985.00 feet, a distance of 134.76 feet to a monument; thence continuing along said margin of said Road, South 35° 22' 56" West, 60.20 feet to the point of beginning.

TOGETHER WITH ALL BUILDINGS, STRUCTURES, PLANTS, FACILITIES AND IMPROVEMENTS OF EVERY NATURE AND CHARACTER WHATSOEVER, WHETHER SIMILAR OR DISSIMILAR, SITUATED WHOLLY OR PARTIALLY ON THE ABOVE DESCRIBED PROPERTY.

229
NASHVILLE, TN
4040 HILLSBORO ROAD

BOOK 6724 PAGE 284

EXHIBIT "A"

Attached to and made a part of that certain Act of Sale and Assignment and Conveyance between Texaco Inc., and Texaco Refining and Marketing Inc., dated Effective December 31, 1984.

D: 4040 HILLSBORO ROAD
CITY OF NASHVILLE
COUNTY OF DAVIDSON , TN

I. That certain Warranty Deed dated 1/28/47, executed by Central Realty Company, to and in favor of The Texas Company, recorded in Book 1453, Page 81 of the Conveyance Records of Davision County, Tennessee, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and properties covered thereby.

A tract of land in the 7th District of Davidson County, Tennessee, being known as Lot no. 69 and the northerly part of Lot No. 70 on the map of Colonial Heights Subdivision, of record in Book 1130, Page 102, Register's Office for said County, and described according to a copy of a survey thereof made by S. R. Sanford, Jr., Surveyor, dated January 1947, as follows:

BEGINNING at an iron pin at a point of intersection where the southwesterly line of Warfield Drive intersects the northwesterly line of a 20 foot alley, said point being the northeasterly corner of said Lot 69. Thence, southwesterly along the northwesterly line of said 20 foot alley 125 feet to an iron pin; Thence, northwesterly and parallel to Warfield Drive 100 feet to a point; Thence, northeasterly and parallel to said 20 foot alley 125 feet to a point in the southwesterly line of Warfield Drive; Thence, southeasterly along the line of Warfield Drive 100 feet to the point of beginning.

TOGETHER WITH ALL BUILDINGS, STRUCTURES, PLANTS, FACILITIES AND IMPROVEMENTS OF EVERY NATURE AND CHARACTER WHATSOEVER, WHETHER SIMILAR OR DISSIMILAR, SITUATED WHOLLY OR PARTIALLY ON THE ABOVE DESCRIBED PROPERTY.

C04
NASHVILLE, TN
7661 HARDING ROAD

EXHIBIT "A"

Attached to and made a part of that certain Act of Sale and Assignment and Conveyance between Texaco Inc., and Texaco Refining and Marketing Inc., dated Effective December 31, 1984.

E. 7661 HARDING ROAD
CITY OF NASHVILLE
COUNTY OF DAVIDSON, TN

I. That certain Deed dated May 1, 1964, executed by Edward F. Krickel & Wife, to and in favor of Texaco Inc., recorded in Book 3761, Page 363 of the Conveyance Records of Davidson County, Tennessee, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and properties covered thereby.

Beginning at an iron pin, 225 feet, more or less, West of U.S. Coastal and Geodetic Survey and State Survey Marker Station No. 2579 on the Southwesterly margin of U.S. Highway No. 70; thence leaving said Southwesterly margin, South 44 degrees, 40 minutes, 00 seconds West a distance of 657.46 feet to a point; thence North 16 degrees, 16 minutes, 08 seconds West a distance of 420.05 feet to a point; thence North 55 degrees, 23 minutes, 24 seconds East a distance of 202.01 feet to a point; said point being the most Northwest corner of the Texaco Inc. Property as of record in Book 4825 Page 913 Register's Office of Davidson County, Tennessee; thence with the most Southwesterly line of the Texaco Inc. Property, South 58 degrees, 01 minutes, 00 seconds East a distance of 293.64 feet to a point; thence with the most Southerly line of Texaco, Inc. Property, North 32 degrees, 15 minutes, 00 seconds East a distance of 175.00 feet to a point on the Southwesterly margin of U.S. Highway No. 70; thence with the said Southerly margin of U.S. Highway No. 70, South 57 degrees, 45 minutes, 01 seconds East a distance of 1.23 feet to a point; thence continuing along said Southwesterly margin around a curve to the left having a radius of 1940.00 feet a distance of 81.83 feet to the point of beginning continuing 2.98 acres more or less.

Being the same property conveyed to Stewart F. Kresge, Trustee by deed from Bellbrook Land Company as of record in Book 5308 Page 81 Register's Office of Davidson County, Tennessee.

TOGETHER WITH ALL BUILDINGS, STRUCTURES, PLANTS ,FACILITIES, AND IMPROVEMENTS OF EVERY NATURE AND CHARACTER WHATSOEVER, WHETHER SIMILAR OR DISSIMILAR, SITUATED WHOLLY OR PARTIALLY ON THE ABOVE DESCRIBED PROPERTY.

099
6931 CHARLOTTE AVENUE
NASHVILLE, TN

EXHIBIT "A"

BOOK 6724 PAGE 286

Attached to and made a part of that certain Act of Sale and Assignment and Conveyance between Texaco Inc., and Texaco Refining and Marketing Inc., dated Effective December 31, 1984.

6931 CHARLOTTE AVENUE

CITY OF NASHVILLE

COUNTY OF DAVIDSON, TN

I. That certain Deed dated 10/15/64, executed by Eugene Pargh, Mandell L. Cypress, Emanuel Schatten & Edward T. Goldstein, to and in favor of Texaco Inc., recorded in Book 110, Page 245 of the Conveyance Records of Davidson County, Tennessee, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and properties covered thereby.

Land lying in the 8th Civil District, being part of Lots 71, 72, and 73 and part of the two tracts reserved for commercial development fronting on Charlotte Pike according to the Plan of Crest Meade, Section Two, of record in Book 2331, page 152, in the Register's Office for Davidson County, also shown on the Plan entitled "A Revision of Commercial Property and of Lots Nos. 71, 72, 73 of Section Two, Crest Meade, of record in Book 3600, page 55, said Register's Office, and described according to a copy of a survey thereof made by J.L.Murphy, Jr., & Co., Engineers, dated February 11, 1964, as follows: BEGINNING at a point lying on the southerly margin of Charlotte Pike, being the northwesterly corner of this tract and said Crest Meade Subdivision, Section II, further described 23.0 feet east of the center line of Davidson Branch Creek along said margin of Charlotte Pike, and being a witness point for the center line of Davidson Branch Creek which defines the westerly boundary of this tract; thence with said margin of Charlotte Pike, North 71°47' East 154.80 feet to the beginning of a one degree curve; thence 445.79 feet around said curve with a radius of 5805.00, tangents of 223.00 feet and a delta of 4°24' to a point, being the intersection of the southerly margin of Charlotte Pike and the northwesterly margin of Interstate Highway 40; thence with said margin of Interstate 40, South 32° 35' West 709.60 feet to a point; thence continuing with said margin, south 34°09' West 289.00 feet to a point; thence continuing with said margin, north 71°20' West 6.20 feet to a point lying on the witness line for Davidson Branch Creek, being 18.80 feet east of the center line of said Creek on the same bearing of north 71°20' West said center line being the southerly corner of this tract, further described as lying on the rear line of Lot 71 as shown on the Plan of Crest Meade, Section II, as mentioned above; thence with said witness line, north 4°40'East the following

distances with accompanying perpendicular references to the center line of Davidson Branch; 50.00 feet to a point located 18 feet east of said center line; thence 45.00 feet to a point located 43 feet east of said center line; thence 79.00 feet to a point located 35 feet east of said center line; thence 47.00 feet to a point located 4.5 feet east of said center line; thence 15.00 feet to a point located 5.5 feet east of said center line; thence 48.00 feet to a point located 14 feet west of said center line; thence 21.00 feet to a point located 11 feet west of said center line; thence 25.50 feet to a point located 6 feet east of said center line; thence 41.00 feet to a point located 41 feet east of said center line; thence 31.00 feet to a point located 57 feet east of said center line; thence 20.00 feet to a point located 49 feet east of said center line; thence 41.00 feet to a point located 78.5 feet east of said center line; thence 77.70 feet to a point located 100 feet east of said center line; thence continuing with another witness line for Davidson Branch Creek, north 32°37' West the following distances with accompanying perpendicular references to the center line of said Creek; 82.00 feet to a point located 67.5 feet east of said Creek; thence 10.00 feet to a point located 59.0 feet east of said creek; thence 16.60 feet to the point of beginning, containing 4.33 acres, more or less.

TOGETHER WITH ALL BUILDINGS, STRUCTURES ,PLANTS, FACILITIES AND IMPROVEMENTS OF EVERY NATURE AND CHARACTER WHATSOEVER, WHETHER SIMILAR OR DISSIMILAR, SITUATED WHOLLY OR PARTIALLY ON THE ABOVE DESCRIBED PROPERTY.

015

BOOK 6724 PAGE 288

EXHIBIT "A"

Attached to and made a part of that certain Act of Sale and Assignment and Conveyance between Texaco Inc., and Texaco Refining and Marketing Inc., dated Effective December 31, 1984.

G. 816 Murfreesboro Rd.
City of Nashville
Davidson County, Tenn

That certain DEED dated 1-3-85, executed by *_____, to and in favor of TEXACO INC, recorded in Book 6467, Page 898 of the Conveyance Records of DAVIDSON County, TENN, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and properties covered thereby.

*Alliene Harsh Jackson, Mary Elizabeth Harsh, George Harsh, Anne Marsh Linebaugh, Emily Harsh, formerly Emily Harsh Skaggs and Courtney Lou Harsh Wofe.

HEREINAFTER CALLED THE GRANTEES, THEIR HEIRS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS: TO-WIT:

Land in Davidson County, Tennessee, being part of Lot 16 in Trabue Subdivision of the 29th Councilmanic District of Davidson County, Tennessee, plat of which is recorded in Minute Book 1 pages 190 and 191, as filed in the U.S. Circuit Court of said Davidson County, Tennessee, and as shown as the Harsh Property (25 year lease to Texaco) on the Plan of Edward Trabue Property, of record in Book 4350, page 13, Register's Office for said County, described as follows:

Beginning at an iron pin located where the Northeast right-of-way line of Murfreesboro Road (U.S. 41-70, South, 112 ft. right-of-way) intersects the southeasterly right-of-way line of Spence Lane (120 ft. right-of-way); thence running North 24° 42' East along said right-of-way line of Spence Lane, a distance of 200 feet to an iron pin; thence running South 48° 28' East a distance of 200 ft. to an iron pin; thence running South 24° 42' West a distance of 200 feet to an iron pin on the aforementioned right-of-way line of Murfreesboro Road; thence running North 48° 28' West along said right-of-way line of Murfreesboro Road a distance of 200 feet back to the point of beginning.

Being part of the property conveyed to Herbert Harsh, by deed from Joseph R. West, Clerk and Master of record in Book 857, page 475, Register's Office for Davidson County, Tennessee, and being part of the property devised to Mrs. Tennessee L. Harsh, Marcellus G. Harsh, Phillip W. Harsh and Mrs. Allie Harsh Jackson, by Will of R.N.H. (Herbert) Harsh of record in Will Book 52, page 430, Probate Court Clerk's Office for Davidson County, Tennessee, and being part of the property conveyed to Marcellus G. Harsh by deed from Tennessee L. Harsh of record in Book 3127, page 435, Register's Office for Davidson County, Tennessee, and Being part of the property conveyed to Marcellus G. Harsh and Alliene Harsh Jackson, by deeds of record in Book 3278, page 101 and Book 3280, page 385, Register's Office for Davidson County, Tennessee, and being part of the same property devised to Mary Elizabeth Harsh, George Harsh, Anne Harsh Linebaugh, Emily Harsh, formerly Emily Harsh Skaggs and Courtney Lou Harsh, now Courtney Lou Harsh Wolfe, by will of Marcellus G. Harsh of record in Will Book 95, page 148, Probate Clerk's Office for Davidson County, Tennessee.

TOGETHER WITH ALL BUILDINGS, STRUCTURES, PLANTS, FACILITIES AND IMPROVEMENTS OF EVERY NATURE AND CHARACTER WHATSOEVER, WHETHER SIMILAR OR DISSIMILAR, SITUATED WHOLLY OR PARTIALLY ON THE ABOVE DESCRIBED PROPERTY.

LOC. 150

(REV. FORM A - MKT)
(Ala, Miss., Fla.,
Ark., & Tenn.)

EXHIBIT "A" (CONT'D)

II. All of Grantor's right, title, and interest in and to the surface and other leases, easements, servitudes, rights of way and other grants described hereinbelow, all affecting and vesting an interest in the lands and properties located in County of Davidson, State of Tennesse, to-wit:

(a) That certain Lease dated April 28, 1971, executed by C. E. Bullock, to and in favor of Texaco Inc. BOOK 6724 PAGE 289 recorded in Book —, Page —, Entry No. — of the Conveyance Records of Davidson County, State of Tennessee, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and Properties covered thereby; said land and Properties being further described as follows:

BEGINNING at a point on the easterly margin of Moss Trail Road, as widened and relocated, the same being located North 1° 05' east and 60 feet from the northeast corner of Lot No. 43 on the map of Goodlettsville Heights Subdivision Section Two, as of record in Plat Book 1424 Page 12 in the Register's Office for Davidson County, Tennessee; thence with the east margin of said Moss Trail Road North 1° 05' East 54.35 feet to the beginning of a curve to the right having a radius of 214.62 feet; thence northeasterly along said curve a distance of 68.3 feet to a point on the original west margin of Moss Trail Road (now closed); thence northeasterly along a curve to the right having a radius of 174.68 feet, a distance of 76.8 feet to a concrete monument; thence continuing northeasterly along a curve to the left having a radius of 30 feet, a distance of 15 feet to a point on the southwest margin of Two Mile Pike, as widened and relocated; thence along the margin of same South 28° 16' East 80.55 feet to a point on the west line of the Louisville & Nashville Railroad property; thence with the west margin of same South 12° 29' East 97.56 feet to a point; thence North 88° 58' West 153.67 feet to the POINT OF BEGINNING.

Being part of the same property conveyed to Ervin M. Entrekin, Trustee, as of record in deed book 4127 Page 477 said Register's Office.

together with all buildings, structures, plants, facilities and improvements of every nature and character whatsoever, whether similar or dissimilar, situated wholly or partially on the above described property.

LOC: 205

(REV. FORM A - MKT)
(Ala, Miss., Fla.,
Ark., & Tenn.)

EXHIBIT "A" (CONT'D)

BOOK 6724 PAGE 290

2. II. All of Grantor's right, title, and interest in and to the surface and other leases, easements, servitudes, rights of way and other grants described hereinbelow, all affecting and vesting an interest in the lands and properties located in County of Davidson, State of Tennessee, to-wit:

(a) That certain Lease dated June 19, 1981, executed by Third National Bank Trustee, U.S. Horace Hill for Elizabeth Hill, Penic to and in favor of Texaco Inc., recorded in Book -, Page -, Entry No. - of the Conveyance Records of Davidson County, State of Tennessee, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and Properties covered thereby; said land and Properties being further described as follows:

Land in Davidson County, Tennessee, being part of lot No. 135 on the Plan of Boyd Home Tract, as of record in Book 21, Page 39, Register's Office for said County, described as follows:

Beginning at a point in the northerly margin of West End Avenue, said point being the Northwest corner of an intersection between West End Avenue and 17th Avenue North, 183 feet to a point; thence northwardly 160 feet to the southerly margin of an alley,; thence with said margin of alley, eastwardly 183 feet to a point in the westerly margin of 17th Avenue North, thence with same 160 feet to the point of beginning.

Together with all buildings, structures, plants, facilities and improvements of every nature and character whatsoever, whether similar or dissimilar, situated wholly or partially on the above described property.

LOC. 130

(REV. FORM A - MKT)
(Ala, Miss., Fla.,
Ark., & Tenn.).

EXHIBIT "A" (CONT'D) BOOK 6724 PAGE 291

3.

II. All of Grantor's right, title, and interest in and to the surface and other leases, easements, servitudes, rights of way and other grants described hereinbelow, all affecting and vesting an interest in the lands and properties located in County of Davidson, State of Tennessee, to-wit:

(a) That certain Lease dated _____, executed by C. E. Bullock, to and in favor of Texaco Inc., recorded in Book —, Page —, Entry No. — of the Conveyance Records of Davidson County, State of Tennessee, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and Properties covered thereby; said land and Properties being further described as follows:

Being part of Lot No. 5 on Plan No. 1 of the First Subdivision of the John Shelby Estate, as of record in Plan Book 1 Page 10, in Chancery Court at Nashville, Tennessee, for said County, more fully described as follows:

BEGINNING at a point on the east margin of Cowan Street as widened, the same being located 60 feet southerly from the southwest corner of a tract of land conveyed to Jay G. Stephenson & Paul V. Harmon by deed from H. H. Potter, as of record in book 1280 page 51, in the Register's Office for said county; thence with a line located 60 feet south of and parallel to the common line of lots 5 & 6 of the said Shelby Plan S 84° 25' E 176.71 feet to a point on the west margin of a 12 foot alley, now closed; thence with the west margin of said alley S 5° 37' W 161.7 feet to a point on the North margin of Spring Street as widened; thence with the north margin of same S 80° 26' W 134.38 feet to a point; thence N 61° 21' W. 45.00 feet to a point in the east margin of Cowan Street as widened; thence with the east margin of same N 3° 50' E 179.38 feet to the POINT OF BEGINNING.

Being part of the same property conveyed to Paul V. Harmon and wife by deed from Jay G. Stephenson and wife, as of record in book 1907 page 404 in the register's office for said county.

Also included within this conveyance is all the right, title and interest which the lessor may have in and to any portion of alley No. 310, known as Cowan Alley, which was abandoned by City Ordinance No. 61-173 in the Metropolitan Clerk's office at Nashville, Tennessee.

together with all buildings, structures, plants, facilities and improvements of every nature and character whatsoever, whether similar or dissimilar, situated wholly or partially on the above described property.

LOC: 239

(REV. FORM A - MKT)
(Ala, Miss., Fla,, Ark., & Tenn.)

EXHIBIT "A" (CONT'D) BOOK 6724 PAGE 292

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II. All of Grantor's right, title, and interest in and to the surface and other leases, easements, servitudes, rights of way and other grants described hereinbelow, all affecting and vesting an interest in the lands and properties located in County of Davidson, State of Tennessee, to-wit:

(a) That certain Lease dated June 26, 1959, executed by National Life & Accident Insurance, Co., to and in favor of Texaco Inc., recorded in Book -, Page -, Entry No. - of the Conveyance Records of Davidson County, State of Tennessee, reference to which said deed and the recordation thereof is made for all intents and purposes, particularly for the description of the land and Properties covered thereby; said land and Properties being further described as follows:

A certain tract or parcel of land in the 11th Civil District of Davidson County, Tennessee, described according to a copy of a survey thereof made by Z. J. Wilkinson, Surveyor, dated June 3, 1959, as follows:

BEGINNING at an iron pin set in the westerly margin of Gallatin Pike, said point being 278 feet from the northwesterly corner of the intersection of Gallatin Pike and Due West Avenue as measured northwardly therefrom; thence with said margin of Gallatin Pike North 26° East, 106.13 feet to a point, the beginning of a curve to the left having a radius of 20 feet; thence northwardly and westwardly around said curve 30.25 feet to a point; thence North 60° 40' West, 131.13 feet to a point; thence South 26° West, 125 feet to an iron pin; thence South 60° 40' East, 150 feet to the point of beginning.

Excepting therefrom that area conveyed to Davidson County, Tennessee, by deed dated May 17, 1962, which area is an easement for sanitory sewers and/or storm drainage.

together with all buildings, structures, plants, facilities and improvements of every nature and character whatsoever, whether similar or dissimilar, situated wholly or partially on the above described property.

(REV. FORM A - MKT)
(Ala, Miss., Fla.,
Ark., & Tenn.)

EXHIBIT "A" (CONT'D)

III. All of Grantor's right, title and interest in and to the properties, assets and rights of whatsoever kind or nature of Grantor pertaining to Grantor's marketing of petroleum products in the aforementioned County(ies) and State including, but not limited to:

(a) Grantor's petroleum marketing bulk plants, terminals, service stations, and truck stops (whether owned in fee or leased by Grantor), automotive equipment, warehouses, marketing offices, signs, inventories (refined petroleum products and TBA), equipment, facilities, materials and supplies, licenses, permits, and contracts used in connection therewith or related thereto; and

(b) Grantor's interest in pipelines and rights therein or thereto related to its aforesaid petroleum marketing operations; and

(c) Grantor's product terminals (whether owned in fee or leased), railroad tank car leases, transport trucks, warehouses, equipment, facilities, materials and supplies used in connection with or related to petroleum marketing operations; and

(d) Grantor's net working capital and other assets and liabilities accounts receivable related to its aforesaid petroleum marketing operations and all of Grantor's accounts payable related to such operations; and

(e) All dispensing, display, repair, maintenance and other equipment; all piping, fittings, connections and other facilities for or related to the marketing of petroleum products and other products; all office furniture, fixtures, supplies and inventories for or used in connection with it marketing operations; all contracts, agreements and leases of every kind and character, and Grantor's interests in or under all contracts, agreements and leases; and all bank accounts, deposits, books and records relating to the assets, properties, facilities and accounts transferred to Grantee hereby and relating to its marketing operations; and

(f) All of the above [(a) through (e)], particularly as such items listed therein appertain to the lands, properties and interests described herein.

EXHIBIT "A" (CONT'D)

IV. This Conveyance is further subject to the following terms, conditions and stipulations:

(a) It is acknowledged by Grantor and Grantee herein that pursuant to that certain instrument of conveyance styled "General Assignment, Conveyance, Bill of Sale and Transfer" effective December 31, 1984 (herein called General Conveyance), which is incorporated herein and made a part hereof by reference for all intents, Grantor conveyed to Grantee, among other assets and properties, the Properties previously described in this Exhibit "A". In furtherance of an express covenant contained in said General Conveyance, "to execute and deliver to Grantee all such further instruments of conveyance, assignment, and transfer and all such notices, releases, acquittances, and other documents, and to do all such other acts and things, as may be necessary more fully or specifically to convey and assign to and vest in Grantee, its successors or assigns, title to all and singular the properties, assets and rights hereby conveyed, assigned or transferred," Grantor and Grantee, in compliance therewith, have entered into this Conveyance covering the Properties and lands described in Exhibit "A", and Grantor and Grantee do by these presents ratify, confirm and adopt all of the terms and provisions of said General Conveyance for the purposes hereof.

(b) The lands, assets, Properties, and interests transferred under this Conveyance, particularly those lands referred to and identified in paragraph I of this Exhibit "A" and the interests therein, are described both in those certain acts of sale, deeds or conveyances listed in said paragraph I of this Exhibit "A" and in the separate specific property descriptions immediately following the listing of each of those acts of sale, deeds or conveyances.

(c) This form of Conveyance and attachments were prepared by Daniel P. Hurley, Post Office Box 60252, New Orleans, Louisiana 70160.

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5.7.6.1.7.
IDENTIFICATION REFERENCE
DEC 3 10 27 AM '85
FELIX Z. WILSON II REGISTER
ST. TAMMANY PARISH, LA.