147-00-0
25

1067 05/26 0101 03CHECK 240.90

STATE OF TENNESSEE

COUNTY OF DAVIDSON

BOOK 7553 PAGE 898

QUITCLAIM DEED

Delivered on March 30, 1988, by LEASED STATIONS, INC.

KNOW ALL MEN BY THESE PRESENTS, THAT LEASED STATIONS, INC., a Delaware corporation, herein represented by its undersigned corporate officer, duly authorized, called "Grantor", whose mailing address is 200 West 9th Street Plaza, Wilmington, Delaware 19801, for a valuable consideration, the receipt and sufficiency of which is acknowledged, does hereby remise, release, quitclaim, grant, and convey to Grantee, TEXACO REFINING AND MARKETING INC., a Delaware corporation, whose mailing address is 1111 Rusk Ave., Houston, Texas 77002, all of Grantor's right, title and interest in and to the following described land located in Davidson County, Tennessee, to-wit:

(a) All of Grantor's right, title and interest in and to the land more fully described in attached Schedule "A", all of which is incorporated herein by reference for all intents and purposes as if copied herein in extenso;

(b) All buildings, structures, and improvements, including underground tanks and spectacular signs (but excluding pumps, hoists, air compressors, lights and other signs), now and hereafter located on such lands and all appurtenances thereto; and

(c) All rights-of-way or use, servitudes, licenses, easements, tenements, hereditaments and appurtenances belonging to or appertaining to any of the foregoing.

TO HAVE AND TO HOLD the same unto the said Grantee, its heirs, successors and assigns forever, and Grantor does not make any representation or warranty whatever except that it does covenant that it has not done or suffered any thing whereby said premises have been conveyed, mortgaged, transferred or encumbered in any way whatever (except as may be permitted under Section 30 and 38 of Lease dated as of August 15, 1961 between LEASED

STATIONS, INC. and TEXACO INC. and assigned to Texaco Refining and Marketing Inc. effective December 31, 1984.

Executed the day and year above written.

LEASED STATIONS, INC.

By _____
Vice President

[SEAL] Attest _____
~~Assistant~~ Secretary

STATE OF TEXAS §
§
COUNTY OF HARRIS §

I am employed by the Grantee herein named. The actual value of the property transferred hereunder is $80,520.

_____ G. F. TILTON
Affiant Executive Vice President

SUBSCRIBED AND SWORN TO before me on this 25th day of April, 1987.

_____
Notary Public

[SEAL]

My Commission Expires: _____

ROBERT M. ZWIEBACH
Notary Public, State of Texas
My Commission Expires July 30, 1991

Prepared by:

Jeffrey K. Smith
P. O. Box 60252
New Orleans, LA 70160

Tax matters to:

TEXACO REFINING AND MARKETING INC.
Tax Department
P. O. Box 52332
Houston, TX 77052

STATE OF NEW YORK *
* ACKNOWLEDGEMENT
COUNTY OF NEW YORK *
*
*

I, Maureen A. LaPorte, a Notary Public in and for said county, in said state, hereby certify that Joan Hidenheim whose name as Vice President of LEASED STATIONS, INC. a Delaware corporation, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he, as such corporate officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal of office this 30th day of March, 1988.

Maureen A. LaPorte
NOTARY PUBLIC

My Commission Expires: 12/28/89

MAUREEN A. LAPORTE
NOTARY PUBLIC, State of New York
No. 24-4916869
Qualified in Kings County
Commission Expires Dec. 28, 19 89

JKS E11/A

SCHEDULE A - LEASED STATIONS, INC. (PKG. #2)
55TH SUBSTITUTION OF PROPERTY
UNDER LEASE DATED 8-15-61

A certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to-wit:

Being Lot No. 1 on the Plan of Harding Place Manor, as of record in Book 3842, page 35, Register's Office for Davidson County, Tennessee described as follows:

Beginning at an iron pin set in the southerly margin of Harding Place right of way, and in the middle of a drainage ditch and following a line in the center of said drainage ditch, south 35 deg 45 min east 175 feet to an iron pin; thence south 63 deg 15 min west 227.18 feet to an iron pin; thence north 26 deg 45 min west 182.72 feet to a point in the southerly margin of said Harding Place right of way; thence with said right of way north 63 deg 15 min East 118.2 feet to a concrete monument, south 26 deg 45 min East 10 feet to another concrete monument, and north 63 deg 15 min East 81.8 feet to the point of beginning;

LESS AND EXCEPT: 20 foot perpetual easement and right of way for sanitary sewer as set out in Book 3312, Page 560; right to maintain drainage ditch granted in Book 3570, Page 75, Restrictive covenants of record in Book 4000, Page 531; and subdivision plat of record in Book 3842, Page 35, all Register's Office for Davidson County, Tennessee.

LEASED STATIONS, INC.

BOOK 7553 PAGE 902

Secretary's Certificate

The undersigned, Noordin Jaffer, as Secretary of Leased Stations, Inc., a Delaware Corporation ("Corporation"), DOES HEREBY CERTIFY:

1. That the duly elected Board of Directors of the Corporation has duly adopted resolutions authorizing the President or Vice President of the Corporation to execute and deliver the attached deed, and the Secretary or any Assistant Secretary to attest the same under the corporate seal, and that said resolutions have not been amended, annulled, rescinded or revoked and are still in full force and effect.

2. The below-named persons are, as of the date hereof, officers of the Corporation, holding the respective offices set forth opposite their name.

Name	Office
Jean A. Hidenheim	Vice President
Noordin Jaffer	Secretary

WITNESS my hand and seal of the Corporation this 8th day of April, 1988.

[Corporate Seal]

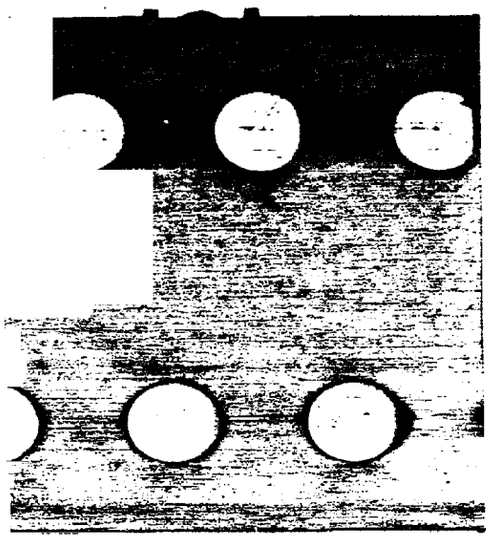
Noordin Jaffer
Secretary

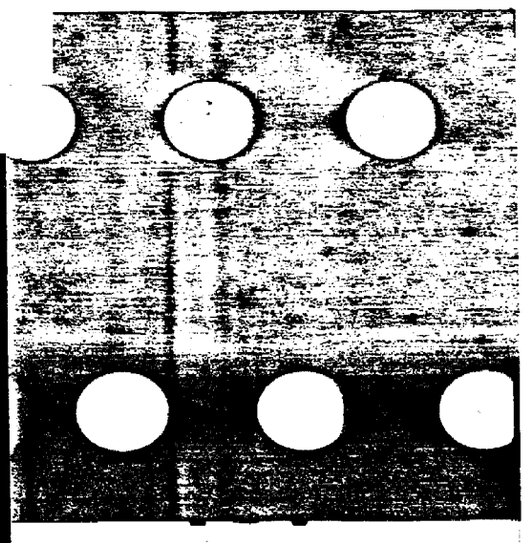
33851

IDENTIFICATION REFERENCE

MAY 26 10 51 AM '88

FELIX Z. WILSON REGISTER
DAVIDSON CO., TN





OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7553 PAGE 903

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

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL
			CAMT	80520.00
			CON TX	225.40
			PRFEE	0.50
			WDEED	15.00
			TOTAL	240.90
			CHECK	240.90
05/26/88	01		10:53 0001	1067

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

3385 I

IDENTIFI REFERENCE

MAY 26 10 53 AM '88

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 95213