CORRECTIVE
SPECIAL WARRANTY DEED

BOOK 7859 PAGE 848

THE STATE OF TEXAS

COUNTY OF HARRIS

KNOW ALL MEN BY THESE PRESENTS:

That TENNECO OIL COMPANY, whose address is P.O. Box 2511, Houston, Texas 77252, of the County of Harris and State of Texas for and in consideration of the sum of $10.00 (TEN DOLLARS) and other valuable consideration to the undersigned paid by the Grantee herein named, the receipt of which is hereby acknowledged, and subject to the reservations from and exceptions to conveyance and warranty described in Exhibit "B" attached hereto and incorporated herein by reference, have GRANTED, SOLD AND CONVEYED, and by these presents do GRANT, SELL AND CONVEY unto TOC RETAIL, INC., whose address is P. O. Box 2511, Houston, Texas, 77252, of the County of Harris and State of Texas, in Fee Simple all of the real property in Davidson County, Tennessee described in Exhibit "A" attached hereto and incorporated herein by reference.

This Corrective Special Warranty deed is made for the purpose of correcting the legal description for Tenneco location number 504-40 described in Exhibit "A" to that certain

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IDENTIFICATION REFERENCE

JUN 7 2 48 PM '88

FELIX Z. WILSON III REGISTER
DAVIDSON COUNTY, TN

Special Warranty Deed recorded in Deed Book 7724, page 49 of the Davidson County, Tennessee records.

TO HAVE AND TO HOLD the above described premises, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the said Grantee, Grantee's successors or assigns forever; and Grantor does hereby bind Grantor and Grantor's heirs, executors, successors and administrators to WARRANT AND FOREVER DEFEND all and singular the said premises unto the said Grantee, Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, except as to the reservations from and exceptions to conveyance and warranty, when the claim is made by, through and under Grantor and not otherwise.

Attached hereto as Exhibit "C" is a true and correct copy of the Resolution of the Board of Directors of Tenneco Oil Company authorizing the transfer of the herein described properties among others.

EXECUTED this 22nd day of May, 1989.

ATTEST:

Assistant Secretary

TENNECO OIL COMPANY

Kenneth D. Allen, Vice President

WITNESSES:

THE STATE OF TEXAS
COUNTY OF HARRIS

Before me, the undersigned authority, on this day personally appeared Kenneth D. Allen, Vice President and A. B. Smith, Jr., Assistant Secretary, respectively, of TENNECO OIL COMPANY, a corporation, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same for the purposes and consideration therein expressed, in the capacity therein stated and as the act and deed of said corporation.

Given under my hand and seal of office of this the 22nd day of May, 1989.

Notary Public, State of Texas

Prepared By:

Charles A. Brake, Jr.
Alston & Bird
One Atlantic Center
1201 West Peachtree Street
Atlanta, Georgia 30309-3424
(404) 881-7000

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EXHIBIT A

Land in Davidson County, Tennessee, being Lot No. 1, on the Plan of Subdivision for Lot 1, The Hills of Hickory Hollow Commercial P.U.D., of record in Book 6900, page 603, Register's Office for Davidson County, Tennessee, described as follows:

Being a certain tract of land located in the First Civil District of Davidson County, Tennessee, at the northwest intersection of Bell Road and Hickory Hollow Terrace and being more particularly described by metes and bounds as follows:

Beginning at an iron pin (set), said pin being the northeast corner of the herein described property and in the West right-of-way of Hickory Hollow Terrace, also being the beginning of a curve to the right, said curve having a central angle of 02 deg. 08' 54", a radius of 1175.00 feet, and arc length of 44.06 feet, and a chord of South 29 deg. 05' 43" East, 44.05 feet; thence along said right-of-way, along the arc of the above described curve 44.06 feet to an existing concrete monument; thence along said right-of-way South 24 deg. 52' 00" East, 91.09 feet to an existing concrete monument, said monument being the beginning of a curve to the right, said curve having a central angle of 89 deg. 39' 14", a radius of 25.00 feet, an arc length of 39.12 feet, and a chord of South 19 deg. 53' 02" West, 35.25 feet; thence, along said right-of-way along the arc of the above described curve 39.12 feet to an existing concrete monument, said monument being in the North right-of-way of Bell Road, also being the beginning of a curve to the right, said curve having a central angle of 05 deg. 05' 00", a radius of 1582.14 feet, an arc length of 138.60 feet, and a chord of South 65 deg. 30' 43" Wes 138.55 feet; thence, along said right-of-way, along the arc of the above described curve 138.60 feet to an iron pin (found); thence, along said right-of-way South 69 deg. 30' 34" West, 8.50 feet to an iron pin (set); thence, leaving said right-of-way along the East side of a joint ingress-egress easement North 25 deg. 11' 27" West, 50.88 feet to an iron pin (set), said pin being the beginning of a curve to the left, said curve having a central angle of 13 deg. 23' 13", a radius of 112.00 feet, an arc length of 26.17 feet, and a chord of North 35 deg. 02' 43" West, 26.11 feet; thence, with said easement along the arc of the above described curve 26.17 feet to an iron pin (set); thence, with said easement North 41 deg. 44' 20" West, 48.60 feet to an iron pin (set); thence, with said easement South 47 deg. 19' 40" West, 12.78 feet to an iron pin (set), said pin being the beginning of a curve to the right, said curve having a central angle of 88 deg. 08' 30", a radius of 88.00 feet, an arc length of 135.38 feet, and a chord of North 88 deg. 36' 05" West, 122.42; thence, with said easement along the arc of the above described curve 135.38 feet to an iron pin (set); thence, leaving said easement along the line of Robert Torch, North 67 deg. 52' 53" East, 309.90 feet to the point of beginning and containing 34,845 square feet or 0.80 acres, more or less.

EXHIBIT "A"

Together with a perpetual easement for ingress and egress, contained in the Warranty Deed recorded in Deed Book 7484, page 619, said easement area being more particularly described as follows:

Beginning at an iron pin set being in the north right-of-way of Bell Road and the west edge of a joint ingress/egress easement; thence leaving said right-of-way and along said easement N-20° 40' 42"-W, 35.67 feet to an iron pin set; said pin being the beginning of a curve to the left, having a central angle of 21° 59' 38" and a radius of 85.00 feet, for an arc length of 32.63 feet; thence N-42° 40' 20"-W, 3.74 feet to an iron pin set, said pin being the beginning of a curve to the left, said curve having a central angle of 73° 01' 27" and a radius of 25.00 feet, for an arc length of 31.86 feet; thence along said easement of a curve to the right said curve having a central angle of 76° 08' 46" and a radius of 112.00, for an arc length of 148.85 feet; thence along said easement along the arc of the above described curve, 148.85 feet to an iron pin set; said pin being in the phase line for the remainder of Robert Torch property; thence with said phase line N-67° 52' 53"-E, 25.50 feet to an iron pin set, said pin being in the east edge of a joint ingress/egress easement, also being the beginning of a curve to the left said curve having a central angle of 88° 08' 30" and a radius of 88.00 feet for an arc length of 135.38 feet; thence along said easement along the arc of the above described curve, 135.38 feet to an iron pin set; thence along said easement N-47° 19' 40"-E, 12.78 feet to an iron pin set; thence along said easement S-41° 44' 20"-E, 48.60 feet to an iron pin set; a curve to the right said curve having a central angle of 13° 23' 13" and a radius of 112.00 feet for an arc length of 26.17 feet; thence along said easement along the arc of the above described curve 26.17 feet to an iron pin set; thence along said easement S-25° 11' 27"-E 50.88 feet to an iron pin set; said pin being in the north right-of-way of Bell Road; thence with said right-of-way S-69° 30' 34"-W, 30.00 feet to the beginning; containing 0.16 acre, more or less.

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EXHIBIT "B"

TENNECO LOCATION NO. 504-40

Subject to easements granted to FFH Properties, a Tennessee General Partnership by deed between Tenneco Oil company as Grantor and FFH properties, a Tennessee General Partnership, composed of Gerald C. Forstner, Jr., Robert R. Frost and Robert E. Hoehn, as Grantee and dated June 30, 1988.

Matters shown on Plan of record in Book 5200, page 697, Register's Office for Davidson County, Tennessee.

Matters shown on Plan of record in Book 6900, page 603, Register's Office for Davidson County, Tennessee.

Restrictive covenants, easements and agreements as contained in the deed from Hickory Hollow Mall, Inc., a Georgia corporation and Intereal Company, a Tennessee corporation, d/b/a Hickory Hollow Associates, a joint venture, to Bent Tree Apartments, Ltd., a Texas limited partnership, as of record in Book 6215, page 71, Register's Office for Davidson County, Tennessee.

Columbia Gulf Transmission Company easement of record in Book 5118, page 797, Register's Office for Davidson County, Tennessee.

Easement reserved by Robert Torch Investments, Inc., in Warranty Deed of record in Book 7484, page 619, Register's Office for Davidson County, Tennessee.

EXHIBIT C

I, James Gaughan do hereby certify that I am a duly elected, qualified and acting Assistant Secretary of TENNECO OIL COMPANY, a Delaware corporation, and that as such, have the custody of the corporate records and seal of said Company; that attached hereto is a true and correct copy of certain resolutions duly adopted at a Special Meeting of the Board of Directors held on October 7, 1987, as the same appears in the minute book of said Company; that these resolutions remain in full force and effect as of the date hereof, and have not been amended, repealed, rescinded or changed in any way whatsoever.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and affixed the corporate seal of said Company, this 23rd day of November, A.D. 1988.

Assistant Secretary

[SEAL]

EXHIBIT C

RESOLUTIONS ADOPTED AT A
SPECIAL MEETING OF THE BOARD OF DIRECTORS OF
TENNECO OIL COMPANY
ON OCTOBER 7, 1987

RESOLVED, that the Board of Directors of the Company deems it expedient and for the best interests of the corporation, and hereby authorizes and approves the disposition of all or substantially all of the assets of the Company to such persons and for such consideration as the Board of Directors of Tenneco Corporation, a Delaware corporation and sole stockholder of the Company, shall approve; and it is further

RESOLVED, that the Secretary of the Company, be and he hereby is, directed to obtain the consent and authorization of Tenneco Corporation, the sole stockholder of the Company, for the disposition of all or substantially all of the assets of the Company in accordance with the foregoing resolution; and it is further

RESOLVED, that the officers of the Company be, and each of them hereby is, authorized, empowered, and directed to execute and deliver, for and on behalf of the Company, all such instruments, certificates and documents, agreements and amendments to agreements, and to take such action, for and on behalf of the Company, as any such officer shall deem necessary or appropriate to enable the Company to carry out the intent and purposes of the foregoing resolution and the transactions contemplated thereby.