24.00
2813.00

0381091

IDENTIF. & REFERENCE

MAIL ENV.

97 DEC 17 AM 10:51

FELIX ... REGISTER
DAVIDSON COUNTY, TN.

BOOK 10724 PG 415

THIS DOCUMENT PREPARED BY:
R. Reed King, Esq.
BP Exploration & Oil Inc.
200 Public Square
Cleveland, Ohio 44114-2375

MAIL RECORDED DOCUMENT TO:
Gail Dolin, Vice President
Commonwealth Land Title
Insurance Company
Bond Court Office Building
1300 East 9th Street
Suite 1201
Cleveland, Ohio 44114

Name and Address of Property Owner and Person Responsible for Payment of Taxes: BP Exploration & Oil Inc., c/o Arthur Anderson LLP, Property Tax Department, Energy Business Center, 15990 N. Barkers Landing, Houston, TX 77079.

**QUIT-CLAIM DEED**
**AND LEASE TERMINATION**

KNOW ALL MEN BY THESE PRESENTS:

That **SERVICE STATION HOLDINGS INC.** (formerly Service Station Realty Inc.), a Delaware corporation, the Grantor, with an address of 200 Public Square, Cleveland, Ohio 44114, Attn: Real Estate Department, for the sum of Seven Hundred Sixty Thousand Dollars ($760,000.00) and other good and valuable consideration received to its full satisfaction of **BP EXPLORATION & OIL INC.**, an Ohio corporation, the Grantee, whose tax mailing address is c/o Arthur Anderson LLP, Property Tax Department, Energy Business Center, 15990 N. Barkers Landing, Houston, TX 77079, does hereby bargain, sell, remise, release, quit-claim and convey unto the said Grantee, its successors and assigns forever, all such right, title and interest as it, the said Grantor, has in and to that certain piece or parcel of land more fully described in Exhibit "A" attached hereto and made a part hereof, together with all such right, title and interest as said Grantor has in and to all buildings, structures and other improvements located thereon.

TO HAVE AND TO HOLD the premises aforesaid, with all rights, easements, privileges and appurtenances thereunto belonging, to the said Grantee, its successors and assigns, forever, effective as of November 1, 1997 ("Effective Date").

Grantee hereby accepts title to the premises aforesaid as of the Effective Date. In addition, the Lease between Grantor and Grantee for the premises aforesaid (which Lease is referenced in

Exhibit "B" attached hereto and made a part hereof) is hereby terminated effective as of the Effective Date.

Service Station Realty Inc. merged into Service Station Holdings Inc. on December 31, 1990.

IN WITNESS WHEREOF, SERVICE STATION HOLDINGS INC. and BP EXPLORATION & OIL INC. have set their respective hands and corporate seals, by their respective duly authorized representatives, this 3rd day of November, 1997.

WITNESSES:

By: _____
Print: Ann M. Wachter

By: _____
Print: Sharon Dietz

By: _____
Print: Ann M. Wachter

By: _____
Print: Sharon Dietz

**SERVICE STATION HOLDINGS INC.**

By: _____
P. W. Brasse

Its: Manager, Real Estate
BP Oil Company, Division of
BP Exploration & Oil Inc.

Attest: _____
J. Shoda

Its: Assistant Secretary

SEAL 1986 DELAWARE

WITNESSES:

By: _____
Print: Sonia Vallorz

By: _____
Print: Cecilia Martaus

By: _____
Print: Sonia Vallorz

By: _____
Print: Cecilia Martaus

**BP EXPLORATION & OIL INC.**

By: _____
K. M. Sweda

Its: Manager, Real Estate
Outsourcing

Attest: _____
J. Shoda

Its: Assistant Secretary

BP EXPLORATION & OIL INC. CORPORATE SEAL 1950 OHIO



TN

BOOK 10724 PG 417

CORPORATE ACKNOWLEDGMENT

STATE OF OHIO )
) §:
COUNTY OF CUYAHOGA )

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared P. W. Brasse and J. Shoda, with whom I am personally acquainted, and who upon oath, acknowledged themselves, respectively, to be the Manager, Real Estate, BP Oil Company, Division of BP Exploration & Oil Inc., and Assistant Secretary of **SERVICE STATION HOLDINGS INC.**, the within named grantor, a Delaware corporation, and that they, as such representatives, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by themselves as such representatives.

WITNESS my hand and official seal at office in Cuyahoga County, Ohio this 3rd day of November, 1997.

My Commission Expires:

BARBARA A. TILLINGHAST
Notary Public, State of Ohio, Cuy. Cty.
My Commission Expires Nov. 5, 2000

Barbara A. Tillinghast
Notary Public

NOTARIAL SEAL · STATE OF OHIO

CORPORATE ACKNOWLEDGMENT

STATE OF OHIO )
) §:
COUNTY OF CUYAHOGA )

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared K. M. Sweda and J. Shoda, with whom I am personally acquainted, and who upon oath, acknowledged themselves, respectively, to be the Manager, Real Estate Outsourcing, and Assistant Secretary of **BP EXPLORATION & OIL INC.**, the within named grantee, an Ohio corporation, and that they, as such representatives, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by themselves as such representatives.

WITNESS my hand and official seal at office in Cuyahoga County, Ohio this 3rd day of November, 1997.

My Commission Expires:

BARBARA A. TILLINGHAST
Notary Public, State of Ohio, Cuy. Cty.
My Commission Expires Nov. 5, 2000

Barbara A. Tillinghast
Notary Public

NOTARIAL SEAL · STATE OF OHIO



TN

OATH OF CONSIDERATION

BOOK 10724 PG 418

STATE OF OHIO )
) §:
COUNTY OF CUYAHOGA )

We, the undersigned Grantor and Grantee of the foregoing deed, first being duly sworn, hereby make oath that the consideration reflected in this deed is the actual consideration paid for the property in the amount of $760,000.00.

**SERVICE STATION HOLDINGS INC.**

By: P. W. Brasse
P. W. Brasse

Its: Manager, Real Estate
BP Oil Company, Division of
BP Exploration & Oil Inc.

**BP EXPLORATION & OIL INC.**

By: K. M. Sweda

Its: Manager, Real Estate
Outsourcing

Sworn to before me this 3rd
day of November, 1997.

Barbara A. Tillinghast (L.S.)
NOTARY PUBLIC
My Commission Expires:

BARBARA A. TILLINGHAST
Notary Public, State of Ohio, Cuy. Cty.
My Commission Expires Nov. 5, 2000

STATE OF OHIO NOTARIAL SEAL

rk.sshddtn.doc/c



TN 24393

BOOK 10724 PG 419

Intersection: ANDREW JACKSON & LEBANON, NEC
City, State: HERMITAGE, TN
County: DAVIDSON
Site No.: 24393

Prior Deed Recorded in:
Book 7987, Page 912
Tax Parcel # 064-16-0-004-00

EXHIBIT A

LAND in Davidson County, Tennessee, being Lots A and B of the Jackson Square Commercial Subdivision of record in Book 4885, page 2, Register's Office for Davidson County, Tennessee and being more particularly described as follows:

Commencing with a concrete monument in the eastern right of way margin of Andrew Jackson Parkway, also being the northwest corner of Lot C in Section Two, Jackson Square Commercial Subdivision, as recorded in Book 4885, page 2, R.O.D.C., Tennessee; thence with the said margin S 4° 25'E 125.0 feet to the point of beginning; thence leaving said margin N 88° 10' E 197.5 feet to a point; thence S 1° 45' E 265.20 feet to a point in the northern right of way margin of Lebanon Road as widened; thence with said margin and with a curve to the left having a radius of 21,538.34 feet and a length of 156.26 feet to a point, the beginning of a curve to the right; thence with said curve having a radius of 50.19 feet and a length of 58.74 feet to a point in the eastern right of way margin of Andrew Jackson Parkway; thence with said margin N 4° 25' W 220.13 feet to the point of beginning, containing 50446 square feet, more or less.

BEING the same property conveyed to Service Station Holdings Inc. by that certain deed from BP Oil Company dated June 30, 1989 and recorded November 20, 1989 in Book 7987, Page 912.

Intersection: ANDREW JACKSON & LEBANON, NEC
City, State: HERMITAGE, TN
County: DAVIDSON
Site No.: 24393

EXHIBIT B

BOOK 10724 PG 420

Memorandum of Lease

Lessor: Service Station Holdings Inc.
(successor in interest to Service Station Realty Inc.)

Lessee: BP Exploration & Oil Inc.
(formerly known as BP Oil Company)

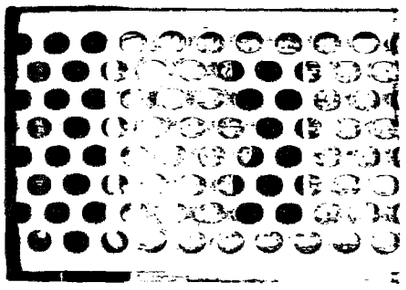
Dated: September 15, 1989

Recorded: November 20, 1989

Book: 7987

Page: 950

2186 12/17 0101 03CHECK 2837.00



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

RECEIVED OF _____

FOR _____

BOOK 10724 PG 421

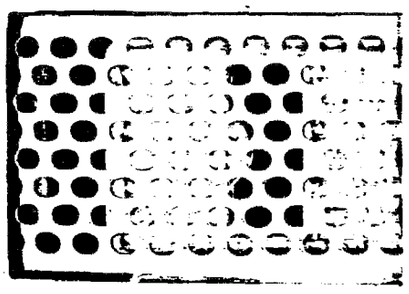
| | | | |
|---|---|---|---|
| CO - CONVEYANCE | CC - CERTIFIED COPY | | MISC - MISCELLANEOUS |
| MO - MORTGAGE | REL - RELEASE | | CO TX - STATE TAX CONVEY |
| WD - WARRANTY DEED | UCC - UNIFORM COMMERCIAL CODE | | MO TX - STATE TAX MORT |
| TD - TRUST DEED | | | PRFEE - PROBATE FEE |

| DATE | SYMBOL | VALUATION | TAX AND FEES | TOTAL PAID |
|---|---|---|---|---|

CAMT
760000.00
CON TX 2812.00
PRFEE 1.00
WDEED 24.00
TOTAL 2837.00
CHECK 2837.00

12/17/97 01 10:52 0001 2186

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0381091
IDENTIF. & REFERENCE

97 DEC 17 AM 10:51
REGISTER
DAVIDSON COUNTY, TN.
FELIX Z.

No. 1232939