10805 PG 896

Nashville Terminal

NEW OWNER:	SEND TAX BILLS TO:	PARCEL NUMBER:
Marathon Ashland Petroleum LLC	Marathon Ashland Petroleum LLC	
539 South Main Street	c/o Property Tax Records	070-070-0 102.00
Findlay, OH 45840	539 South Main Street	070-070-0 110.00
	Findlay, OH 45840	070-070-0 101.00

THIS INSTRUMENT PREPARED BY: James M. Ellerbe, Attorney at Law
3460 Blazer Parkway
Lexington, Kentucky 40509

6838 02/24 C101 0[illegible] [illegible]

QUITCLAIM DEED

THIS DEED OF CONVEYANCE, made and entered into on the 15th day of December, 1997, by and between ASHLAND INC. (f/k/a Ashland Oil, Inc.), a Kentucky corporation, whose address is 2000 Ashland Drive, Russell, Kentucky 41169, hereinafter referred to as the Grantor, and MARATHON ASHLAND PETROLEUM LLC, hereinafter referred to as Grantee, whose address is 539 South Main Street, Findlay, Ohio 45840.

WITNESSETH: That for and in consideration of the sum of Ten and No/100 Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, the Grantor does hereby bargain, sell, remise, release, quitclaim and convey unto Grantee, its successors and assigns, that certain real property which is located in Davidson County, Tennessee, and being more particularly described as follows:

SEE ATTACHED EXHIBIT "A"

TO HAVE AND TO HOLD the same, together with all rights, privileges, appurtenances, and immunities thereto belonging or in any way appertaining, unto Grantee, its successors and assigns forever.

Grantor does further bargain, sell, remise, release, quitclaim and convey unto Grantee all of Grantor's right, title and interest, if any, in and to all roadways, streets, alleys, easements and rights of way adjacent to or abutting the above described lands.

STATE OF Kentucky)
) SS:
COUNTY OF Fayette)

The actual consideration or value, whichever is greater, for this transfer is $425,400.

Affiant: Marathon Ashland Petroleum LLC

By: J. Michael Hall

Title: Secretary

Subscribed and sworn to before me the 23 day of December, 1997.

Jean M. Parsley
Notary Public

My Commission Expires:
Jean M. Parsley
Notary Public, Kentucky, State At Large
My Commission Expires January 6, 2001

98 FEB 24 AM 9:04

MAIL ENV.

0403905

IN TESTIMONY WHEREOF, witness the hand of the Grantor on the day and date first above written.

Signed and acknowledged
in the presence of:

W. M. Loar

W. M. Loar

M. L. Sloan

M. L. Sloan

ASHLAND INC.

By: _____
John F. Pettus
Senior Vice President

ATTEST:

By: _____
Assistant Secretary
Timothy J. Berry

COMMONWEALTH OF KENTUCKY)
) SS:
COUNTY OF FAYETTE)

BEFORE ME, a Notary Public in and for said Commonwealth of Kentucky personally appeared John F. Pettus, with whom I am personally acquainted, and who, upon oath acknowledged himself to be the Senior Vice President of Ashland Inc., the within named Grantor, a Kentucky corporation, and that he as such Senior Vice President being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as Senior Vice President.

WITNESS my hand and seal, at office, this 15th day of December, 1997.

Dana M. Wonn
Notary Public

My commission expires: DANA M. WONN My commission expires: January 16, 1998

AFTER RECORDING MAIL TO:
Marathon Ashland Petroleum LLC
c/o Ashland Inc.
Corporate Real Estate Department
P. O. Box 14008
Lexington, Kentucky 40512

Nashville Terminal
041-037-0010, 0011 B

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EXHIBIT A

An undivided one-half (1/2) interest in the following:

Parcel I

Land in Davidson County, Tennessee, being two certain parts of Lots Nos. 13 and 14, a part of Mill Street lying between said lots, and a part of a tract of 3 acres and 30 poles lying immediately North of Lot No. 13, all as shown on the Plan of Shelby's Estate, of record in Plan Book 1, pages 10 and 11 of the Chancery Court at Nashville and described as follows:

TRACT ONE: Beginning at a point in the Northerly margin of Main Street, 437.58 feet more or less West of the westerly margin of North First Street, said point being 33.5 feet West of the Southwest corner of the property conveyed to L. A. Warren by deed of record in Book 1021, Page 338, of the Davidson County, Tennessee Register's Office; thence North 29° 15' West 153 feet to a point; thence North 83° 57' West 16.5 feet to a point; thence North 18° 05' West 78.3 feet to a point; thence North 16° 19' East 46.9 feet to a point; thence North 29° 15' West 30.9 feet to a point in the South line of Tract No. 2 hereinafter described; thence with the South line of the same South 60° 45' West 163 feet to a point at the Northeast corner of the property conveyed to Ashland Oil & Refining Company by deed from United Oil Company, of record in Book 1676, Page 406, said Register's Office; thence with said Company's Easterly line, South 29° 15' East 300 feet to the North margin of Main Street; thence with the margin of the same, North 60° 45' East 129.5 feet to the beginning.

TRACT TWO: Beginning at the Northeast corner of Tract One hereinbefore described, being an inner corner of this tract; thence with the Easterly line of Tract No. 1, South 29° 15' East 30.9 feet to a point; thence leaving Tract One and running North 16° 19' East 114.1 feet to a point; thence North 34° 09' West 379.5 feet to a point in the South line of the Kirkpatrick property, which point is South 60° 15' West 587.7 feet more or less to the low water mark of the Cumberland river; thence up said river with the low water mark, South 29° 34' East 422.5 feet more or less to the Northwest corner of the tract of land that was conveyed to Ashland Oil and Refining Company by deed from United Oil Company, of record in Book 1676, Page 406, said Register's Office; thence along the North line of said Oil Company's property, and along the North line of Tract One hereinbefore described, North 60° 45' East 537.2 feet to the beginning.

Parcel II

The certain tract of lands situated and being in Nashville, in the County of Davidson and State of Tennessee, to-wit:

Being part of Lot No. 14 on the Plan of Shelby's Estate, as of record in Plan Book No. 1, pages 10 and 11, Chancery Court at Nashville, described according to a survey made by Z. J. Wilkinson, Surveyor, May 20, 1940, as follows:

Beginning on the Northerly margin of Main Street at a point 797 feet West of the Westerly margin of North 1st Street, said point being the S. E. corner of the "Power Line Tower Lot"; thence with the Easterly line of said Power Lot, N. 29 deg. 15' W. 100 feet to an iron rail; thence with the northerly line of said Tower Lot, S. 60 deg. 45' W. 140 feet to low water mark of Cumberland River; thence with said low water mark, northwardly 200 feet; thence N. 60 deg. 45' E. 374.2 feet to a stake; thence S. 29 deg. 15' E. 300 feet to a stake in the northerly margin of Main Street; thence with said street, S. 60 deg. 45' W. 230 feet to the beginning.

RECORDERS MEMO
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SAVE AND EXCEPT from the above Parcels I and II the following tracts or parcels of land more particularly described as follows:

Parcel A

Being part of Lot No. 14 on the Plan of Shelby's Estate, as of record in Plan Book No. 1, pages 10 and 11, Chancery Court at Nashville, described according to a survey made by Z. J. Wilkinson, Surveyor, May 20, 1940, as follows:

Beginning on the Northerly margin of Main Street at a point 797 feet West of the Westerly margin of North 1st Street, said point being the S. E. corner of the "Power Line Tower Lot"; thence with the Easterly line of said Power Lot, N. 29 deg. 15' W. 100 feet to an iron rail; thence with the northerly line of said Tower Lot, S. 60 deg. 45' W. 140 feet to low water mark of Cumberland River; thence with said low water mark, northwardly 200 feet; thence N. 60 deg. 45' E. 374.2 feet to a stake; thence S. 29 deg. 15' E 300 feet to a stake in the northerly margin of Main Street; thence with said street, S. 60 deg. 45' W. 230 feet to the beginning.

Parcel B

PART ONE: Beginning at a point in the Northerly margin of Main Street, 437.58 feet more or less West of the Westerly margin of North First Street, said point being 33.5 feet West of the Southwest corner of the property conveyed to L. A. Warren by deed of record in Book 1021, page 338, of the Register's Office for said County; thence North 29° 15' West 153 feet to a point; thence North 83° 57' West 16.5 feet to a point; thence North 18° 05' West 78.3 feet to a point; thence North 16° 19' East 46.9 feet to a point; thence North 29° 15' West 30.9 feet to a point in the South line of Tract No. 2 hereinafter described; thence with the South line of the same South 60° 45' West 163 feet to a point at the Northeast corner of the property conveyed to Ashland Oil & Refining Company by deed from United Oil Company, of record in Book 1676, page 406, said Register's Office; thence with said Company's Easterly line, South 29° 15' East 300 feet to the North margin of Main Street; thence with the margin of the same, North 60° 45' East 129.5 feet to the beginning.

PART TWO: Beginning at the Northeast corner of Tract No. One hereinbefore described, being an inner corner of this tract; thence with the Easterly line of Tract No. 1, South 29° 15' East 30.9 feet to a point; thence leaving Tract One and running North 16° 19' East 114.1 feet to a point; thence North 34° 09' West 379.5 feet to a point in the South line of the Kirkpatrick property, which point is South 60° 15' West 380 feet from North First Street; thence South 60° 15' West 587.7 feet more or less to the low water mark of the Cumberland River; thence up

said river with the low water mark, South 29° 34' East 422.5 feet more or less to the Northwest corner of the tract of land that was conveyed to Ashland Oil and Refining Company by deed from United Oil Company, of record in Book 1676, page 406, said Register's Office; thence along the North line of said Oil Company's property, and along the North line of Tract One hereinbefore described, North 60° 45' East 537.2 feet to the beginning.

Parcel C

Commencing at a point in the north line of Main Street, said point being seven hundred ninety seven (797.0) feet measured westwardly along said north line of Main Street, from the west line of North First Street, said point also being in the property line between the Grantor and the Electric Power Board of the City of Nashville, Tennessee; thence North 29° 15' West along said property line between the Grantor and the Electric Power Board of the City of Nashville, Tennessee, a distance of one hundred (100) feet to a point, said point being twenty (20) feet eastwardly, at right angles from center line of proposed dump lead connection to be known as tract No. 39-A, the beginning of this description; thence North 28° 49' West twenty (20) feet eastwardly from and parallel to the center line of proposed track No. 39-A, a distance of two hundred ninety four and three tenths (294.3) feet to a point; thence in a northerly direction twenty (20) feet eastwardly from and parallel to the center line of proposed track No. 39-A with a curve to the right, having a radius of four hundred fifty eight and three tenths (458.3) feet, a distance of three hundred seventy two and seven tenths (372.7) feet to a point in the property line between the Grantor and Kirkpatrick Lumber Company, said point being seven hundred (700) feet west, measured along said property line between the Grantor and Kirkpatrick Lumber Company, from the west line of North First Street, said point also being twenty (20) feet eastwardly, measured along a radial line from the center line of proposed track No. 39-A; thence South 60° 15' West along said property line between the Grantor and Kirkpatrick Lumber Company a distance of seventy (70) feet, more or less, to a point, said point being thirty (30) feet westwardly measured along a radial line from a point in said center line of proposed track No. 39-A; thence in a southerly direction with a curve to the left, having a radius of five hundred eight and three tenths (508.3) feet, and thirty (30) feet westwardly from and parallel to said center line of proposed track No. 39-A, a distance of three hundred sixty and two tenths (360.2) feet to a point; thence South 28° 49' East, thirty (30) feet southwestwardly from and parallel to said center line of proposed track No. 39-A, a distance of two hundred ninety four and eight tenths (294.8) feet to a point in the property line between the Grantor and the Electric Power

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Board of the City of Nashville, Tennessee; thence in a northeasterly direction along said property line between the Grantor and the Electric Power Board a distance of fifty (50) feet, more or less, to the point of beginning, containing thirty four thousand, one hundred fifty (34,150) square feet more or less, and being part of the same property conveyed to the Grantor by the Jacksonian Company, by deed dated July 18, 1949, recorded in Book 1730, Page 442, and by the United Oil Company, by deed dated November 23, 1948, recorded in Book 1676, Page 406, both in the office of the Register, Davidson County, Tennessee.

Parcel D

Beginning at a point in the northerly margin of Main Street 141.6 feet east of the low water line on the east bank of Cumberland River, said point being the southeast corner of a tract of land owned by the City of Nashville and also being the southwest corner of the tract herein described; thence easterly along the northerly margin of Main Street 359.5 feet to the westerly boundary of a tract of land owned by Jacksonian Co., Inc.; thence, northerly with said boundary line 38.5 feet to a stake; thence, in a southwesterly direction, along a line parallel to the center line of the proposed bridge approach 360.5 feet to the easterly boundary of the lot owned by the City of Nashville; thence, in a southeasterly direction with said boundary line 18 feet to the point of beginning, and containing 10,527.5 square feet, more or less.

The above-described property hereby conveyed being a portion of the same property conveyed to Ashland Oil & Refining Company by deed dated July 18, 1949, recorded in Book 1730, Page 442 and by deed dated November 23, 1948, recorded in Book 1676, Page 406, both in the Office of the Register, Davidson County, Tennessee.

Ashland Oil & Refining Company changed its name to Ashland Oil, Inc. effective February 2, 1970.

Ashland Oil, Inc. changed its name to Ashland Inc. effective January 27, 1995.

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

FROM 10805 PG 902

CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TX - STATE TAX CONVEY
MO TX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT
425400.00
CON TX 1573.98
PRFEE 1.00
WDEED 24.00
TOTAL 1598.98
CHECK 1598.98

02/24/98 01 09:03 0001 6838

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0403905
IDENTIF. # REFERENCE

98 FEB 24 AM 9:04

DAVIDSON COUNTY, TN

No. 1257316