Box
#42

This instrument prepared by:
Jane E. Harris
12700 Northborough
Houston, TX 77067

Davidson County DEEDWARR
Recvd: 10/09/01 16:06 5pgs
Fees:28.00 Taxes:317.09
20011009-0110165

Address New Owner:	Send Tax Bills To:	Tax Parcel No.:
Tri Star Energy, LLC 1740 Ed Temple Blvd Nashville, TN 37208	Tri Star Energy, LLC 1740 Ed Temple Blvd Nashville, TN 37208	142-00-0 143.00

SPECIAL WARRANTY DEED

THIS IS A DEED dated September 25, 2001, effective October 1, 2001, by and between **Motiva Enterprises LLC**, a Delaware limited liability company, having an office at 12700 Northborough, Ste. 100, Attn: Real Estate Administration, Houston, Texas 77067 ("**Grantor**") and **Tri Star Energy, LLC,** a Delaware limited liability company, having an office at 1740 Ed Temple Blvd., Nashville, Tennessee, 37208 ("**Grantee**")

WITNESSETH:

In consideration of Ten and no/100 Dollars ($10.00) and other good and valuable consideration, Grantor has hereby bargained and sold and does hereby transfer and convey in fee simple to Grantee with special warranty of title the following described Premises situated at 7649 Highway 70 South, City of Nashville, County of Davidson, State of Tennessee, more particularly described in Exhibit A attached hereto and made a part hereof (the "Property"), together with any buildings, fixtures and located thereon.

LESS AND EXCEPT: All right, title and interest in and to any oil, gas and other minerals (including without limitation, helium, lignite, sulfur, phosphate and other solid, liquid and gaseous substances), regardless of the nature thereof and whether similar or dissimilar and the right to explore for, develop and produce same, as well as the right to lease the Premises herein conveyed for such purposes, and all mineral and royalty rights whatsoever in, on or under and pertaining to the Premises but without the right to use, or right of any ingress to or egress from the surface of the Premises herein conveyed for exploration or producing purposes, all of said interests having been saved, retained, reserved and excepted in a previous conveyance of the Premises;

together with all rights, privileges and appurtenances thereto and all buildings and land improvements thereon;

TO HAVE AND TO HOLD the same, together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining unto Grantee and Grantee's heirs, administrators, executors, successors and assigns forever; but

SUBJECT to the following:

Encroachments, protrusions, easements, changes in street lines, rights-of-way and other matters that would be revealed by a current on the ground survey and inspection of the Premises.

Recorded leases, agreements, easements, rights-of-way, covenants, conditions and restrictions as the same may be of present force and effect. Zoning regulations, ordinances, building restrictions, regulations and any violations thereof.

The lien for real property taxes for the current year, and any liens for special assessments which as of the date hereof, are not due and payable.

SUBJECT to the foregoing, Grantor covenants with Grantee that Grantor is seized and possessed of the said Premises and has the right to convey it and binds itself and its successors to warrant and defend title to the Premises against the lawful claims of all persons claiming by, through, or under Grantor, but not otherwise.

EXECUTED by Grantor as of the date first herein specified.

MOTIVA ENTERPRISES LLC,
a Delaware limited liability company

By: _____
Charles T. Badrick
Attorney-in-Fact

STATE OF TEXAS

COUNTY OF HARRIS

Before me, the undersigned authority, a notary public in and for said county and state, personally appeared Charles T. Badrick, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who upon oath, acknowledged himself to be the Attorney-in-Fact of Motiva Enterprises LLC, a Delaware limited liability company, the within named Grantor, and that he, as such Attorney-in-Fact, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the limited liability company by himself as such Attorney-in-Fact.

WITNESS my hand and seal at office in Harris County, Texas, this 27th day of September, 2001.

MARY M. CHIOCCO
MY COMMISSION EXPIRES
JANUARY 3, 2005

Name: Mary M Chiocco
Notary Public

My commission expires: 01/03/05

I hereby swear and affirm that the actual consideration or true value of this transfer, whichever is greater, is $ 85,700.

By: Jane E. Harris

Subscribed and sworn to before me this 1st day of October, 2001.

Name: Steven L. West
Notary Public

My commission expires: 1/26/02

STEVEN L. WEST
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

7649 Highway 70 South
Nashville, TN

EXHIBIT "A"

TRACT # 5
WIC # 241-6144-3205
TAX PARCEL # 142-00-0 143.00; HY 70 S & I-40

All that certain tract or parcel of land situated in the city of Nashville, county of DAVIDSON, state of TENNESSEE, with a physical address of I-40/US 70 S, and more particularly described as follows:

Land in the 9th Civil District of Davidson County, Tennessee, described according to a survey made by William Collier Parrish Associates, Civil Engineers, May 17, 1965, as follows:

Beginning at a point in the center line of the Memphis to Bristol Highway (Harding Road) being north 45° 02' east 30.94 feet from the northeast corner of the property conveyed to Texaco, Inc. by deed from Edward F. Krickel and wife, of record in book 3761, page 363, Register's Office for said County; thence south 45° 02' west 688.52 feet to an iron stake in the easterly margin of an old road; thence with said road and a fence south 8° 18' east 220.06 feet to an iron stake and south 14° 58' east 102.77 feet to an iron stake; thence north 44° 38' east 962.42 feet to the center of said Memphis to Bristol Highway; thence with the center of said Road in a curve having a radius of 1910 feet northwesterly 274.84 feet to the beginning, containing 4.983 acres, more or less.

Less and Except the following:

Tract One:

Beginning at the northwest corner of land owned by Shell Oil Company; thence South 45 deg. 02 min. West a distance of 436.70 ft. to an iron pipe; thence South 8 deg. 18 min. and 40 sec. East a distance of 220.06 ft.; thence South 14 deg. 58 min. 40 sec. East a distance of 102.77 ft. to an iron stake; thence North 44 deg. 38 min. 40 sec. East to a point in the extension of the west line of land owned by Shell Oil Company; thence along the extended line of land owned by Shell Oil Company North 44 deg. 58 min. Running thence easterly, South 73° 08' 48.8" East, a distance of 5.00 feet to a point; Running thence southerly along the proposed new easterly side of Hawthorne Road, South 16° 51' 11.2" West, a distance of 76.57 feet to a point; Running thence southerly, along a diagonal cut-off connecting the proposed new distance of 50 ft. to an iron stake in the southwest corner of land owned by Shell Oil Company; thence continuing along land owned by Shell Oil Company North 44 deg. 50 min. West a distance of 212.3 ft. to the point of beginning.

EXHIBIT "A"

TRACT # 5 (Cont'd)
WIC # 241-6144-3205
TAX PARCEL # 142-00-0 143.00; HY 70 S & I-40

Tract Two:

Beginning at the point of intersection of the south margin of State Route 1 (US 70) and the West boundary of the John Dudley Kennedy property; thence along the said west boundary south 44 degrees 38 minutes 40 seconds east 6.20 feet to a point; thence along a curve right to having a radius of 1,933.86 feet northwestwardly 144 feet, more or less to a point in the said south margin; thence along the existing right of way with a curve right having a radius of 1,940 feet southeastwardly 146 feet to the point of beginning and containing 417 square feet and being part of the property conveyed by Pauline N. Daniel to Shell Oil Company, a Delaware corporation, of record in Book 3907, Page 360, Register's Office for Davidson County, Tennessee.

Tract Three:

Beginning at a point on the south right-of-way line of U.S. 70 South at the north corner of a tract conveyed to Shell Oil Company, said point is 43.23 feet right of center line Station 50+36.48 of Coley Davis Road and proceeding as follows: With the south right-of-way line of U.S. 70 South, S57°12'16"E, 68.05 feet; thence leaving U.S. 70 South, southwestwardly 77.81 feet with the arc of a curve to the left that has a radius of 50 feet and chord bearing and distance of S78°12'46"W, 70.19 feet; thence S33°37'49"W, 161.50 feet; thence 20.69 feet with the arc of a curve to the right that has a radius of 408.57 feet and a chord bearing and distance of S35°04'53"W, 20.69 feet; thence with the north line of M. A. Shubert, Trustee, N43°46'12"W, 67.72 feet to the west corner of Shell Oil Company, thence N46°05'48"E, 221.65 feet to the beginning and containing 10,252 square feet or 0.235 of an acre, more or less.

Being the property conveyed to Motiva Enterprises LLC, a Delaware limited liability company, by Deed from Shell Oil Company, a Delaware corporation, of record in Book 11160, Page 151, Register's Office for Davidson County, Tennessee.