Box 488

Address for tax bills:
Address New Owner:

When recorded, return to:
and prepared by:
Tri Star Energy LLC
1740 Ed Temple Blvd
Nashville, TN 37208

Map 142
Parcel 143

Davidson County DEEDQC
Recvd: 01/09/03 10:53 4pgs
Fees:22.00 Taxes:0.00
20030109-0004111

QUIT CLAIM DEED

THIS QUIT CLAIM DEED is made on December 2, 2002, by SHELL OIL COMPANY, a Delaware corporation, ("Grantor"), with offices located at 910 Louisiana, Houston, Texas 77002, Tax I.D. No. 13-12-99890, and TRI STAR ENERGY LLC, a Delaware limited liability company with offices at 1740 Ed Temple Blvd., Nashville, Tennessee, 37208 ("Grantee")

Whenever the context permits, singular shall include plural and one gender shall include all.

The Grantor, for and in consideration of the sum of One and no/100 ($1.00) dollars, paid by the Grantee, the receipt whereof is hereby acknowledged, has remised, released, and quit-claimed to the Grantee, all the right, title, interest, if any, in and to any oil, gas and other minerals (including without limitation, helium, lignite, sulphur, phosphate and other solid, liquid and gaseous substances) regardless of the nature thereof and whether similar or dissimilar, but only to the extent any of the foregoing is in its natural state and natural location and not subject to the dominion and control of any person, and, upon thirty (30) days prior written notice to Grantee, the right to explore for, develop and produce same, as well as the right to lease such portion of the Property hereby reserved for such purposes, and all mineral and royalty rights whatsoever in, on, under and pertaining to the Property located at 7649 HWY 70 South, City of Nashville, County of Davidson, State of Tennessee which the Grantor had in and to the property described on Exhibit "A" attached hereto and made a part hereof for all purposes.

In witness whereof, the Grantor has signed this instrument on the date first above written.

SHELL OIL COMPANY

By: Daniel M Boz

Daniel M. Boz
Manager, Real Estate Assets
Corporate Real Estate

STATE OF TEXAS)(
)(
COUNTY OF HARRIS)(

The within and foregoing instrument was acknowledged before me on December 2, 2002, by Daniel M. Boz as Manager, Real Estate Assets, Corporate Real Estate for Shell Oil Company, a Delaware corporation, on behalf of the company.

WITNESS my hand and official seal.

Dianne E Hart

Notary Public in and for
The State of Texas

DIANNE E. HART
Notary Public, State of Texas
My Commission Expires 08-14-06

STATE OF TENNESSEE
COUNTY OF DAVIDSON
THE ACTUAL CONSIDERATION OR TRUE VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 0

Karen S. Hausch
AFFIANT

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 9 DAY OF January 2003.

Brandi Weeks
Deputy Register

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.