Bill Garrett Davidson County
Batch# 53512 DEEDWARRSP
01/31/2018 02:11:30 PM 8 pgs
Fees: $43.00 Taxes: $16,798.00
20180131-0009919

PREPARED BY:
Vinson & Elkins LLP
2001 Ross Avenue, Suite 3700
Dallas, Texas 75201
Attn: Courtney Hammond

WHEN RECORDED, MAIL TO:
Stewart Title Guaranty Company
1980 Post Oak Blvd., Suite 610
Houston, Texas 77056
Attn: Jackie Furash

TAX ID: 09208031500

SPECIAL WARRANTY DEED

STATE OF TENNESSEE §
§ KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF DAVIDSON §

MACS RETAIL LLC, a Virginia limited liability company ("**Grantor**"), for and in consideration of the sum of $10.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has BARGAINED AND SOLD and by these presents does TRANSFER AND CONVEY unto 7-ELEVEN, INC., a Texas corporation ("**Grantee**"), the tract or parcel of land in Davidson County, Tennessee, being more particularly described in Exhibit A and all buildings and improvements located thereon, together with all of Grantor's rights, titles, and interests appurtenant thereto including, without limitation, Grantor's interest, if any, in any and all easements, rights of ingress and egress, tenements, adjacent streets, roads, alleys, rights of way and any adjacent strips and gores (such land, improvements and interests are hereinafter collectively referred to as the "**Property**").

Recourse against Grantor with respect to the representations, warranties and covenants of Grantor hereunder is subject to the conditions, provisions and limitations set forth in that certain Asset Purchase Agreement (said Asset Purchase Agreement, as further amended, modified or supplemented, is hereafter referred to as the "**Purchase Agreement**") dated as of April 6, 2017, by and among Susser Petroleum Property Company LLC, a Delaware limited liability company, Sunoco Retail LLC, a Pennsylvania limited liability company, Stripes LLC, a Texas limited liability company, Town & Country Food Stores, Inc., a Texas corporation, and MACS Retail LLC, a Virginia limited liability company, as sellers, 7-Eleven, Inc., a Texas corporation ("**7-Eleven**") and SEI Fuel Services, Inc., a Texas corporation and wholly-owned subsidiary of 7-Eleven, as buyers, and, solely for the purposes of Section 5.21 of the Purchase Agreement, Sunoco Finance Corp., a Delaware corporation, and, solely for the purposes of Section 11.21 of the Purchase Agreement, Sunoco, LLC, a Delaware limited liability company, and solely for the purposes of Section 5.21 and Section 11.21 of the Purchase Agreement, Sunoco LP, a Delaware limited partnership, which Purchase Agreement shall remain in full force and effect to the full extent provided by the Purchase Agreement. Any capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed thereto in the Purchase Agreement. In the event of any conflict or inconsistency between the terms of the Purchase Agreement and the terms hereof, the terms of the Purchase Agreement shall govern.

This Special Warranty Deed and the conveyance hereinabove set forth are executed by Grantor and accepted by Grantee subject to all easements, restrictions, reservations and covenants now of record in the real property records of the county in which the Property is located and further subject to all matters that a current, accurate ALTA survey of the Property would show, in each case, to the extent, and only to the extent, such matters are now in force, valid, and affect title to the Property (but reference to same shall not operate to re-impose same) (hereinafter referred to collectively as the "**Permitted Exceptions**"); provided, however, the foregoing acceptance by Grantee shall not (a) impact the rights and remedies of Grantee (or any Buyer), if any, under the Purchase Agreement or (b) expand or alter any provision of the Purchase Agreement relating to the assumption of any liability by Grantee or any Buyer.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereunto in anywise belonging, unto Grantee, its successors and assigns forever, and Grantor does hereby bind itself, its successors and assigns, to WARRANT AND FOREVER DEFEND the title to the Property to Grantee, its successors and assigns against the lawful claims and demands of all persons claiming or to claim the same or any part thereof or interest therein by, through, or under Grantor but not otherwise, subject to the Permitted Exceptions.

Name and address for person responsible for ad valorem taxes, and name and address of Grantee is:

7-Eleven, Inc.
P.O. Box 711
Dallas, Texas 75221-0711
Attn: Ad Valorem Tax, 7-Eleven Store #: 41052.

This Special Warranty Deed is executed on the date set forth in the acknowledgment below, but is made effective as of January 23, 2018 (the "**Effective Date**").

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

EXECUTED to be effective as of the Effective Date.

MACS RETAIL LLC, a Virginia limited liability company

By: _____
Name: Tom Terry
Title: Assistant Secretary

STATE OF TEXAS §
§
COUNTY OF DALLAS §

On this the 15 day of January, 2018, before me, the undersigned, a Notary Public in the aforesaid State and County, personally appeared Tom Terry, who acknowledged himself to be the Assistant Secretary of MACS RETAIL LLC, a Virginia limited liability company, and that he, being authorized to do so, executed the foregoing instrument for the purposes therein contained and in the capacity therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

[S E A L]

KELLY GREEN
Notary Public, State of Texas
Comm. Expires 01-24-2021
Notary ID 10791191

_____
Kelly Green
Notary Public, State of Texas
My commission expires January 24, 2021

STATE OF TEXAS §
§
COUNTY OF DALLAS §

The actual consideration or value, whichever is greater, for this transfer is $4,540,000.

_____
Affiant: Tom Terry, Assistant Secretary of MACS Retail LLC

Subscribed and sworn to before me, this 15 day of January, 2018.

[S E A L]

KELLY GREEN
Notary Public, State of Texas
Comm. Expires 01-24-2021
Notary ID 10791191

_____
Kelly Green
Notary Public, State of Texas
My commission expires January 24, 2021

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EXHIBIT A

Description of the Property

[Follows this page.]

Site 41052/79

All that certain lot or parcel of land situate in the City of Nashville, County of Davidson, State of Tennessee, and being more particularly described as follows:

Tract 1: Land in Davidson County, Tennessee, being Lots 37 and 38 on the Plan of Hynes Addition to Nashville, of record in Minute Book "B", Page 85, Chancery Court at Nashville, described according to a survey made by George Anton, Engineer, June 4,1967, as follows:

Beginning at an iron pin located in the intersection of the southerly right-of-way of Charlotte Pike and the westerly right-of- way of 14th Avenue North; thence with the westerly right-of-way of said 14th Avenue North, south 37° 06' east 142.55 feet to an iron pin; thence on the northerly right-of-way on an alley south 59° 06' west 150.0 feet to an iron pin; thence north 37° 06' west 142.3 feet to an iron pin located in the southerly right-of-way of Charlotte Pike; thence along the said southerly right-of-way of Charlotte Pike north 59° 00' east 150.0 feet to the point of beginning.

Tract 2: Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, located on the southerly side of Charlotte Avenue, being property conveyed to the Trustees of the Church of God in Christ by deed of record in Book 1909, page 181, Register's Office for Davidson County, Tennessee and being the easterly 50 feet of Lot 39 on the plan of Hine's Addition of record in Chancery Book 1, page 21, Chancery Court Davidson County, Tennessee, and being more particularly described according to a survey made by Barge, Waggoner, Sumner and Cannon, dated June 5, 1987, revised October 14, 1987, as follows:

Beginning at a point in the southerly margin of Charlotte Avenue, said point being S 59 degrees 00-minutes 00 seconds W, 150.00 feet from the westerly margin of Fourteenth Avenue North, as measured along said southerly margin; thence, leaving said southerly margin with the westerly line of property conveyed to Humble Oil and Refining Company by deed of record in Book 4338, Page 829, R.O.D.C, S 37 degrees 18 minutes 34 seconds E, 140.89 feet to a point in the northerly margin of an alley; thence, with said northerly margin S 59 degrees 00 minutes 00 seconds W, 54.30 feet to a point; thence, leaving said northerly margin with the easterly line of property conveyed to United Methodist Neighbor Center, Inc., by deed of record in Book 5600, Page 633, R.O.D.C, N 36 degrees 19 minutes 00 seconds W, 140.61 feet to a point in the southerly margin of Charlotte Avenue; thence, with said southerly margin, N 59 degrees 00 minutes 00 seconds E, 51.85 feet to the point of beginning.

Also Known and Described as Follows:

Land in Davidson County, Tennessee, being Lots 37 and 38 on the Plan of Hynes Addition to Nashville, of record in Minute Book B, Page 85, Chancery Court at Nashville, and being more accurately described as follows:

Beginning at an iron pin located in the intersection of the southerly right-of-way of Charlotte Avenue and the westerly right-of-way of 14th Avenue North; thence with the westerly right-of-way of said 14th Avenue North, South 37 degrees 14 minutes 10 seconds East 142.51 feet to an

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iron pin (new); thence on the northerly right-of-way on an alley South 59 degrees 19 minutes 33 seconds West 204.30 feet to a rebar with cap on said right-of-way; thence leaving said northerly margin with the easterly line of property conveyed to the Women's division of the General Board Global Ministries of the United Methodist Church, by deed of record in Instrument 20091130 0109505, R.O.D.C., North 36 degrees 19 minutes 00 seconds West, 140.65 feet to a rebar with cap on the southerly margin of Charlotte Avenue; thence along the said southerly right-of-way of Charlotte Pike North 58 degrees 52 minutes 12 seconds East 201.85 feet to the Point of Beginning.

Containing within said bounds 0.657 acres (28,599 square feet) more or less.

ALSO DESCRIBED AS:

All that certain lot or parcel of land situate in the First Civil District, City of Nashville, County of Davidson, State of Tennessee, being Lots 37 and 38 on the Plan of Hynes Addition to Nashville, of record in Minute Book "B", Page 95, Chancery Court at Nashville, Davidson County, Tennessee, together with the easterly 50 feet of Lot 39 on the plan of Hine's Addition, of record in Book 1, page 21, Chancery Court at Nashville, Davidson County, Tennessee being more particularly described as follows:

Begin at an iron rod (old) found at the intersection of the southerly line of Charlotte Avenue with the westerly line of 14th Avenue N, thence along said westerly line, South 34°25'05" East 140.88 feet to an iron rod (old) found at a point on the northerly line of Alley #244; thence along said northerly line, South 61°49'23" West 204.30 feet to a 1/2-inch rebar with cap stamped "J.NORWOOD RLS 1857" set; thence North 33°25'38" West 140.65 feet to a 5/8-inch iron rod (old) found at a point on said southerly line of Charlotte Avenue; thence along said southerly line, North 61°49'36" East 201.86 feet to the Point of Beginning. Containing 0.6529 acres (28,442 square feet) of land, more or less, and being the same land described in Stewart Title Guaranty Company Title Commitment File No. 01288-37658 having an effective date of May 5, 2017.

ALSO DESCRIBED AS:

All that certain lot or parcel of land situate in the First Civil District, City of Nashville, County of Davidson, State of Tennessee, being Lots 37 and 38 on the Plan of Hynes Addition to Nashville, of record in Minute Book "B", Page 95, Chancery Court at Nashville, Davidson County, Tennessee, together with the easterly 50 feet of Lot 39 on the plan of Hine's Addition, of record in Book 1, page 21, Chancery Court at Nashville, Davidson County, Tennessee being more particularly described as follows:

Begin at an iron rod (old) found at the intersection of the southerly line of Charlotte Avenue with the westerly line of 14th Avenue N, thence along said westerly line, South 34°25'05" East 140.88 feet to an iron rod (old) found at a point on the northerly line of Alley #244; thence along said northerly line, South 61°49'23" West 204.30 feet to a 1/2-inch rebar with cap stamped "J.NORWOOD RLS 1857" set; thence North 33°25'38" West 140.65 feet to a 5/8-inch iron rod (old) found at a point on said southerly line of Charlotte Avenue; thence along said southerly

line, North 61°49'36" East 201.86 feet to the Point of Beginning. Containing 0.6529 acres (28,442 square feet) of land, more or less, and being the same land described in Stewart Title Guaranty Company Title Commitment File No. 01288-37658 having an effective date of May 5, 2017.

Being the same property conveyed to Macs Retail LLC, a Virginia Limited Liability Company by Deed of Quit Claim dated 09/26/2014 from Southside Oil, LLC, a Virginia Limited Liability Company of record in Instrument 201410030091580, Register's Office for Davidson County, Tennessee.

True Copy Certification

I, Julie Read, do hereby make oath that I am the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

Julie Read

State of TENNESSEE
County of RUTHERFORD

Personally appeared before me, Sandra S. Jackson, a notary public for this county and state, Julie Read, who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary

My Commission Expires: 08/17/2019

SANDRA S. JACKSON
STATE OF TENNESSEE NOTARY PUBLIC
RUTHERFORD COUNTY