

DOC# 972943

SPECIAL WARRANTY DEED

THIS INDENTURE, made as of the 8th day of August, 1995, between SOUTHWESTERN REFINING COMPANY, INC., a Delaware corporation, with its principal offices at 1700 Nueces Bay Blvd., City of Corpus Christi, County of Nueces, State of Texas ("Seller"), to KOCH FUELS, INC., a Delaware corporation, with its principal offices at 4111 East 37th Street North, City of Wichita, County of Sedgwick, State of Kansas ("Purchaser"),

WITNESSETH:

For and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration to it in hand paid by Purchaser, the receipt and sufficiency of which is hereby acknowledged, Seller has granted, sold and conveyed and by these presents does grant, sell, and convey unto the Purchaser, and to its successors and assigns, forever;

ALL those tracts or parcels of land and premises, situated, lying and being in the City of Corpus Christi, County of Nueces, and State of Texas, hereinafter particularly described in Exhibit A annexed hereto and incorporated herein by reference;

TOGETHER with all and singular the fixtures, improvements, ways, waters, profits, privileges and advantages, with the appurtenances to the same belonging in anywise appertaining;

ALSO, all the estate, right, title, interest, property, claim and demand whatsoever, of the Seller, of, in and to the same, and of, in and to every part and parcel thereof (collectively the "Property");

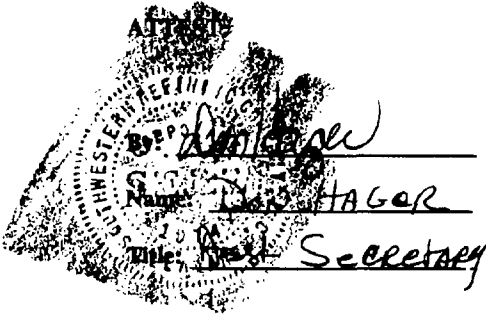
SUBJECT to the following (all such items to which this conveyance is subject are herein called "Permitted Encumbrances"):

- (a) Liens for Taxes not yet due and payable, or if due, being contested in good faith by appropriate proceedings;
- (b) Rights reserved to or vested in any governmental authority to control or regulate the Property; and
- (c) Such other encumbrances that do not interfere with the present use of the Property or detract from the value of the Property as it is presently used.

TO HAVE AND TO HOLD all and singular the above-described land and premises, with the appurtenances, unto the Purchaser, its successors and assigns, forever; and Seller does hereby bind itself, its successors and assigns, to warrant and forever defend

all and singular the said Property unto the Purchaser, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through or under Seller, but not otherwise, and in each case subject to Permitted Encumbrances.

IN WITNESS WHEREOF, the Seller has executed this instrument the day and year first above written.

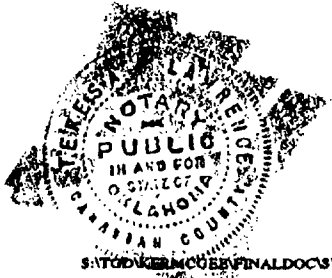


SOUTHWESTERN REFINING COMPANY,
INC., a Delaware corporation

By: Ray A. Freels
Ray A. Freels, Vice President

STATE OF OKLAHOMA)
) SS:
COUNTY OF OKLAHOMA)

The foregoing instrument was acknowledged before me this 8 day of August, 1995, by Ray A. Freels, a Vice President of SOUTHWESTERN REFINING COMPANY, INC., a Delaware corporation, on behalf of said corporation.



Teresa Lawrence
Notary Public

My Commission Expires: 3-19-96

EXHIBIT A

LEGAL DESCRIPTION

PARCEL D: TRACT 17, containing 4.837 acres, more or less

All that certain tract or parcel of land situated in the City of Corpus Christi, Nueces County, Texas, in what is known as E. Villaresal Grant and being a portion of the Scott and Ward Survey and described by metes and bounds as follows, to-wit:

BEGINNING at 1/2" iron pipe, the Southwest corner of the Houston Oil Co. 14.47 acre tract, which corner bears N 30 degrees 47' E 60.08 feet from the Northwest corner of Block 10, Hillcrest Addition;

THENCE along the West line of the Houston Oil Co. 14.47 acre tract N 30 degrees 47' E at 187.20 feet a 1/2" iron pipe for line, 187.43 feet to a 1/2" x 1/2" iron bar in the South right-of-way line of the S. A. U. & G. Railway, for the Northeast corner of this tract;

THENCE along the South right-of-way line of the S. A. U. & G. Railway, N 76 degrees 27' 30" W at 80.20 feet a 1/2" x 1/2" iron bar, the point of curvature of a 0.99288 degree curve, thence continuing along said curve of radius 5770.75 feet in a Northwesterly direction, said curve being the South right-of-way line of the S. A. U. & G. Railway 1221.41 feet to the intersection with the east line of Nueces Bay Boulevard, a 1/2" x 1/2" iron bar for the Northwest corner of this tract;

THENCE along the East line of Nueces Bay Boulevard S 31 degrees W 156.90 feet to a 1/2" x 1/2" iron bar for the Southwest corner of this tract, to a stake which is the North boundary line of the old road and now called West Broadway;

THENCE along the North line of West Broadway, as presently located, S 67 degrees 25' 45" E 932.85 feet to a 1/2" x 1/2" iron bar for a corner of this tract;

THENCE continuing along the North line of West Broadway, as presently located, S 74 degrees 41' E 363.52 feet to a 1/2" iron pipe, the place of beginning, containing 4.837 acres of land, more or less.

PARCEL C: TRACT 8

Being a tract containing 3.28 acres of land and being a portion of the P. W. Humphrey 29 acre tract and a portion of the P. W. Humphrey 100 acre tract, and also being a portion of a 4.91 acre tract heretofore conveyed by Barnsdall Oil Company to Southwestern Oil & Refining Company and Pontiac Refining Corp., by deed dated April 25, 1947, and of record in Volume 365, Page 315, Deed Records of Nueces County, Texas; the tract herein conveyed being situated about 1 1/2 miles westerly of the County Court House and being more particularly described by metes and bounds as follows, to-wit:

BEGINNING at a one inch iron pipe in concrete, same being the East corner of said 4.91 acre tract and the North corner of a 5.37 acre tract known as the Barnsdall Oil Company Ballast Pit tract, for the East corner of this tract;

THENCE South 27 degrees 34' 30" West with the southeast boundary line of said 4.91 acre tract and the Northwest boundary line of said 5.37 acre Ballast Pit tract, at 135.48 feet pass the Southwest boundary line of said Humphrey 29 acre tract and the Northeast boundary line of said Humphrey 100 acre tract, in all a distance of 226.49 feet to a one inch iron pipe for the South corner of this tract;

THENCE North 58 degrees 18' 15" West, a distance of 681.48 feet to a one inch iron pipe, for the West corner of this tract;

THENCE North 31 degrees 41' 45" East, a distance of 159.98 feet to a one inch iron pipe for an inside corner of this tract;

THENCE North 61 degrees 23' 30" West, a distance of 87.38 feet to a one inch iron pipe set in the Southeast boundary line of a 5.78 acre tract heretofore conveyed by Carl F. K. v. Blucher, et al to Pontiac Refining Corp. and Southwestern Oil & Refining Company, by Deed dated March 1, 1949, of record in Volume 433, Page 89, Deed Records of Nueces County, Texas, for a corner of this tract;

THENCE North 31 degrees 15' East, along the Southeast boundary line of said 5.78 acre Blucher Tract a distance of 30.03 feet to a one inch iron pipe in concrete set in the Southwest boundary line of right of way of the San Antonio, Uvalde & Gulf Railroad, for the North corner of this tract;

THENCE South 61 degrees 23' 30" East, along said Southwest boundary line of right of way of the San Antonio, Uvalde & Gulf Railroad a distance of 753.79 feet to a one inch iron pipe in concrete, the PLACE OF BEGINNING.

PARCEL C: TRACT 9

Tract Two (2), SOUTHWESTERN OIL & REFINING COMPANY TRACTS, as shown by the map or plat thereof recorded in Volume 28, Page 1, Map Records, Nueces County, Texas, and being more particularly described by metes and bounds as follows, to-wit:

A tract of land designated herein as Tract 4, containing 5.37 acres, of which 4.24 acres are out of an 87.22 acre tract conveyed to Barnadall Oil Company by West Securities Company on February 10, 1937, out of the P. W. Humphrey 100-acre tract, as of record in the Deed Records of Nueces County, Texas, in Volume 228, Page 155, and 1.13 acres are out of a 3.18 acre tract conveyed to Barnadall Oil Company by Moe Levan on February 9, 1937, out of the P. W. Humphrey 29-acre tract, as of record in the Deed Records of said Nueces County, in Volume 228, Page 152. (the area being given therein as 3.17 acres). Said Tract 4 is situated in Nueces County, Texas, about one and one-half miles west of the County Courthouse, being one of four tracts designated as Tract 1, Tract 2, Tract 3, and Tract 4, which comprise a 70.83 acre tract embracing said 3.18 acres conveyed to Barnadall Oil Company out of the Humphrey 29-acre tract and 67.65 acres out of said 87.22 acre tract, conveyed to Barnadall Oil Company out of the Humphrey 100-acre tract, said Tract 4 being described by metes and bounds, as surveyed, as follows:

BEGINNING at an iron bar, set flush with the ground at the point of intersection of the northwest boundary line of a public road or street, 80.00 feet wide, known as Nueces Bay Boulevard, with the curved southwest boundary line of the 100-foot right of way of the San Antonio, Uvalde & Gulf Railroad and northeast boundary line of said 3.18 acre tract, for the east corner of this tract, being 40.00 feet northwesterly measured at right angles from the southeast boundary line of said Humphrey 29-acre tract;

TRENCES S 31 degrees 15' 00" W., with said northwest boundary line of Nueces Bay Boulevard, parallel with and 40.00 feet northwesterly, measured at right angles, from the southeast boundary line of said Humphrey 29-acre and 100-acre tracts, at 155.23 feet, intersect the southwest boundary line of said Humphrey 29-acre tract and northeast boundary line of said Humphrey 100-acre tract, in all, 733.83 feet to a point, the most southerly east corner of a 29.91 acre tract, designated as Tract 2, out of said Barnadall 70.83 acre tract, for the south corner of this tract;

TRENCES N 58 degrees 18' 15" W., with the northeast boundary line of a portion of said Tract 2, 301.00 feet to a point, a corner of said Tract 2, for the West corner of this tract;

TRENCES N 27 degrees 34' 30" E., with the southeast boundary line of a portion of said Tract 2 and of a 4.91 acre tract, designated as Tract 3, out of said Barnadall 70.83 acre tract which line at 441.32 feet intersects the northeast corner of said Tract 2 and south corner of said Tract 3; and which line at 577.45 feet intersects the northeast boundary line of said Humphrey 100-acre tract and southwest boundary line of said Humphrey 29-acre tract and of said 3.18 acre tract, in all being 712.93 feet to a point in the southwest boundary line of said railroad right of way and northeast boundary line of said 3.18 acre tract for the north corner of this tract;

TRENCES S 61 degrees 23' 30" E., with said southwest boundary line of railroad right of way and northeast boundary line of 3.18 acre tract, 131.51 feet to an iron bar, set flush with the ground at the point of beginning of a circular curve to the left for a corner point of this tract.

TRENCES in a southeasterly direction with said southwest boundary line of railroad right of way and northeast boundary line of 3.18 acre tract, curve left along a circular curve of 5779.65 feet radius, 213.78 feet to the PLACE OF BEGINNING.

PARCEL A: TRACT 10 containing 30.64 acres, more or less

A tract of land designated herein as Tract 1, containing 30.64 acres of land, more or less, out of an 87.22 acre tract conveyed to Barnsdall Oil Company by West Securities Company on February 10, 1937, out of the P. W. Humphrey 100 acre tract, as of record in the Deed Records of Nueces County, Texas, in Volume 228, Page 153.

Said Tract 1 is situated in Nueces County, Texas, about 1 1/2 miles west of the County Courthouse, being one of four tracts designated as Tract 1, Tract 2, Tract 3 and Tract 4, which comprise a 70.83 acre tract embracing 3.18 acres conveyed to Barnsdall Oil Company by Mos Levan on February 9, 1937, out of the P. W. Humphrey 29 acre tract, as of record in the Deed Records of said Nueces County in Volume 228, Page 152 (the area being shown therein as 3.17 acres) and 67.65 acres out of said 87.22 acre tract conveyed to Barnsdall Oil Company out of the P. W. Humphrey 100 acre tract, said Tract 1 being described by metes and bounds, as surveyed, as follows, to-wit:

BEGINNING at a point in the northwest boundary line of the P. W. Humphrey 100 acre tract and southeast boundary line of a 40 acre tract known as the C. S. Parish Tract, now held by Pontiac Refining Corp., for the west corner of this tract, whence an iron pipe set in concrete, the south corner of said Parish Tract and east corner of a 15 acre tract known as the Compton Tract, bears S 31 degrees 41' 45" W, 13.00 feet and the west corner of said Humphrey 100 acre tract, formerly marked by a cedar post but now by a drillhole in the concrete base of a fence corner post, bears S 31 degrees 41' 45" W, 988.03 feet;

THENCE N 31 degrees 41' 45" E, with the northwest boundary line of said Humphrey 100 acre tract and southeast boundary line of said Parish 40 acre tract, 1035.00 feet to a point, the west corner of a 29.91 acre tract, designated as Tract 2, out of said Barnsdall 70.83 acre tract, for the north corner of this tract;

THENCE S 58 degrees 18' 15" E, with the southwest boundary line of said Tract 2, 1285.68 feet to a point in the northwest boundary line of a public street or road, 80.00 feet wide, known as Nueces Bay Boulevard, the south corner of said Tract 2, for the east corner of this tract, being 40.00 feet northwesterly, measured at right angles, from the southeast boundary line of said Humphrey 100 acre tract;

THENCE S 31 degrees 15' 00" W, with said northwest boundary line of Nueces Bay Boulevard, parallel with and 40.00 feet northwesterly, measured at right angles, from the southeast boundary line of said Humphrey 100 acre tract, 1035.03 feet to a point for the south corner of this tract, whence a concrete monument, 4 inches square, the most easterly south corner of said Barnsdall Oil Company 87.22 acre tract, bears S 31 degrees 15' 00" W, 317.93 feet;

THENCE N 58 degrees 18' 15" W 1293.74 feet to the PLACE OF BEGINNING.

Containing an area of 30.64 acres, more or less, and being the most southwesterly of four tracts out of said Barnsdall 70.83 acre tract.

PARCEL A: TRACT 11 containing 19.52 acres, more or less

All that certain tract of land, containing approximately 19.52 acres, being the southern most portion of an 87.22 acre tract of the former P. W. Humphrey 100 acre tract situated in Nueces County, Texas, about one and one-half miles west of the County Courthouse, known and described as follows, to-wit:

BEGINNING at a point formerly marked by a cedar post but now by a drill hole in the concrete base of a fence corner pub on the west corner of said Humphrey 100 acre tract and south corner of a tract known as the Compton Tract for the west corner of this tract;

THENCE North 31 degrees 41' 45" east with the northwest boundary line of said Humphrey 100 acre tract and the southeast boundary line of said Compton tract, and southeast boundary line of a 40 acre tract known as the C. S. Parish Tract, at 975.00 feet past iron pipe set in concrete, the south corner of said Parish tract and east corner of a 15 acre tract known as the Compton Tract, in all 988.01 feet to the northwest corner of this tract, said corner also being the southwest corner of a 30.64 acre tract, designated as Tract 1, said tract conveyed to Southwestern Oil and Refining Company by Barnedell Oil Company on April 25, 1947, out of Deed Records of said Nueces County, Texas, in Volume 365, Page 324;

THENCE S 58 degrees 18' 15" East with the southwest boundary line of the above mentioned Tract 1, 1293.74 feet to a point in the northwest boundary line of a public street or road, 80.00 feet wide, known as Nueces Bay Boulevard, the south corner of said Tract 1, for the northeast corner of this tract, being 40.00 feet northwesterly measured at right angles, from the southeast boundary line of said former Humphrey 100 acre tract;

THENCE S 31 degrees 15' W, with said northwest boundary line of Nueces Bay Boulevard, parallel with and 40 feet distant, measured at right angles, from the southeast boundary line of said former Humphrey 100 acre tract, 317.93 feet to a cedar post, the east corner of a tract of land, known as the Minnie T. Heuly Tract, out of said former Humphrey 100 acre tract, for a south corner of this tract;

THENCE N 58 degrees 45' W, with the northeast boundary line of said Minnie T. Heuly Tract, 660 feet to an iron pipe, the north corner of said Minnie T. Heuly tract, for a corner of this tract;

THENCE S 31 degree 15' W, with the northwest boundary line of said Minnie T. Heuly tract, 692.13 feet to an iron pipe in the southwest line of said former Humphrey 100 acre tract and Northeast boundary line of a tract now subdivided and known as Baymoor Addition, the west corner of said Minnie T. Heuly tract, for a south corner of this tract;

THENCE N 55 degrees 53' W., with the southwest boundary line of said former Humphrey 100 acre tract and northeast boundary line of said Baymoor Addition 642.19 feet to

the PLACE OF BEGINNING.

PARCEL A: TRACT 12 containing 8.992 acres, more or less

Tract E, PONTIAC TRACTS, containing 8.992 acres of land, more or less, as shown by the map or plat thereof recorded in Volume 31, Page 94, Map Records of Nueces County, Texas, being more particularly described by metes and bounds as follows, to-wit:

An 8.992 acre tract of land in Nueces County, Texas, about 1 1/2 miles west of the County Courthouse, out of the P. W. Humphrey 100 acre tract and the Rice tract therein, together with the north portion of Lot 229, Baymoor, a subdivision shown by map of record in the Office of the County Clerk in Map Book 4, Page 42. Said 8.992 acre tract embraces all of Tract E, Pontiac Tracts, as shown by map of record in said office of the County Clerk, in Map Book 31, Page 94, a large portion of former Blocks 22 and 23 of the now abandoned Heuly Subdivision of the Humphrey Tract, shown by map of record in said office of the County Clerk in Map Book A at Page 9, excludes a tract known as the Alamo Express tract, and is more particularly described by metes and bounds, as compiled from actual surveys, as follows, to-wit:

BEGINNING at a 1-inch Iron pipe flush with the ground in the southeast boundary line of said former Humphrey 100 acre tract and Northwest margin of 80 feet width of public road known as Nueces Bay Boulevard, the east corner of said Rice 10.73 acre tract, described in partition deed of record in the Deed Records of Nueces County, Texas, in Volume 396, Page 333 and south corner of portion of Southwestern Oil & Refining Co. tract, for the east corner of this tract;

THENCE S 31 degrees 15' W, with southeast boundary line of former Rice tract, and along said margin of Nueces Bay Boulevard, 454.83 feet to 1-inch iron pipe flush with the ground, the east corner of, said Alamo Express tract, for a corner of this tract;

THENCE N 55 degrees 53' W, crossing a portion of said former Block 23 of Heuly Subdivision, and a portion of said Rice tract out of Humphrey tract, 300.38 feet to a 1-inch iron pipe flush with the ground, the north corner of said Alamo Express tract, for a corner of this tract,

THENCE, crossing portions of said former Block 23 of Heuly Subdivision, and of said former Rice tract, along the northwest boundary line of said Alamo Express tract, S 31 degrees 15' W, 171.81 feet to an iron pipe flush with the ground and S 35 degrees 00' W 98.42 feet to an iron pipe flush with the ground in the northeast boundary line of Baymoor, a subdivision, and of Lot 224 therein, and southwest boundary line of said Humphrey tract, and of Rice tract and of Blocks 23 and 22 therein, and on the present City Limits line of Corpus Christi, the west corner of said Alamo Express tract, for a corner of this tract;

THENCE N 55 degrees 53' W, with said northeast boundary line of Baymoor, and of Lots 224, 223, 222, 231 and 230 therein, and southwest boundary line of said former Humphrey tract and of Rice tract therein, and along said City Limits line, 250.00 feet to a 1-inch iron pipe flush with the ground, the north common corner of Lots 229 and 230, in Baymoor, for a corner of this tract;

THENCE, following the present boundaries of said Lot 229, Baymoor, S 35 degrees 03' 20" W, 102.69 feet to an iron pipe, for corner, on the margin of an interregional highway designated Interstate 35, N 69 degrees 04' W 51.56 feet to an iron pipe, corner, and N 35 degrees 03' 20" E, 114.50 feet to an iron pipe, flush with the ground, the north common corner of Lots 229 and 228, in Baymoor, for a corner of this tract;

THENCE N 55 degrees 53' W, with said northeast boundary line of Baymoor, and of Lots 228 and 227 therein, and southwest boundary line of said former Humphrey tract and of Rice tract thereon, and along said City Limits line, 54.00 feet to a drillhole in concrete base of fence corner post, for the west corner of this tract;

THENCE N 31 degrees 15' E, along the general line of a chain-link fence, with west boundary line of former Rice tract, and of said former Block 22, Heuly Subdivision, and southeast boundary line of a portion of Southwestern Oil & Refining Co. tract, 692.13 feet to a fence corner post, the north corner of said former Block 22 and of said former Rice tract, and a corner of said Southwestern Oil & Refining Co. tract, for the north corner of this tract;

THENCE S 58 degrees 45' E, along the line of a chain-link fence, on northeast boundary line of said former Blocks 22 and 23, Heuly Subdivision, and of said former Rice tract, and southwest boundary line of portion of Southwestern Oil & Refining Co. tract, at 645.00 feet, a 4-inch by 4-inch concrete monument, in all, 660.00 feet to the PLACE OF BEGINNING.

Containing an area of 8.992 acres, more or less. A-6

PARCEL A: TRACT 12-A containing 1.83 acres, more or less

Tract of land out of Block Twenty Three (23), Mealy Subdivision of the Mumfrey Tract as shown on the map thereof recorded in Book A, Page 9, of the Map Records of Nueces County, Texas, said tract being more particularly described by metes and bounds as follows:

BEGINNING at an axle found at the recognized southwest corner of this tract for the POINT OF BEGINNING, from which a concrete Texas Highway Department monument with a brass cap on the north boundary of Interstate Highway 37 bears South 46 degrees 56' 25" West 45.38 feet, and the platted corner of Block 23 bears North 55 degrees 53' West 23.97 feet;

THENCE North 35 degrees 00' East 98.42 feet with the east side of a fence to a 5/8 inch iron rod for a corner;

THENCE continuing with a fence along the west property line North 31 degrees 15' East 171.81 feet to a fence post for the northwest corner;

THENCE with a fence for the recognized north boundary of this tract South 55 degrees 53' East 300.0 feet to a fence corner post on the west boundary of Nueces Bay Boulevard for the northeast corner of this tract;

THENCE South 31 degrees 15' West 171.81 feet to a point for a deflection corner;

THENCE South 35 degrees 00' West 48.92 feet to a concrete Texas Highway Department monument with a brass cap at the flared junction of Nueces Bay Boulevard and Interstate Highway 37 for a corner, from which the platted southeast corner of Block 23 bears South 35 degrees 00' West 50.0 feet;

THENCE with said flared boundary South 74 degrees 42' 10" West 58.39 feet to a concrete monument with a brass cap for a corner;

THENCE North 65 degrees 08' 06" West 35.15 feet to a 5/8 inch iron rod for a corner;

THENCE North 55 degrees 53' West 228.09 feet with the south boundary partly fenced to the POINT OF BEGINNING, containing in all 1.83 acres, more or less.

PARCEL A: TRACT 13 containing 3.84 acres, more or less

All that certain tract, piece or parcel of land, containing 3.84 acres, more or less, situated in Nueces County, Texas, and being out of 40.21 acres of land, more or less, out of what is known as the C. S. Parish Tract and being the same tract of land conveyed and set aside to H. C. Sherman on the one hand, and S. Gugenheim, Mrs. Anna Cohn and Joseph A. Cohn on the other hand; said Deed being dated December 8, 1928, and being recorded in Volume 183, Pages 100-113, Deed Records of Nueces County, Texas, and being now referred to and made a part hereof in aid of description; the tract hereby conveyed being more particularly described and noted and bounded as follows, to-wit:

BEGINNING at a five-inch cedar post, the north corner of the Humphrey or Heuly Tract for the East corner of this survey;

THENCE S 31 degrees 41' 45" W along the northwest boundary line of the said Humphrey or Heuly Tract 2301.47 feet to a one-inch iron pipe, the east corner of the F. E. Compton tract, for the south corner of this survey whence a six-inch cedar post, the west corner of said Humphrey or Heuly tract bears S 31 degrees 41' 45" W 975.0 feet;

THENCE N 57 degrees 55' 15" W along the Northeast boundary line of said Compton tract, 762.01 feet to a one-inch iron pipe, the north corner of said Compton tract, the east corner of the Webb 1000 acre tract and an east corner of the DeRye Tract and the South corner of a tract of land known as the J. B. Johnson tract and also as a Garner tract and referred to as Tract No. 1 in a deed from J. W. Davidson and wife, to H. C. Sherman, et al, dated January 13, 1912, and recorded in the Deed Records of Nueces County, Texas, in Volume 80, Pages 192-194 for the West corner of this Survey,

THENCE N 31 degrees 41' 45" E along the southeast boundary line of said J. B. Johnson tract, 2296.37 feet to a one-inch iron pipe, the east corner of said J. B. Johnson tract, for the North corner of this survey;

THENCE S 58 degrees 18' 15" E 762.0 feet to the place of beginning; and being the same property formerly known as Buena Vista Addition to the City of Corpus Christi according to the plat thereof recorded in Volume 5, Page 39, Map Records of Nueces County, Texas.

PARCEL A: TRACT 14 containing 15.15 acres, more or less

All that certain tract, piece or parcel of land, containing 15.15 acres of land, more or less, lying and being situated in the County of Nueces, State of Texas, being located about two miles West of the County Courthouse and being the same tract of land conveyed by George R. Clark and wife, Sara R. Clark, and Jerome Mast and wife, Julia Mast, to Buena Vista Corporation by deed dated September 25, 1939, recorded in Volume 251, Pages 425-427, Deed Records of Nueces County, Texas, and being more particularly described by metes and bounds as follows, to-wit:

BEGINNING at an iron pipe set in concrete, the east corner of the Rachel Webb 1000-acre tract and of a 15.07-acre tract out of the south portion of the DeRyee Tract, set aside to S. Gugenheim, Mrs. Ann Cohn and Jos. A. Cohn in a Deed of Partition dated December 8, 1928, and recorded in Deed Records of Nueces County, Texas, in Volume 183, Page 109, the south corner of the J. Benton Johnson 40-acre tract and west corner of the C. S. Parish 40-acre tract and of lands now owned by the Pontiac Pipe Line & Export Company and the north corner of the Lucien Birdseye 164.67-acre tract and of a tract of land containing 5.05 acres and designated as "Third Tract" in a deed from G. R. Scott to Annie Uehlinger dated August 14, 1900, and recorded in the Deed Records of Nueces County, Texas, in Volume 6, Page 427, for the North corner of this survey,

THENCE S 37 degrees 55' 15" E, with the southwest boundary line of said C. S. Parish 40-acre tract and of said Pontiac Pipe Line & Export Company lands and northeast boundary line of said 5.05 acre tract and of another tract containing 5.05 acres of land also conveyed to Annie Uehlinger by G. R. Scott in said deed dated August 14, 1900, and described therein as "Second Tract" and of a tract of land containing 5.05 acres, conveyed by G. R. Scott to Victoria Sinclair on June 11, 1895, by deed of record in the Deed Records of Nueces County, Texas, in Volume 1, Page 379 (wherein the area recited as 5.5 acres instead of 5.05 acres, the correct area), 762.01 feet to an iron pipe set in concrete in the northwest boundary line of P. W. Humphrey 100-acre tract and of lands now owned by Barnedall Refining Company, Inc., the south corner of said C. S. Parish tract and of said Pontiac Pipe Line & Export Company lands and east corner of said tract conveyed to Victoria Sinclair on June 11, 1895, for the east corner of this survey,

THENCE S 31 degrees 41' 45" W, with said northwest boundary line of the P. W. Humphrey 100-acre tract and of the Barnedall Refining Company lands and southeast boundary line of said Victoria Sinclair tract, 975.03 feet to a small round hole drilled in the concrete base of a metal fence corner post, in the northeast boundary line of a real estate subdivision known as Baymoor Addition, the west corner of said P. W. Humphrey 100-acre tract and of said Barnedall Refining Company lands and a corner of said Lucien Birdseye 164.67-acre tract and the south corner of said Victoria Sinclair tract, for the south corner of this survey,

THENCE N 55 degrees 58' W, with said northeast boundary line of Baymoor Addition and southwest boundary line of said Victoria Sinclair tract and of said Tracts No. 2 and No. 3, conveyed to Annie Uehlinger on August 14, 1900, 608.79 feet to an iron pipe in the southeast boundary line of said Rachel Webb 1000-acre tract and of said 15.07-acre tract and northwest boundary line of said Lucien Birdseye 164.67-acre tract, the north corner of said Baymoor Addition and west corner of said Annie Uehlinger Tract No. 3, for the west corner of this survey, whence an iron pipe, the south corner of said 15.07-acre tract and of said DeRyee tract and east corner of a tract of land known as the Evans tract, bears S 22 degrees 33' 20" W 31.40 feet;

THENCE N 21 degrees 33' 20" E, with the southeast boundary line of said Rachel Webb 1000-acre tract and of said 15.07-acre tract and northwest boundary line of said Lucien Birdseye 164.67-acre tract and of said Annie Uehlinger Tract No. 3, 967.60 feet to the PLACE OF BEGINNING.

Containing an area of 15.15 acres, more or less.

PARCEL A: TRACT 15 containing 2.0642 acres, more or less.

TRACT H, PONTIAC TRACTS, containing 2.0642 acres of land, more or less, as shown by the map or plat thereof recorded in Volume 35, Pages 135 and 136, Map Records of Nueces County, Texas, to which reference is here made for all pertinent purposes.

TRACT 15A

METES AND BOUNDS OF A 0.249 ACRE TRACT OF LAND

BEING 0.249 acres of land, more or less, out of the "RINCON DEL OJO" Enriquez Villareal Grant, Nueces County, Texas Abstract No. 1 and also being out of that 2.63 acre tract of land described in that deed from Pontiac Refining Corporation to Southwestern Oil & Refining Company as recorded in Volume 584, Page 414 of the Deed Records of Nueces County, Texas said 0.249 acre tract, as shown on the attached exhibit, being more particularly described as follows;

BEGINNING at a found concrete monument in the west line of a 15.15 acre tract of land as described in Volume 251, Page 425 of the Deed Records of Nueces County, Texas said monument also being a corner of Pontiac Tract B as recorded in Volume 31, Page 94 of the Map Records of Nueces County, Texas, the east corner of Southwestern Tract 4 as recorded in Volume 36, Page 98 of the Map Records of Nueces County, Texas, the east corner of the aforesaid 2.63 acre tract, and the north corner of this 0.249 acre tract of land,

THENCE, with the northwest line of the aforesaid 15.15 acre tract of land S 22°25'17" W, at 298.71 feet the southwest corner of said 15.15 acre tract and a northeasterly corner of Pontiac Tract H as recorded in Volume 55, Page 145 of the Map Records of Nueces County, Texas, in all 330.20 feet to a found 5/8 inch iron rod for an interior corner of Pontiac Tract H and the south corner of this 0.249 acre tract;

THENCE, with a northerly line of Pontiac Tract H, N 58°25'11" W 66.58 feet to a set 5/8 inch iron rod in the east line of the aforesaid Southwestern Tract 4, for a northerly corner of said Pontiac Tract H and the west corner of this 0.249 acre tract;

THENCE, with the southeast line of Southwestern Tract 4 N 34°02'35" E 326.29 feet to the POINT OF BEGINNING and containing 0.249 acres of land, more or less,

Parcel A: Tract 16-A

Lot Two Hundred Five (205); Save and Except that portion of said Lot conveyed to Pontiac Refining Corp. by Deed from W. B. Lowman et al dated March 13, 1940, recorded under Clerk's File No. 148096, Volume 255, Page 476, Deed Records, Nueces County, Texas;

Lots Two Hundred Seven (207), Two Hundred Eight (208), Two Hundred Nine (209), Two Hundred Ten (210), Two Hundred Eleven (211), Two Hundred Twelve (212), Two Hundred Twenty-seven (227);

Lot Two Hundred Twenty-eight (228); Save and Except that portion of said Lot conveyed to the State of Texas from David De Alcala et al dated May 11, 1961, filed June 15, 1961, recorded under Clerk's File No. 577874, Volume 927, Page 529, Deed Records, Nueces County, Texas;

Lot Two Hundred Thirty (230); Save and Except that portion of said Lot conveyed to the State of Texas from Frederick Foster Clements dated May 17, 1961, filed June 23, 1961, recorded under Clerk's File No. 578527, Volume 928, Page 629, Deed Records, Nueces County, Texas;

Lot Two Hundred Thirty-One (231); Save and Except that portion of said Lot conveyed to the State of Texas from Dudley T. Parker and wife, Bertha Belle Parker dated May 12, 1961, filed June 15, 1961, recorded under Clerk's File No. 577951, Volume 927, Page 614, Deed Records, Nueces County, Texas;

Lot Two Hundred Thirty-four (234); Save and Except that portion of said Lot conveyed to the State of Texas by C. M. Lykins, Sr. dated April 11, 1961, filed May 8, 1961, recorded under Clerk's File No. 575625, Volume 924, Page 98, Deed Records, Nueces County, Texas;

Lot Two Hundred Thirty-five (235); Save and Except that portion of said Lot conveyed to the State of Texas by Homer Ruyle and wife, Ruby Ruyle dated May 25, 1961, filed July 11, 1961, recorded under Clerk's File No. 579616, Volume 930, Page 419, Deed Records, Nueces County, Texas;

Lot Two Hundred Thirty-six (236); Save and Except that portion of said Lot conveyed to the State of Texas by Allen Louis Berry et al dated May 23, 1961, filed June 20, 1961, recorded under Clerk's File No. 578166, Volume 928, Page 302, Deed Records, Nueces County, Texas;

All in Baymoor Addition, an Addition to the City of Corpus Christi, Nueces County, Texas, according to the map or plat thereof recorded in Vol. 4, Page 42, Map Records, Nueces County, Texas.

PARCEL A - TRACT 16B

Lots

Two Hundred Twenty-one (221)

;

Lot Two Hundred Thirty-two (232); Save and Except that portion of said Lot conveyed to the State of Texas by Mary E. Stringfellow dated June 28, 1961, filed August 4, 1961, recorded under Clerk's File No. 581383, Volume 933, Page 212, Deed Records, Nueces County, Texas;

Lot Two Hundred Thirty-three (233); Save and Except that portion of said Lot conveyed to the State of Texas by A. S. Canevaco dated May 18, 1961, filed June 19, 1961, recorded under Clerk's File No. 578174, Volume 928, Page 319, Deed Records, Nueces County, Texas;

All in BAYMOOR ADDITION, an Addition to the City of Corpus Christi, Nueces County, Texas, according to the map or plat thereof recorded in Volume 4, Page 42, Map Records, Nueces County, Texas; AND

All that portion of Baymoor Street lying between Lots 218 and 219, BAYMOORE ADDITION, and being North of Ebony Street, closed by City of Corpus Christi under Ordinance #14364; dated 4-4-95, recorded under Clerk's File No. 970953, ~~Volume 970, Page 53, Deed Records of Nueces County, Texas.~~

PARCEL B: Tract 17

TRACT 1:

Lots One (1) thru Twenty (20), inclusive, Block Five (5), SUNSET PLACE ADDITION, an Addition to the City of Corpus Christi, Texas, according to the map or plat thereof recorded in Volume 4, Page 25, Map Records of Nueces County, Texas, to which reference is here made for all pertinent purposes.

TRACT 2:

The portion of the alley lying between Lots One (1), Two (2) and Three (3) and Lots Eighteen (18), Nineteen (19) and Twenty (20), Block Five (5), SUNSET PLACE, being more particularly described as follows, to-wit:

BEGINNING at a point in the East boundary line of Nueces Bay Boulevard South 31 deg. 15 min. West a distance of 145 feet from the point of intersection of the East boundary line of Nueces Bay Boulevard and the South boundary line of Nueces Street, THENCE South 31 deg. 15 min. West a distance of 10 feet;

THENCE South 58 deg. 45 min. East parallel to the rear boundary line of Lots 18, 19 and 20, Block 5, SUNSET PLACE, a distance of 130 feet;

THENCE North 31 deg. 15 min. East across such alley a distance of 10 feet;

THENCE North 58 deg. 45 min. West parallel to the rear boundary line of Lots 1, 2 and 3, a distance of 130 feet to the PLACE OF BEGINNING.

TRACT 3:

That portion of the alley lying between Lots Four (4) thru Ten (10) inclusive, and Lots Eleven (11) thru Seventeen (17) inclusive, in Block Five (5), SUNSET PLACE ADDITION, an Addition to the City of Corpus Christi, Texas, according to the map or plat thereof recorded in Volume 4, Page 25, Map Records of Nueces County, Texas, to which reference is here made for all pertinent purposes.

PARCEL E: TRACT 18 containing 16.839 acres, more or less

All that certain tract, place or parcel of land being a 16.839 acre tract of land, more or less, situated in the State of Texas, County of Nueces, being a portion of a 45.15 acre tract of land in the "Rincon Del Oso" Enriquez Villarreal Survey, A-1 and the Jose Maria Bargas Survey, A-17, said 45.15 acre tract of land being described in a deed from Mobil Oil Corporation to Mobil Pipe Line Company, dated January 7, 1970, recorded in Volume 1360, Page 899, Deed Records, Nueces County, Texas, said 16.839 acre tract of land being more particularly described as follows, to-wit:

BEGINNING at a 1/2 inch iron rod set for the northwest corner of said 45.15 acre tract of land, a corner of the Nueces County Navigation District No. 1 tract, and the northwest corner of the herein described tract of land;

TRENCHE N 88 degrees 36' 00" E, along the north line of said 45.15 acre tract and the south line of the Nueces County Navigation District No. 1 tract, a distance of 770.15 feet to a 1/2 inch iron rod set for corner;

TRENCHE S 00 degrees 56' 08" E, a distance of 1055.02 feet to a 1/2 inch iron rod set for corner in a south line of said 45.15 acre tract and in the north right-of-way line of the San Antonio, Uvalde and Gulf Railroad (100' wide);

TRENCHE N 77 degrees 00' 00" W, along said north right-of-way line, a distance of 786.30 feet to a 1/2 inch iron rod set marking the southwest corner of said 45.15 acre tract;

TRENCHE N 01 degrees 24' 00" W, along the west line of said 45.15 acre tract, a distance of 859.44 feet, more or less, to the point of beginning and containing 16.839 acres of land, more or less.

Owned Buffer Zone

1. **Baymoor Addition**

Lots 134 through 143, inclusive; Lots 187 through 195, inclusive; and Lots 197, 199, 201, 203, and 204 of Baymoor Addition, an addition to the City of Corpus Christi, Nueces County, Texas, according to the recorded plat thereof.

2. **Nueces Bay Heights**

Block 10

Lots 21 through 24, inclusive;

Block 11

Lots 15 through 22, inclusive, and the north 50 feet of Lots 5, 6, 7, and 8;

Block 21

Lot 20;

Block 22

Lots 1, 3, 4, 5, and 17 through 20, inclusive;

Block 23

Lots 1 through 5, inclusive, and 19 and 20;

Block 24

Lots 1 through 4, inclusive; Lots 15 through 18, inclusive; Lot 20 and that part of Lot 19 described in deed to Southwestern Refining Company, Inc. dated January 5, 1993, and filed as Document No. 837954 in the Nueces County, Texas records on January 7, 1993;

Block 25

Lots 1 through 6, inclusive, and Lots 15 through 20, inclusive;

all in Nueces Bay Heights, an addition to the City of Corpus Christi, Nueces County, Texas, according to the recorded plat thereof.

3. **Sunset Place**

Block 1

that . Lots 1A, 2 (save and except that part conveyed to the City of Corpus Christi, Texas by Clara N. Johnson in deed dated June 29, 1971, recorded in Vol. 1414, P. 473, Deed Records of Nueces County, Texas), 3 (save and except a strip on the northeasterly side thereof approximately 3 feet by 50 feet containing 145.7 square feet MOL previously conveyed to the City of Corpus Christi, Texas), the south one-half of Lot 4, the south 102 feet of Lot 6, Lots 8 and 9 (save and except part conveyed to the City of Corpus Christi, Texas by W.L. Green et. ux. recorded under Clerk's file no. 857140, Vol. 1408, P. 648, Deed Records of Nueces County, Texas) and the north one-half of Lot 10 (save and except that part conveyed to the City of Corpus Christi, Texas by deed dated April 22, 1971, recorded in Vol. 1406, P. 324, Deed Records of Nueces County, Texas);

Block 2

Lots 3, 4, 5, 16, and 17;

all in Sunset Place, an addition to the City of Corpus Christi, Nueces County, Texas, according to the recorded plat thereof.

Doc# 972943
Pages: 18
Date : 08-08-1995
Time : 03:53:21 P.M.
Filed & Recorded in
Official Records
of NUECES County, TX.
ERNEST M. BRIONES
COUNTY CLERK
Rec. \$ 41.00

*Any provision herein which restricts the Sale, Rental or use
of the described REAL PROPERTY because of Race, Color,
Religion, Sex, Handicap, Familial Status or National Origin, is
invalid and unenforceable under FEDERAL LAW, 3/12/68.*

33/4 &
San Jacinto

STATE OF TEXAS
COUNTY OF NUECES

I hereby certify that this instrument was FILED in File Number
Sequence on the date and at the time stamped herein by me, and
was duly RECORDED, in the Official Public Records of
Nueces County, Texas on

AUG 8 1995



Ernest M. Briones
COUNTY CLERK
NUECES COUNTY, TEXAS