

SPECIAL WARRANTY DEED

DOC# 937878

KNOW ALL MEN BY THESE PRESENTS THAT:

SUN COMPANY, INC. (R&M) (formerly named Sun Refining and Marketing Company and Sun Oil Company of Pennsylvania), a Pennsylvania corporation incorporated on August 4, 1971 ("Grantor"), whose mailing address is 1801 Market Street, 17th Floor, Philadelphia, Pennsylvania 19103, for and in consideration of the sum of Ten Dollars (\$10) and other good and valuable consideration to it in hand paid by KOCH REFINING COMPANY, a Delaware corporation ("Grantee"), whose mailing address is Suntide Road, Corpus Christi, Nueces County, Texas 78409, the receipt and sufficiency of which is hereby acknowledged, has GRANTED, SOLD, and CONVEYED, and by these presents does GRANT, SELL, and CONVEY, unto Grantee, its successors and assigns, subject to the exceptions and other matters mentioned below, all those certain tracts or parcels of land situated in the County of Nueces, State of Texas, that are described on Exhibit "A" attached hereto and made a part hereof for all purposes (collectively, the "Land"), TOGETHER WITH all improvements, fixtures and appurtenances thereon or relating thereto.

This conveyance is made by Grantor and accepted by Grantee subject to the following:

- (i) All oil, gas, and mineral rights presently outstanding and owned of record by third parties (whether affiliated or unaffiliated with Grantor), if any, including all rights relating thereto, to the extent that they are valid and existing on the date hereof, all of which are expressly EXCEPTED from this conveyance;
- (ii) All outstanding interests, defects, easements, agreements, instruments, covenants, conditions, liens, encumbrances and other matters affecting the Land or Grantor's interest therein, that appear of record in Nueces County, Texas, to the extent that they are valid and existing on the date hereof, there being expressly EXCEPTED from this conveyance all pipelines (including all valves, fittings, connections, pumps, meters, corrosion control and protection equipment, and other related facilities and equipment), all electric and telephone poles, wires, and related equipment and facilities, and all other kinds of property located on, under, or above the Land pursuant to any or all of the foregoing;
- (iii) Any and all discrepancies, conflicts, or shortages in area or boundary lines, encroachments, and other state of facts shown on the surveyed map of the Land prepared by Urban Engineering, Corpus Christi, Texas dated May 14, 1981 and last revised October 16, 1981, and signed by George M. Pyle;
- (iv) Any and all liens, and rights to file and to perfect liens, affecting the Land for labor or material;

(v) All laws, ordinances, regulations, and orders of governmental authorities, of whatever jurisdiction, affecting or relating to the Land; and

(vi) Any and all zoning and other municipal, health and police regulations and ordinances of the state, county and township in which the premises lie, covenants, easements, restrictions and conditions of record, easements or restrictions visible upon the ground and any state of facts which an accurate survey or an inspection of the premises might disclose.

TO HAVE AND TO HOLD the Land, together with all and singular the improvements, fixtures and appurtenances thereon or relating thereto, subject to the exceptions and other matters mentioned above, unto Grantee, its successors and assigns, forever.

Grantor hereby binds itself, its successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the Land, together with the improvements and fixtures thereon or relating thereto, unto Grantee and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same, or any part thereof, subject to the exceptions and other matters mentioned above, by, through, or under Grantor, Sun Refining and Marketing Company (formerly Sun Oil Company of Pennsylvania) a Pennsylvania corporation, Suntide Refining Company (formerly named Coastal Products Company), a Delaware corporation incorporated on December 24, 1958, and Sun Oil Company, a New Jersey corporation; provided, however, that the foregoing warranty and obligation to defend shall not apply to any or all of the following:

(A) Claims arising out of acts or omissions which occurred prior to, or out of conditions which existed on, October 25, 1968, the date of the merger of the said Sunray DX Oil Company, a Delaware corporation, into the said Sun Oil Company, a New Jersey corporation;

(B) Claims arising out of minor encroachments or impairments which do not materially and adversely affect the overall operations conducted on the Land since November 13, 1981; and

(C) Claims arising or to arise out of the exceptions and other matters to which this conveyance is subject.

EXCEPT AS SET FORTH IN THE PRECEDING PARAGRAPH, GRANTOR DOES NOT MAKE ANY REPRESENTATION, WARRANTY, OR COVENANT, EXPRESS OR IMPLIED, WITH RESPECT TO THE TITLE, FREEDOM FROM LIENS OR ENCUMBRANCES, PHYSICAL CONDITION, MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE, OPERATION, USE PERFORMANCE, OR OTHER CHARACTERISTIC OF ANY OR ALL OF THE LAND, IMPROVEMENTS, FIXTURES AND APPURTENANCES THEREON OR RELATING THERETO, ANY SUCH REPRESENTATION, WARRANTY, OR COVENANT, INCLUDING, BUT NOT

LIMITED TO, THOSE WHICH OTHERWISE WOULD BE IMPLIED BY LAW, BEING
HEREBY EXPRESSLY NEGATIVED.

NOTWITHSTANDING ANYTHING HEREIN TO THE CONTRARY, THIS DEED
SHALL NOT OPERATE TO GRANT, CONVEY OR ASSIGN ANY APPURTENANCES
OR OTHER RIGHTS EXCEPT TO THE EXTENT LOCATED WITHIN THE
BOUNDARIES OF THE TRACTS OR PARCEL OF LAND DESCRIBED ON EXHIBIT
"A" ATTACHED HERETO.

IN WITNESS WHEREOF, this Deed is executed on this 22nd day of August, 1994.

SUN COMPANY, INC. (R&M)

By: John F. Carroll

Printed Name: JOHN F. CARROLL

Title: VICE PRESIDENT

STATE OF PENNSYLVANIA)
) ss.
COUNTY OF PHILADELPHIA)

Before me, notary public in and for said County and State, on this day personally
appeared John F. Carroll, known to me to be the person whose name is subscribed to the
foregoing instrument, and known to me to be the Vice President of Sun Company, Inc.
(R&M), a Pennsylvania corporation, and acknowledged to me that s/he executed said
instrument for the purposes and consideration therein expressed, and as the act of said
corporation.

Witnessed under my hand and official seal this 22nd day of August, A.D. 1994.

Thomas Brownie, Jr.
Notary Public in and for said County and State

My commission expires:

Notarial Seal
Thomas Brownie, Jr., Notary Public
Philadelphia, Philadelphia County
My Commission Expires April 19, 1996
Member, Pennsylvania Association of Notaries

EXHIBIT "A"
Description of Premises

Tract 1 (Parachem)

All that certain tract or parcel of land containing 2.165 acres out of W.S. McGregor Survey No. 582, A-1000, Nueces County, Texas, and described by metes and bounds, as follows:

COMMENCING at a point in the intersection of the West boundary of Viola Road, a 40-foot road, and the North right-of-way line of Up River Road, the Southeast corner of the Suntide Refining Company 132.435 acre tract out of the Ester McGregor 136.94 acre tract as described in that certain Deed of July 26, 1955, from Ester McGregor, et al., to Suntide Refining Company, recorded in Volume 700, at pages 346-353, Deed Records of Nueces County, Texas:

THENCE, N 0° 22' 20" W along the West boundary of said Viola Road a distance of 1644.71 feet to a point for a corner of said 132.435 acre tract;

THENCE, N 89° 37' 30" E a distance of 20.00 feet to a point for a corner of said 132.435 acre tract;

THENCE, N 0° 20' 20" W a distance of 329.88 feet to an iron pipe;

THENCE, S 89° 39' 40" W a distance of 707.00 feet to a 1-inch iron pipe, flush with the ground, for the Northeast corner of the 2.165 acre tract for point of beginning;

THENCE, S 0° 20' 20" E 202.73 feet to a drill hole for a corner;

THENCE, N 89° 39' 40" E 18.96 feet to a drill hole for a corner;

THENCE, S 0° 20' 20" E 46.27 feet to an iron pipe, flush with the ground, for a corner;

THENCE S 89° 39' 40" W 227.96 feet to an iron pipe, flush with the ground, for a corner

THENCE S 0° 20' 20" E 3.00 feet to an iron pipe, flush with the ground, for a corner;

THENCE, S 89° 39' 40" W 152.00 feet to an iron pipe, flush with the ground, for a corner

THENCE N 0° 20' 20" W 263.00 feet to an iron pipe, flush with the ground, for a corner;

THENCE N 89° 39' 40" E 278.00 feet to a point for a corner;

THENCE S 0° 20' 20" E 11.00 feet to an iron pipe, flush with the ground, for a corner;

THENCE, N 89° 39' 40" E 83.00 feet to the point of beginning.

Tract 2 (Riverway)

That certain parcel of land in Nueces County, Texas, being part of the Suntide Refining Company 132.680 acre East Tract. Said 132.680 acre East Tract being a tract of land out of Survey No. 582 in Nueces County, Texas, patented by the State of Texas to W. S. McGregor by patent No. 128, Vol. 35, State Abstract No. 1000, and being all of the First Tract (23.5 AC.); the Second Tract (24 or 23.41 AC.); that part of the Third Tract south of the S.A.U. & G. Railroad Right-of-Way, and all of the Fourth and Fifth Tracts as described in warranty deed from Houston Oil Company of Texas to Southern Minerals Corporation, recorded in Vol. 499, Pages 195-198, Deed Records of Nueces County, Texas, described as follows:

Beginning at a point in the intersection of the west boundary of Old Viola Road, a forty (40) foot road, and the north right-of-way line of Up River Road. Said point of intersection being the southeast corner of Suntide Refining Company 132.435 Acre West Tract.

Thence: N 0° 22' 20" W, along the west boundary of said Viola Road, a distance of 1644.71 feet to a point for a corner of said 132.435 Acre West Tract;

Thence N 89° 37' 30" E, a distance of 20.00 feet to a point for a corner of said 132.435 Acre West Tract and a corner of said 132.680 Acre East Tract;

Thence: N 0° 20' 20" W, a distance of 255.88 feet to a point;

Thence N 89° 39' 40" E, a distance of 134.57 feet to a point for the northwest corner of the 0.944 Acre Tract and point of beginning of this description;

Thence: N 89° 39' 40" E, a distance of 180.00 feet to a point for corner;

Thence S 0° 20' 20" E, a distance of 183.00 feet to a point for corner;

Thence N 89° 39' 40" E, a distance of 20.00 feet to a point for corner;

Thence S 0° 20' 20" E, a distance of 31.00 feet to a point for corner;

Thence: S 89° 39' 40" W, a distance of 237.00 feet to a point for corner;

Thence N 0° 20' 20" W, a distance of 28.00 feet to a point for corner;

Thence N 89° 39' 40" E, a distance of 37.00 feet to a point for corner;

Thence N 0° 20' 20" W, a distance of 186.00 feet to the northwest corner and point of beginning of said 0.944 Acre Tract.

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, 3/12/89.

Doc# : 937878 \$ 17.00
Date : 11-14-1994
Time : 04:08:51
Filed & Recorded in
Official Records
of NUECES County, TX.
ERNEST M. BRIONES
Clerk of Courts

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

NOV 14 1994



Ernest M. Briones
COUNTY CLERK
NUECES COUNTY, TEXAS

AFTER RECORDING PLEASE RETURN TO:
MICHAEL O. SMITH
GARY, THOMASSON, HALL & MARKS
PROFESSIONAL CORPORATION
P.O. BOX 2828
CORPUS CHRISTI, TX 78403