

CONSENT

TO THE ASSIGNEE NAMED IN THE FOREGOING ASSIGNMENT:

The undersigned, the Lessee named in the Lease referred to in the foregoing Assignment to The Hanover Bank (herein called the "Trustee"), as trustee under an indenture dated as of December 30, 1959 between Leased Stations, Inc., a Delaware corporation, and the Trustee, hereby acknowledges receipt of a copy of said Assignment and consents (a) that all rent and other moneys assigned to the Trustee and becoming due under said Lease will be paid to the Trustee and the undersigned shall make no claim of offset, credit, counterclaim or other deduction therefrom, (b) that any notices given to said Lessee by the Trustee shall have the same force and effect as a notice given by the Lessor named in said Lease, (c) that the Trustee shall not by reason of the foregoing Assignment be subject to any liability or obligation under said Lease, (d) that said Lease shall not be changed or amended without the consent of the Trustee, (e) that any consent provided in said Lease which may be given by said Lessor shall not be valid unless approved by the Trustee and (f) to all of the terms and conditions of said Assignment.

This consent shall inure to the benefit of and be binding upon the successors and assigns of the undersigned and the Trustee.

Dated as of August 15, 1961.

TEXACO INC.
Lessee

By [Signature]
Vice President

Attest:
[Signature]
Assistant Secretary

Witness:
[Signature]
[Signature]
~~SOUTH CAROLINA~~ NEW YORK
~~GREENVILLE~~ NEW YORK

G. W. WORTON and
TEXACO INC. by S. C. CROSSLAND
witnessed the execution
EDWARD H. SCHLADT

K. WINIFRED PRINCE
Notary Public, State of New York
No. 41-3163-900 Queens County
Cert. filed in New York County
Term Expires March 30, 1963

day of September A.D. 1961
K. Winifred Prince (SEAL)