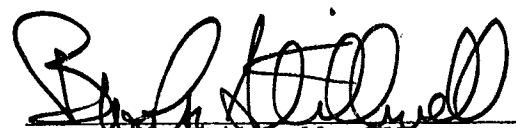


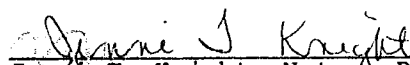
CERTIFICATE OF CONSIDERATION

STATE OF GEORGIA        )  
                                  )  
COUNTY OF CHATHAM    )

Personally appeared before me, W. BROOKS STILLWELL, III, who being duly sworn, deposes and says that he is one of the attorneys who handled the closing of the sale of certain assets of International Petroleum Terminals Company (SE), a Colorado general partnership, to Southeastern Petroleum Sales Corporation, a Delaware corporation, on April 30, 1979, effective as of 12:01 a.m. on May 1, 1979. One of the parcels of property conveyed by International Petroleum Terminals Company (SE) was real property located in GREENVILLE County, South Carolina, containing improvements known as SOC Station No. 77. The attached deed conveying said real property to Southeastern Petroleum Sales Corporation states that the consideration is \$10.00 and other good and valuable consideration. The actual consideration paid for said real property and improvements was \$83,000., according to the allocation placed upon the value of said property by both of the parties.

  
\_\_\_\_\_  
W. Brooks Stillwell, III

Sworn to and Subscribed before me this 30th day of April, 1979.

  
\_\_\_\_\_  
Jenni T. Knight, Notary Public,  
Chatham County, Georgia

My Commission expires August 9, 1981