

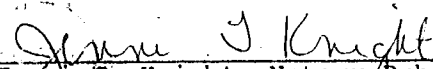
CERTIFICATE OF CONSIDERATION # 33315

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 all the assets of Southland Oil Company, a Georgia corporation, to International Petroleum Terminals Company (SE), a Colorado general partnership, on April 30, 1979, effective as of 12:01 a.m. on May 1, 1979. One of the parcels of property conveyed by Southland Oil Company was real property located in Greenville County, South Carolina, containing improvements known as SOC Station No. 80. The attached deed conveying said real property to International Petroleum Terminals Company (SE) states that the consideration is \$10.00 and other good and valuable consideration. The actual consideration paid for said real property and improvements was \$44,000., 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.

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

JENNI T. KNIGHT  
Notary Public, Chatham County, Ga.  
My Commission Expires Aug. 9, 1981