

CANCELLATION AGREEMENT

WHEREAS,

A. By Lease dated the 1st day of June, 1957, TREMARCO CORPORATION, a Delaware corporation, leased to GULF OIL CORPORATION, a Pennsylvania corporation, certain premises in the City of Greenville, County of Greenville, State of South Carolina; and

B. A Short Lease dated June 1, 1957 was recorded June 6, 1957 in the Office of the RMC of Greenville County in Deed Book 578, Page 153, in order that third parties may have notice of the estate of Gulf and of said Lease, the aforesaid premises being described therein and identified as Schedule "I" - ATR 220; and

C. By Agreement of Assignment and Consent dated June 4, 1957, and recorded in the Office of the RMC of Greenville County in Deed Book 578, Page 144, all of the estate, right, title and interest of TREMARCO in and to said Lease and said Short Lease was assigned, conveyed, transferred and set over unto MELLON NATIONAL BANK AND TRUST COMPANY and D. A. HAZLETT, as Trustees; and

D. GULF OIL CORPORATION is the successor by merger effective August 31, 1973 to all of the rights, title and interest of TREMARCO CORPORATION in and to the leased premises and in and to the said Lease, said Short Lease (which leases survived the merger and under which leases GULF OIL CORPORATION is no both Lessor and Lessee) and said Agreement of Assignment and Consent; and

E. As of April 22, 1977, pursuant to the provisions of the Indenture of Mortgage and Deed of Trust and in the manner specified therein, D. A. Hazlett resigned as Individual Trustee and N. R. Smith was appointed successor Individual Trustee, accepted such appointment and thereby succeeded to and became fully vested with the estates, properties, rights, and trusts of his predecessor under the Indenture of Mortgage and Deed of Trust with like effect as if originally named thereunder; and

F. It is desired to cancel and terminate said Lease, said Short Lease, and said Agreement of Assignment and Consent.

NOW THEREFORE,

THIS CANCELLATION AGREEMENT WITNESSETH that said Lease, said Short Lease, and said Agreement of Assignment and Consent are hereby cancelled and terminated as of the 9th day of OCTOBER, 1978, and all parties thereto are forever released from any and all claims incident thereto.

*Sarah J. Ginn* Assistant Secretary of GULF, certifies as follows:

(a) *J. M. Brown*, whose signature appears below, is a Vice President of Gulf Oil Company - U. S., a Division of GULF responsible for the administration of the Trust Estate.

(b) The Board of Directors of GULF has, by general resolution, empowered any Vice President of Gulf Oil Company - U. S. to authorize the action referred to in this instrument with respect to the property, without limitation.

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