

**BARGAIN AND SALE DEED WITH  
COVENANT AGAINST GRANTOR'S ACTS**

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12,000

This indenture, made the 31st day of October, 1997, between **STAR ENTERPRISE**, a general partnership organized under the New York Uniform Partnership Act, having an office and mailing address of 12700 Northborough Drive, Houston, Texas 77067, and **SUN COMPANY, INC. (R&M)**, a corporation organized under the laws of the State of Pennsylvania, having an office and mailing address of Ten Penn Center, 1801 Market Street, Philadelphia, Pennsylvania 19103-1699, parties of the first part, and **BAYSIDE FUEL OIL DEPOT CORP.**, a New York corporation, having an office and mailing address of 1776 Shore Parkway, Brooklyn, New York 11214, party of the second part,

**WITNESSETH:**

That the parties of the first part, in consideration of TEN (\$10.00) DOLLARS and other good and valuable consideration does hereby grant and release unto the party of the second part, its successors and assigns forever, all that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situated, lying and being in the Borough of Brooklyn, County of Kings, State of New York, being fully described on Exhibit A attached hereto and made a part hereof for all purposes (the "Premises");

Together with all right, title and interest, if any, of the parties of the first part in and to any streets and roads abutting the Premises to the center lines thereof;

Together with the appurtenances and all the estate and rights of the parties of the first part in and to the Premises.

This conveyance is in compliance with the provisions of Section 909 of the New

2277  
1

York Business Corporation Law, conveying fee simple title to the Premises subject to the exceptions of title set out in Annex B attached hereto and made a part hereof (the "Permitted Encumbrances"), and further provided that there is expressly reserved and excepted from this conveyance and not conveyed to party of the second part, all right, title and interest in and to any oil, gas and other minerals (including without limitation, helium, lignite, sulphur, phosphate and other solid, liquid and gaseous substances, regardless of the nature thereof and whether similar or dissimilar, and the right to explore for, develop and produce same, as well as the right to lease the Premises for such purposes, and all mineral and royalty rights whatsoever in, or under and pertaining to the Premises but without the right to use or right of any ingress to or egress from the Premises for exploration or producing purposes, all of said interests having been reserved and excepted by Texaco Refining and Marketing Inc. in Special Warranty Deed dated December 31, 1988, of record in the Office of the City Register of Kings County, New York in Reel 2329, Page 1209.

To Have and To Hold the Premises herein granted unto the party of the second part forever.

Parties of the first part covenants that it has not done or suffered anything whereby the Premises has been encumbered in any way whatever, except for the Permitted Encumbrances and the aforesaid reservation of oil, gas and minerals. The foregoing covenant is for the benefit of party of the second part and may not be relied on or enforced by any other entity, including without limitation, any direct or remote successor in title to party of the second part or any title insurer of party of the second part or its direct or remote successors in title, by way of subrogation or otherwise.

State of Texas, County of Harris, SS:

On this 29 day of October, 1997, before me personally came J.W. Bernitt to me known, who being by me duly sworn did depose and say that he resides at 2 Shoreline Pt. in the city of The Woodlands, TX that he is the Vice President Marketing of STAR ENTERPRISE, a New York general partnership described in and which executed the above instrument; and that he knows the seal of said partnership, that the seal affixed to said instrument is such partnership seal; that it was so affixed by order of the Management Committee of said partnership, and that he signed his name thereto by like order.



Barbara Harberison  
Notary Public

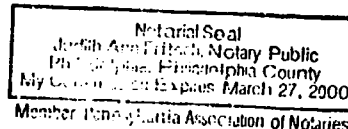
My Commission Expires: 3-26-98

State of Pennsylvania County of Philadelphia, SS:

On this 30th day of October, 1997, before me personally came DeWayne Ketchum to me known, who being by me duly sworn did depose and say that he resides at 1801 Market St. in the city of Philadelphia, PA; that he is the Manager, Business Development, Terminals of SUN COMPANY, INC. (R&M), a Pennsylvania corporation described in and which executed the above instrument; and that he knows the seal of said corporation, that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation, and that he signed his name thereto by like order.

Judith Ann Fritsch  
Notary Public

My Commission Expires: 3/27/2000



IN WITNESS WHEREOF, the parties of the first part have duly executed this Deed  
the day and year first above written.

APPROVED AS

GARY

STAR ENTERPRISE

By:

Its:

Vice President Marketing

ATTEST:

Assistant Secretary

SUN COMPANY, INC. (R & M)



By:

Its:

DeWane Kitchum  
Mgt. Business Development, Terminals

ATTEST:

Assistant Secretary

EXHIBIT "A"

SECTION 8 BLOCK 2277 LOT 1 ON THE TAX MAP OF KINGS COUNTY

ALL that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situate in the Borough of Brooklyn, County of Kings, City and State of New York, are bounded and described as follows:

BEGINNING at the corner formed by the intersection of the northeasterly side of North 12th Street and the northwesterly side of Kent Avenue;

RUNNING THENCE southwesterly along said north side of North 12th Street, 1,010 feet on a westerly line;

THENCE north 90 degrees along bulkhead line, 100 feet;

THENCE north east along bulkhead line to a point, 134.71 feet and 188.0 feet north of back line formed by north side of North 12th Street;

THENCE north east along south side of Bushwick Inlet to a point, 178.57 feet and 142.0 feet north of base line formed by the north side of North 12th Street;

THENCE north east along south side of Bushwick Inlet to a point, 308.02 feet and 316.0 feet north of base line formed by north side of North 12th Street;

THENCE north east along south side of Bushwick Inlet to a point, 352.67 feet and 398.0 feet north of base line formed by north side of North 12th Street;

THENCE south east to a point 46.17 feet and 394.0 feet north of base line formed by north side of North 12th Street;

THENCE south east to a point on the west side of Kent Avenue, 51.66 feet and south 120.70 feet which intersects at right angle to the north west side of North 13th Street, or 381.0 feet north of base line formed by north side of North 12th Street;

THENCE south along west side of Kent Avenue, 381.0 feet at right angle to base line formed by north side of North 12th Street at the point or place of beginning.

**ANNEX "B"**

1. Encroachments, protrusions, easements, changes for street lines, rights-of-way and other matters that are revealed by a survey.
1. Easements, rights-of-way, covenants, conditions and restrictions, zoning regulations, ordinances and building restriction regulations provided same does not prevent the existing use as a fuel oil terminal and its present use thereof.
3. Subject to the lien for real property taxes for the current year which are not due and payable.

**CITY REGISTER RECORDING AND ENDORSEMENT PAGE  
- KINGS COUNTY -**

(This page forms part of the instrument)

Block(s) 2277  
 Lot(s) 1  
1 NORTH 12th St.

Record & Return to: Attend. 12/12/08, 1000  
6911 18th Ave. BROOKLYN, N.Y. 11204  
 Title/Agent Company name: RIDGE ABSTRACT CORP.  
 Title Company number: 999K-00960

**OFFICE USE ONLY - DO NOT WRITE BELOW THIS LINE**

**THE FOREGOING INSTRUMENT WAS ENDORSED FOR THE RECORD AS FOLLOWS:**

Examined by (s): J.P.

Migo Tax Serial No. \_\_\_\_\_  
 Migo Amount \$ \_\_\_\_\_  
 Taxable Amount \$ \_\_\_\_\_  
 Exemption (✓) YES ☐ NO ☐  
 Type: [33EE] [255] [OTHER]  
 Dwelling Type: [1+2] [3] [4+5] [over 6]  
**TAX RECEIVED ON ABOVE MORTGAGE ▼**  
 County (basic) \$ \_\_\_\_\_  
 City (Addtl) \$ \_\_\_\_\_  
 Spec Addtl \$ \_\_\_\_\_  
 TASF \$ \_\_\_\_\_  
 MTA \$ \_\_\_\_\_  
 NYCTA \$ \_\_\_\_\_  
 TOTAL TAX \$ \_\_\_\_\_  
 Apportionment Mortgage (✓) YES ☐ NO ☐  
56-62-001  
 Joy A. Babrow, City Register

City Register Serial Number **077334**

Indexed By (s): [Signature] Verified By (s): \_\_\_\_\_

Block(s) and Lot(s) verified by (✓) [Signature]  
 Address ☒ Tax Map ☐  
 Extra Block(s) \_\_\_\_\_ Lot(s) \_\_\_\_\_

Recording Fee A \$ \_\_\_\_\_  
 Affidavit Fee (C) \$ \_\_\_\_\_  
 TP-504/582 Fee (Y) \$ \_\_\_\_\_  
 RPTT Fee (R) \$ \_\_\_\_\_  
 HPD-A ☐ HPD-C ☐

**New York State Real Estate Transfer Tax ▼**  
 \$ 175.00  
 Serial Number **009159**

**New York City Real Property Transfer Tax**  
 Serial Number **01834**

**New York State Gains Tax**  
 Serial Number **00**

007254  
118592

0330  
0330

0011 V 1708 1231  
0011 V 1708 1231



**RECORDED IN KINGS COUNTY  
OFFICE OF THE CITY REGISTER**

*Joy A. Babrow*

Witness My Hand and Official Seal

89KBP 1/53