

Location No. 17769
Orem, Utah

PROVO LAND TITLE
ORDER 6085

SPECIAL WARRANTY DEED

ENT 50206 BK 3449 PG 289
NINA B REID UTAH CO RECORDER BY BT
1994 JUN 16 10:28 AM FEE 22.00
RECORDED FOR PROVO LAND TITLE COMPANY

THIS SPECIAL WARRANTY DEED is made as of the 15th day of June, 1994, between THE SOUTHLAND CORPORATION, a Texas corporation ("Grantor"), having an address of 2711 North Haskell Avenue, Dallas, Texas 75204, successor to Kwik-Chek Realty Company, Inc., a Nevada corporation, by merger effective as of December 31, 1993, the Certificate of which is attached hereto as Exhibit A, which corporation was the successor to Massland Properties Corp., a Delaware corporation ("Massland"), by merger effective as of November 30, 1993, the Articles of which are attached hereto as Exhibit B, and LEON WOODWARD having an address of 250 East 800 South, Orem, Utah 84068 ("Grantee");

W I T N E S S E T H:

THAT GRANTOR, for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration, the receipt whereof is hereby acknowledged, has CONVEYED AND SPECIALLY WARRANTED and by these presents does CONVEY AND SPECIALLY WARRANT unto Grantee that certain property situated in the City of Orem and County and State of Utah, being more particularly described in Exhibit C attached hereto and made a part hereof (the "Property").

BEING AND INTENDED TO BE the same property conveyed to Massland by deed dated June 19, 1979, and recorded on July 6, 1980, as Instrument No. 19442 in Book 1838, Page 686 in the County Recorder's Office of Utah County, Utah.

TO HAVE AND TO HOLD the Property, with all and singular the rights, members and appurtenances thereof, belonging or in anyway appertaining, to Grantee, his heirs and assigns, forever.

SUBJECT TO current taxes and assessments not yet delinquent and taxes and assessments for subsequent years; covenants, restrictions, reservations, rights, rights-of-way and easements of record; zoning ordinances or statutes and building, use and occupancy restrictions of public record.

SUBJECT FURTHER TO the following restrictions which shall run with the land:

Neither Grantee nor his heirs, assigns or legal representatives, lessees or sublessees, shall conduct or permit the conduct on the Property of, and the Property shall never be used for:

- (i) a grocery or convenience store selling at retail any food or food products; or
- (ii) the sale of motor fuels and petroleum products.

GRANTOR, for itself and its successors, does covenant, promise and agree to and with Grantee, his heirs and assigns, that it has not done, or suffered to be done, anything whereby the Property is, or may be, in any manner encumbered or charged, except as provided herein, and that it will SPECIALLY WARRANT AND FOREVER DEFEND the Property against all persons lawfully claiming the same by, through or under it, but not otherwise.

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed by its duly authorized officers as of the day and year first above written.

(Seal)
Att
By: [Signature]
Assistant Secretary

THE SOUTHLAND CORPORATION

By: [Signature]
Vice President

When recorded, return to, and send all subsequent tax bills to:

Leon Woodward
250 East 800 South
Orem, Utah 84068

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

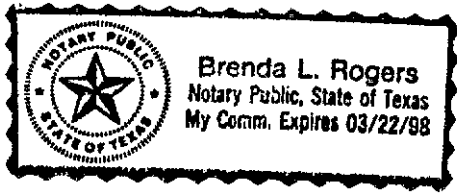
ENT50206 BK 3469 PG 291

BEFORE ME, the undersigned, a Notary Public in and for the County and State aforesaid, on this day personally appeared David Finley and J. Donald Stevenson, Jr., Vice President and Assistant Secretary, respectively, of THE SOUTHLAND CORPORATION, a Texas corporation, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that the same was the act of the said corporation, and that they executed the same as the act of such corporation for the purposes and consideration therein expressed and in the capacities therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 1st day of June, 1994.

Brenda L. Rogers
NOTARY PUBLIC

My commission expires:





The State of Texas

SECRETARY OF STATE

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Merger of

FREDLAND PROPERTIES CORP. a Texas corporation
PENNSYLVANIA TOBACCO SALES CORPORATION
a Pennsylvania no permit corporation
SDC, INC. a Texas corporation
KWIK-CHEK REALTY COMPANY, INC. a Nevada corporation
with
THE SOUTHLAND CORPORATION a Texas corporation

have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Merger.

Dated: December 27, 1993
Effective: December 31, 1993



John Hannah Jr.
Secretary of State jk

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

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NOV 30 1993

CHERYL A. LAU SECRETARY OF STATE

ARTICLES OF MERGER

OF

FIFTH STEVENSON PROPERTIES CORP.
FIRST CLARKLAND PROPERTIES CORP.
LIBERTY-SOUTH CORP.

MASSLAND PROPERTIES CORP.
SECOND CLARKLAND PROPERTIES CORP.
SECOND STEVENSON PROPERTIES CORP.
SECOND TEXLAND PROPERTIES CORP.

TEXLAND PROPERTIES CORP.
TEXTSTORE PROPERTIES CORP.
THIRD CLARKLAND PROPERTIES CORP. AND
THIRD STEVENSON PROPERTIES CORP.

INTO

KWIK-CHEK REALTY COMPANY, INC.

FIRST: Kwik-Chek Realty Company, Inc. (hereinafter referred to as the "Parent Corporation"), a corporation organized and existing under the laws of the State of Nevada, owns all of the outstanding shares of:

Fifth Stevenson Properties Corp.
First Clarkland Properties Corp.
Liberty-South Corp.
Massland Properties Corp.
Second Clarkland Properties Corp.
Second Stevenson Properties Corp.
Second Texland Properties Corp.
Texland Properties Corp.
Textstore Properties Corp.
Third Clarkland Properties Corp. and
Third Stevenson Properties Corp.

(hereinafter referred to as the "Subsidiaries"), each of the subsidiaries being a corporation organized and existing under the laws of the State of Delaware, the laws of which state permit this merger.

SECOND: A plan of merger was adopted by the board of directors of the Parent Corporation whereby the Subsidiaries are to be merged into the Parent Corporation.

THIRD: Approval of the stockholders of neither the Parent Corporation nor the Subsidiaries was required.

No. 11056-63

FOURTH: The entire plan of merger is hereinafter set forth in its entirety:

See Attached Schedule A

FIFTH: The Parent Corporation designates the following address as the address to which the Secretary of State of the State of Nevada is to mail any process served on him or her against the Parent Corporation or any of the Subsidiaries: c/o The Southland Corporation, Attn: General Counsel, 2711 North Haskell Avenue, Dallas, Texas 75204.

SIXTH: This merger shall be effective on November 30, 1993.

KWIK-CHEK REALTY COMPANY, INC.

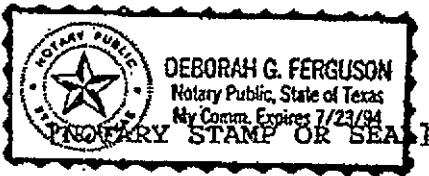
By: [Signature]
Bryan F. Smith, Jr.
Vice President

By: [Signature]
Carol S. Hilburn
Assistant Secretary

State of Texas §
County of Dallas §

On November 19, 1993, personally appeared before me, a Notary Public, Bryan F. Smith, Jr. and Carol S. Hilburn, who acknowledged that they executed the above instrument.

[Signature]
Signature of Notary
My commission expires: 7/23/94



RECEIVED
115#
NOV 30 1993
Secretary of State

CSHOPR1976

Location No. 17769
Orem, Utah

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EXHIBIT C

Beginning at a point 87.90 feet South along the Section line and 100.00 feet South 89° 14' East from the Northwest corner of Section 15, Township 6 South, Range 2 East, Salt Lake Base and Meridian; thence South 89° 14' East 110.00 feet; thence South 119.40 feet; thence West 110.00 feet; North 120.88 feet to the point of beginning. Also being part of Lots 12 and 13, Better Homes Subdivision, Block 2, Orem, Utah.