

16/23

8525117
02/10/2003 11:56 AM 63.00
Book - 8736 Pg - 1002-1017
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
FIRST AMERICAN TITLE
BY: HNP, DEPUTY - WI 16 P.

After Recording Return to:
Carolann Benoit NA# 4770
First American Title Ins. Co.
3 Greenway Plaza, Suite 1100
Houston, TX 77046

8525117

SPECIAL WARRANTY DEED

STATE OF UTAH §
 § KNOW ALL PERSONS BY THESE PRESENTS:
COUNTY OF SALT LAKE §

THAT TESORO REFINING AND MARKETING COMPANY, a Delaware corporation (herein referred to as "Grantor"), for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) cash and other good and valuable considerations to it in hand paid by SKYLINE-FRI 7, TSO, L.P., a Delaware limited partnership (herein referred to as "Grantee"), the receipt and sufficiency of which are hereby acknowledged and confessed, has GRANTED, BARGAINED, SOLD, and CONVEYED, and by these presents does GRANT, BARGAIN, SELL, and CONVEY unto Grantee the land described in Exhibit A attached hereto and made a part hereof for all purposes, together with all improvements thereon (the "Property"), subject to all subsisting matters of record which affect the Property (the "Permitted Encumbrances").

To reduce risks to human health and/or the environment, and to permit application of corrective action standards which are consistent with the non-residential use of the Property, Grantee and Grantor agree, as a material condition of this conveyance, that the Property is conveyed by Grantor and accepted by Grantee subject to the following restrictions, easements and covenants: (i) the Property shall not be used or occupied or subdivided or zoned or re-zoned for any residential use or purposes or for any use or purpose other than those uses permitted in an industrially zoned area; (ii) no water supply wells of any kind (including without limitation water wells used for drinking, bathing or other human consumption purposes and water wells used for livestock, farming or irrigation) shall be installed or used on the Property; (iii) any building constructed on the Property shall have (except for required footers) a slab-on-grade foundation with the top of the slab at or above surface level; and (iv) the Grantor shall retain a permanent easement of passage and access to the Property for inspection of the Property to insure compliance with the foregoing limitations and in order to comply with any governmental order(s) and/or requests to investigate, remediate, monitor or otherwise respond to environmental conditions on the Property (collectively, the "Exposure Restrictions"); provided, however, that the Exposure Restrictions do not prohibit the installation or use of any compliance wells or any groundwater monitoring, recovery or extraction wells or similar devices used for or related to the performance of tests conducted by Grantor or of any work performed by Grantor or used in connection with any other remediation on the Property now or in the future. Grantee shall indemnify, defend and hold harmless the Grantor from and against any losses directly or indirectly arising out of or relating to any use of the Property which is in violation of or inconsistent with the Exposure Restrictions. The Exposure Restrictions constitute permanent restrictions, easements and covenants running with the Property and shall be binding upon all third persons now having or hereafter acquiring any right, title or interest in the Property, or any part thereof. In addition, the Exposure Restrictions are a personal obligation between Grantor and Grantee, and Grantee agrees that it shall obtain similar personal undertakings from any Grantee, and that any subsequent deed or other conveyance instrument to such Grantee shall contain the Exposure Restrictions.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereto in anywise belonging unto the said Grantee, its successors and assigns, forever, subject to the Permitted Encumbrances; and Grantor does hereby binds itself, its successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the said Property, subject to the Permitted Encumbrances, unto the said Grantee, its successors and assigns, against every person whomsoever claiming or to claim the same or any part thereof by, through, or under Grantor, but not otherwise.

[Signature and acknowledgment contained on next page]

FIRST AMERICAN TITLE
AW # 152509

BK8736PG1002

EXECUTED as of the date set forth in the acknowledgment below, to be effective for all purposes, however, as of the ___ day of December, 2002.

GRANTOR:

TESORO REFINING AND MARKETING COMPANY, a Delaware corporation

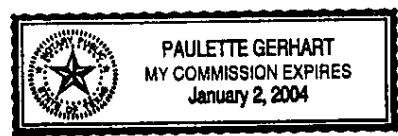
By: *[Signature]*
Name: William T. Van Klee f
Title: President

STATE OF TEXAS §
 §
COUNTY OF BEXAR §

This instrument was acknowledged before me on the 26th day of December, 2002, by William T. Van Klee f, President of TESORO REFINING AND MARKETING COMPANY, a Delaware corporation, on behalf of said corporation.

[Signature]
Notary Public in and for the State of Texas

My commission expires: _____



BK8736PG1003

Exhibit A

Property Description

Tract One: Tesoro # 62085

Tract Two: Tesoro # 62086

Tract Three: Tesoro # 62094

Tract Four: Tesoro # 62096

Tract Five: Tesoro # 62099

Tract Six: Tesoro # 62104

Tract Seven: Tesoro # 62105

Tract Eight: Tesoro # 62109

Tract Nine: Tesoro # 62111

Tract Ten: Tesoro # 62116

Exhibit A

Legal Description

Tesoro #62085; NCS# 4787

The land referred to in this commitment is situated in the County of Salt Lake, State of UTAH, and is described as follows:

Beginning at a point which lies North 89°49'24" West 792 feet and South 33.00 feet from the Northeast Corner of Section 32, Township 1 South, Range 2 West, Salt Lake Base and Meridian, and running thence South 0°03'15" East 160.00 feet; thence North 89°49'24" West 217.00 feet to the Easterly line of 8150 West Street; thence North 0°03'15" West 160.00 feet along said street; thence North 89°49'24" East 217.00 feet to the point of beginning.

Said property is also known by the street address of:
8145 West 3500 South

Tax Identification Number:
Parcel 1: 14-32-227-008-0000
Parcel 2: 14-32-227-011-00001

BK8736PG1005

Exhibit A

Legal Description

Tesoro #62086; NCS# 4799

Beginning at the intersection of the North line of 3500 South Street and the West line of 7200 West Street, both streets being 33.000 foot half-widths, said point being North 89°56'34" West 33.000 feet along the section line and North 0°04'33" West 33.000 feet from the Southeast Corner of Section 28, Township I South, Range 2 West, Salt Lake Base and Meridian, and running thence North 89°56'34" West 250.000 feet along said North line; thence North 0°04'33" West 250.00 feet; thence South 89°56'34" East 250.000 feet to the West line of said 7200 West Street; thence South 0°04'33" East 250.00 feet along said West line to the point of beginning.

Excepting therefrom the following described property conveyed to Utah Department of Transportation by Special Warranty Deed recorded March 30, 1990 as En try No.4899082 in Book 6209 at Page 814 of Official Records:

Beginning at the intersection of the North line of 3500 South Street and the West line of 7200 West Street, both streets being 33.000 foot half-widths, said point being North 89°56'34" West 33.000 feet along the section line and North 0°04'33" West 33.000 feet from the Southeast Corner of Section 28, Township 1 South, Range 2 West, Salt Lake Base and Meridian, and running thence North 89°56'34" West 250.000 feet along said North line; thence North 0°04'33" West 7.000 feet to the North line of said 3500 South Street, a 40.00 foot half-width; thence South 89°56'34" East 228.000 feet along said North line; thence North 44°59'27" East 21.189 feet along said North line; thence South 89°56'34" U East 7.000 feet along said North line to the West line of said 7200 West Street; thence South 0°04' 33" East 22.000 feet along said West line to the point of beginning.

Also, Excepting therefrom the following described property conveyed to Salt Lake County by Special Warranty Deed recorded March 30, 1990 as Entry No. 4899083 in Book 6209 at Page 817 of Official Records:

Beginning at the intersection of the North line of 3500 South Street, a 40.00 foot half-width, and the West line of 7200 West Street, a 33.00 foot half-width, said point being North 89°56'34" West 33.000 feet along the section line and North 0°04'33" West 55.000 feet from the Southeast Corner of Section 28, Township 1 South, Range 2 West, Salt Lake Base and Meridian, and running thence North 89°56'34" West 7.000 feet along said North line to the West line of 7200 West Street, a 40.000 foot half-width; thence North 0°04'33" West 228.000 feet along said West line; thence South 89°56'34" East 7.000 feet to the West line of 7200 West Street, a 33.00 foot half-width; thence South 0°04'33" East 228.000 feet along said West line to the point of beginning.

Said property is also known by the street address of:
7210 West 3500 South, Magna, UT

Tax Identification Number:
14-28-479-023

BK8736PG1006

Exhibit A

Legal Description

Tesoro #62094; NCS# 4777

BEGINNING at a County Monument at the intersection of the center lines of 6600 South and Ninth Streets, said Monument being North 131.569 feet and East 1179.75 feet and South 84°28'25" East 531.52 feet from the West Quarter Corner of Section 20, Township 2 South, Range 1 East, Salt Lake Base and Meridian, and running thence North 0°19' East 162 feet; thence West 183.0 feet; thence South 144.38 feet, more or less, to the center line of 6600 South Street; thence along said centerline South 84°28'25" East 182.95 feet, more or less, to point of beginning.

EXCEPTING THEREFROM that portion of the above described property that lies within the bounds of 6600 South Street, being approximately the Southerly 33 feet thereof.

TOGETHER WITH a right of way over and across the following described tract of land:

BEGINNING at a point on the center line of Ninth East Street North 0°19' East 162.0 feet from a County Monument at the intersection of the center lines of 6600 South and Ninth East Streets, said Monument being North 131.569 feet and East 1179.75 feet and South 84°28'25" East 531.52 feet from the West Quarter Corner of Section 20, Township 2 South, Range 1 East, Salt Lake Base and Meridian, and running thence West 183.0 feet; thence North 30.0 feet; thence East 183.17 feet, more or less, to the center line of Ninth East Street; thence South 0°19' West 30.0 feet to the point of beginning.

LESS and EXCEPTING therefrom that portion conveyed to the State Road Commission by Quit Claim Deed recorded in Book 3388 at Page 309 of Official Records, as follows:

A parcel of land in fee for the relocation of 900 East Street incident to the construction of a freeway known as Project No. 415-9, being part of and entire tract of property, in the SE 1/4 SW 1/4 of Section 20, Township 2 South, Range 1 East, Salt Lake Base and Meridian. The boundaries of said parcel of land are described as follows:

Beginning at a point on a county monument at the intersection of the center lines of 6600 South Street and existing 900 East Street, said point being 131.569 feet North 1179.75 feet East and 531.52 feet South 84°28'25" East from the West Quarter Corner of said Section 20; thence North 0°19' East 162.0 feet to the Northeast Corner of said entire tract; thence West 41.14 feet, more or less, to a point 61.14 feet perpendicularly distant Westerly from the center line of 900 East Office Revision at Engineer Station 41+35.34; thence South 4°00'22" West 64.25 feet, more or less, to a point 65.0 feet perpendicularly distant Westerly from said center line of 900 East Office Revision at Engineer Station 42+00; thence South 0°19' West 60.10 feet, more or less, to the existing Northerly right of way line of said 6600 South Street; thence South 84°28'25" East 12.03 feet, more or less, to the West existing right of way line of 900 East Street; thence South 0°19' West 33.16 feet, more or less, to the said center line 6600 South Street; thence South 84°28'25" East 33.16 feet, more or less, along said center line of 6600 South Street to the point of beginning as shown on the Official Map of said project on file in the Office of the State Road Commission of Utah.

BK8736PG1007

The above described property being more particularly described as a single parcel as follows:

BEGINNING at a point on the new right of way line of 900 East Street, said point being West 41.14 feet, and North 00°19'00" East 162.0 feet from a County Monument at the intersection of 6600 South Street and 900 East Street, said Monument being North 131.569 feet and East 1179.75 feet and South 84°28'25" East 531.52 feet from the West Quarter Corner of Section 20, Township 2 South, Range 1 East, Salt Lake Base and Meridian, and running thence West 141.86 feet; thence South 111.23 feet to the north right of way line of 6600 South Street; thence along said north line South 84°28'25" East 137.68 feet to the new west right of way line of 900 East Street; thence northerly along said west line the following two courses: North 00°19'00" East 60.39 feet and North 04°00'22" East 64.25 feet to BEGINNING.

TOGETHER WITH a right of way over and across the following described tract of land:

BEGINNING at a point on the center line of Ninth Street East North 0°19' East 162.0 feet from a County Monument at the intersection of the centerlines of 6600 South Street and 900 East Street, said Monument being North 131.569 feet and East 1179.75 feet and South 84°28'25" East 531.52 feet from the West Quarter Corner of Section 20, Township 2 South, Range 1 East, Salt Lake Base and Meridian, and running thence West 183.0 feet; thence North 30.0 feet; thence East 183.17 feet, more or less, to the centerline of Ninth Street East; thence South 0°19' West 30.0 feet to the point of BEGINNING.

Said property is also known by the street address of:
897 East 6600 South, Murray, UT.

Tax Identification Number:
22-20-176-013-0000

BK 8736 PG 1 008

Exhibit A

Legal Description

Tesoro #62096; NCS# 4780

Commencing at the Southeast Corner of Lot 1, Block 31, Plat "F", Salt Lake City Survey, said corner being N00°00'15"E along the monument line 63.86 feet and S89°58'19"E 62.48 feet from a city monument located in the intersection of 1300 East Street and 2nd South Street and running thence S89°58'19"E along the Southerly line of said Lot 1 148.62 feet; thence N00°00'28"E parallel to the East line of said Lot 1 79.14 feet; thence N89°58'19"E 148.62 feet to the Easterly line of said Lot 1; thence S00°00'28"W along said Easterly line 79.14 feet to the point of beginning.

TOGETHER with a non-exclusive easement for driveway purposes and for foot and automotive traffic, including the right to grade, gravel, pave or blacktop the same or any part thereof, over and across the following describe parcel of land;

Beginning at a point North 0°00'02" East 79.14 feet from the Southeast Corner of Lot 1, Block 31, Plat "F", Salt Lake City Survey; and running thence South 89°58'19" West 35.00 feet; thence North 0°00'02" East 9.00 feet; thence North 89°58'19" East 35.0 feet; thence South 0°00'02" West 9.0 feet to the point of beginning.

Said property is also known by the street address of:
176 South 1300 East, Salt Lake City, UT

Tax Identification Number: 16-05-230-033-0000
16-05-230-034-0000

BK8736PG1009

Exhibit A

Legal Description

Tesoro #62099; NCS# 4786

BEGINNING AT A POINT IN THE CENTER OF 2300 EAST STREET, SAID POINT BEING EAST 2.47 FEET AND SOUTH 0°07' EAST 253.08 FEET AND SOUTH 0°52'30" WEST 151.66 FEET FROM THE CENTER OF SECTION 3, TOWNSHIP 2 SOUTH, RANGE 1 EAST, SALT LAKE BASE AND MERIDIAN, AND RUNNING THENCE NORTH 86°30' EAST 233.10 FEET; THENCE NORTH 2°37'30" WEST 113.70 FEET TO A POINT ON A CURVE TO THE RIGHT ON THE SOUTH LINE OF 4500 SOUTH STREET, THE CENTER OF SAID CURVE BEING NORTH 9°31'06" WEST 1186.30 FEET; THENCE WESTERLY ALONG THE ARC OF SAID CURVE AND SOUTH LINE 204.84 FEET TO A POINT OF TANGENCY; THENCE NORTH 89°37'30" WEST 21.82 FEET TO THE CENTER OF 2300 EAST STREET; THENCE SOUTH 0°52'30" WEST 111.66 FEET ALONG THE CENTER OF SAID STREET TO THE POINT OF BEGINNING.

SUBJECT TO A RIGHT OF WAY FOR 2300 EAST STREET OVER THE WEST 33.0 FEET THEREOF.

Said property is also known by the street address of:
2322 East 4500 South, Salt Lake City, UT

Tax Identification Number:
22-03-404-001-0000

Exhibit A

Legal Description

Tesoro #62104; NCS# 4794

The land referred to in this commitment is situated in the County of Salt Lake, State of UTAH, and is described as follows:

Beginning at a point on the East line of the widened 500 East Street and the South line of 2100 South Street said point being South 0°11'38" West 23.130 feet and South 89°48'57" East (Record South 89°58'51" East) 22.410 feet to the Northwest Corner of Glenwood Subdivision and South 0°12'44" West 10.000 feet and South 89°48'57" East (Record South 89°47'24" East) 2.50 feet from a Salt Lake City Survey Monument in the intersection of 2100 South Street and 500 East Street and running thence South 89°48'57" East (Record South 89°47'24" East) 133.500 feet along the South line of 2100 south Street; thence South 0°12'44" West 175.457 feet; thence South 89°59'35" West (Record North 89°58'51" West) 133.501 feet to the widened East line of 500 East Street; thence North 0°12'44" East 175.902 feet along the said East line to the point of beginning.

Said property is also known by the street address of:
502 East 2100 South, Salt Lake City, UT 84106

Tax Identification Number:

16-19-227-001-0000

16-19-227-002-0000

16-19-227-030-0000

BK8736PG10111

Exhibit A

Legal Description

Tesoro #62105; NCS# 4800

Lot 4, AMENDED LAKE VIEW SUBDIVISION PLAT A, according to the Official Plat thereof, on file and of record in the Office of the Salt Lake County Recorders Office.

Said property is also known by the street address of:
965 North Beck Street, Salt Lake City, UT

Tax Identification Number: 08-25-326-016-0000

Exhibit A

Legal Description

Tesoro #62109; NCS# 4793

PARCEL 1:

Beginning at a point on the South line of 10600 South Street (a 53.0 foot half-width), said point of beginning being South 89°32'35" East 1485.02 feet and South 36.5 feet from the Northwest Corner of the Southeast Quarter of Section 13, Township 3 South, Range 1 West, Salt Lake Base and Meridian, and running thence along said Southerly right-of-way as dedicated in that certain Quit Claim Deed recorded as Entry No. 4155184 in Book 5703 at Page 1186 in the Office of the Salt Lake County Recorder, South 89°35'00" East 165.00 feet; thence South 127.31 feet; thence North 89°35'00" West 165.00 feet to the East line of an existing right-of-way in favor of the Utah State Road Commission; thence North 127.31 feet along said East line to the point of beginning.

Subject to a Right of Way pursuant to that certain Access Agreement dated December 21, 1984, over the East 20 feet of the West 25 feet of the above described tract, said Agreement recorded December 21, 1984 as Entry No. 4031243 in Book 5617 at Page 287 of Official Records.

PARCEL 2:

An Easement for vehicular traffic over the North 20 feet of the following described property.

Beginning at a point on the East line of an existing Right of Way in favor of the Utah State Road Commission, said point of beginning being South 89°32'35" East 1485.02 feet along the Quarter Section line, and South 163.81 feet from the Northwest Corner of the Southeast Quarter of Section 13, Township 3 South, Range 1 West, Salt Lake Base and Meridian, running thence South 89°35'00" East 165.00 feet; thence South 362.34 feet; thence West 82.50 feet; thence North 264.0 feet; thence West 82.50 feet to the East line of said Right of Way; thence North 99.54 feet along said East line to the point of beginning.

Said property is also known by the street address of:
151 West 10600 South, Sandy, UT

Tax Identification Number: 27-13-428-001-0000

BK8736PG1013

Exhibit A

Legal Description

Tesoro #62111; NCS# 4770

Beginning at a point on the West line Redwood Road, said point being South 0°02'55" East 116.00 feet along the quarter section line and South 89°53'41" West 53.00 feet; from the Northeast Corner of the Northwest Quarter of Section 15, Township 2 South, Range 1 West, Salt Lake Base and Meridian, and running thence south 0°02'55" East 95.00 feet along said West line; thence South 89°53' 41" West 186.00 feet; thence North 0°02'55" West 178.00 feet to the South line of 5400 South Street; thence North 89°53' 41" East 55.00 feet along said South line; thence South 0°02'55" East 83.00 feet; thence North 89°53'41" East 131.00 feet to the point of beginning.

Together with a perpetual, non-exclusive easement for vehicular and pedestrian ingress and egress as follows:

Beginning at a point on the West line of Redwood Road, said point being South 0°02'55" East 211.00 feet along the quarter section line and South 89°53'41" West 53.00 feet from the Northeast Corner of the Northwest Quarter of Section 15, Township 1 South, Range 1 West, Salt Lake Base and Meridian, and running thence South 0°02'55" East 50.00 feet along said West line; thence South 89°53'41" West 40.00 feet; thence North 0°02'55" West 50.00 feet; thence North 89°53'41" East 40.00 feet to the point of beginning.

Said property is also known by the street address of:
5416 South Redwood Rd., Taylorsville, UT

Tax Identification Number:
21-15-126-052-0000

Exhibit A

Legal Description

Tesoro #62111; NCS# 4770

Beginning on the West line of Redwood Road, South 116.0 feet and West 53.0 feet from the Northeast Corner of the Northwest Quarter of Section 15, Township 2 South, Range 1 West, Salt Lake Base and Meridian, and running thence along the West line of Redwood Road North 53.0 feet; thence North 45° West 42.43 feet to the existing South right of way line of 5400 South Street; thence West 101.0 feet along the existing South right of way line; thence South 83.0 feet; thence East 131.0 feet to the point of beginning.

Said property is also known by the street address of:
5416 South Redwood Rd., Taylorsville, UT

Tax Identification Number:
21-15-126-018-0000

Exhibit A

Legal Description

Tesoro #62113; NCS# 4795

Beginning at a point North 00°19'36" East 54.00 feet along the Section line and North 89°58'10" East 33.00 feet from the Southwest Corner of Section 28, Township 2 South, Range 1 West, Salt Lake Base and Meridian, and running thence North 00°19'36" East 190.00 feet; thence North 89°58'10" East 230.00 feet; thence South 00°19'36" West 190.00 feet to the Northerly line of 7800 South Street (a 108 foot wide right of way); thence South 89°58'10" West 230.00 feet along said right of way to the point of beginning.

Said property is also known by the street address of:
7761 South 3200 West, West Jordan, UT

Tax Identification Number:
27-28-352-001-0000

BK 8736 PG 1016

Exhibit A

Legal Description

Tesoro #62116; NCS# 4797

Beginning at a point on the West line of 4000 West Street, (a 40.00 foot half-width), and the North line of 4100 South Street, said point being North 0°01'50" West 82.951 feet along the section line and South 89°58'10" West 40.000 feet from the Southeast Corner of Section 31, Township 1 South, Range 1 West, Salt Lake Base and Meridian; and running thence South 44°56'04" West 42.452 feet along said North line; thence South 89°53'59" West 162.647 feet along the North line of 4100 South Street (a 53.00 foot half-width); thence North 0°01'50" West 170.000 feet; thence North 89°53'59" East 192.647 feet to the West line of 4000 West Street; thence South 0°01'50" East 140.000 feet along said West line to the point of beginning.

TOGETHER with a right of way described as follows:

Beginning at a point on the North line of 4100 South Street, (a 33.00 foot half-width), said point being North 0°01'50" West 33.000 feet along the section line and South 89°53'59" West 232.647 feet from the Southeast Corner of Section 31, Township 1 South, Range 1 West, Salt Lake Base and Meridian; and running thence South 89°53'59" West 20.000 feet along said North line; thence North 0°01'50" West 80.000 feet thence North 89°53'59" East 20.000 feet; thence South 0°01'50" East 80.000 feet to the point of beginning.

Said property is also known by the street address of:
4018 West 4100 South, West Valley City, UT

Tax Identification Number:
15-31-477-018-0000