

STATE OF GEORGIA )  
                          : SS.  
COUNTY OF DEKALB )

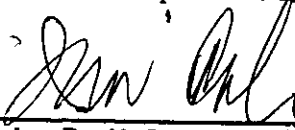
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JOHN P. MCCARLEY, being first duly sworn,  
deposes and says:

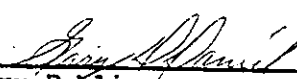
That he is an Assistant Secretary of Sinclair  
Oil Corporation;

That effective at the close of business on  
September 30, 1968, Sinclair Refining Company, Sinclair  
Oil & Gas Company, Sinclair Petrochemicals, Inc., and  
Sinclair Research, Inc., were merged into Sinclair Oil  
Corporation, a New York corporation;

That as a result of said merger, all the right,  
title and interest of Sinclair Refining Company in and to  
real property situated in Greenville County,  
South Carolina, vested in Sinclair Oil Corporation.

  
\_\_\_\_\_  
John P. McCarley  
Assistant Secretary  
Sinclair Oil Corporation

Sworn to and subscribed to  
before me this 3rd day  
of December, 1968.

  
\_\_\_\_\_  
Notary Public

My commission expires:

Notary Public, Georgia, State at Large

My Commission Expires Aug. 1, 1971

Recorded January 7, 1969 At 2:00 P.M. # 16042