

CANCELLATION AGREEMENT

*Cancelled
Dorcas S. Lankensley
RMC*

GOC
PKG. 6-7

WHEREAS,

A. By Lease dated the 1st day of AUGUST 1958, TREMARCO CORPORATION, a Delaware corporation, leased to GULF OIL CORPORATION, a Pennsylvania corporation, certain premises in CITY OF GREENVILLE County of GREENVILLE, State of SOUTH CAROLINA; and

B. A Short Lease Agreement (and Notice of Assignment and Lessee's consent thereto) dated the 21st day of AUGUST 1958, filed for record in DEED BOOK 605 Book, Page 445 of GREENVILLE County, State of SOUTH CAROLINA Records, by which all of the estate, right, title and interest of TREMARCO in and to said Lease and Short Lease was assigned, conveyed, transferred and set over unto MELLON NATIONAL BANK AND TRUST COMPANY and D. A. Hazlett, as Trustees;

Which instruments pertain to the premises more fully described on Schedule I annexed hereto and made a part hereof.

C. WHEREAS, as of November 28, 1972, Mellon National Bank and Trust Company was merged with and into a new corporation known as Mellon Bank, N.A., which has succeeded to all the rights and obligations of Mellon National Bank and Trust Company in its capacity as such Trustee;

D. GULF OIL CORPORATION is the successor by merger effective August 31, 1975, 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 now both Lessor and Lessee) and said Agreement of Assignment and Consent; and

E. WHEREAS, 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 Assignment and Consent are hereby cancelled and terminated as of September 30, 1983, and all parties thereto are forever released from any and all claims incident thereto.

J. Ronald Sandberg, Assistant Secretary of GULF, certifies as follows:

(a) 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 and to designate and appoint one or more employees or representatives to do any act which he, himself, has been authorized and empowered to do by such resolution.

(b) R. E. Barger, a duly appointed and acting Vice President of Gulf Oil Company - U. S., did duly make, constitute and appoint V. J. Stacey Attorney-in-Fact of Gulf Oil Corporation and authorized and directed V. J. Stacey to do and perform the acts referred to in this instrument without limitation.

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