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This instrument was prepared by:
Messrs. Demov, Morris, Levin & Shein
40 West 57th Street
New York, New York 10019

Commonwealth Land Fille Irs 1290 Ave of the americas

DEED

THIS DEED, dated as of December 17, 1981, between NOCLAF, INC.

, a Delaware corporation, having an office c/o Demov, Morris, Levin & Shein, 40 West 57th Street, New York, New York 10019 ("Grantor") and FORT SMITH ASSOCIATES, a New York partnership, having an address c/o Messrs. Demov, Morris, Levin & Shein, 40 West 57th Street, New York, New York 10019 ("Grantee").

\underline{W} \underline{I} \underline{T} \underline{N} \underline{E} \underline{S} \underline{S} \underline{E} \underline{T} \underline{H} :

That said Grantor, in consideration of the sum of the (\$10.00) Dollars, the receipt of which is hereby acknowlded, does hereby grant, bargain, sell and convey unto Grantee, its successors and assigns, all of the right, title and interest of Grantor in and to the parcel of land described in Schedule A hereto (the "Land"), excluding the buildings, structures and other improvements now or hereafter located thereon, said interest of Grantor being a remainder interest; SUBJECT, however, to all encumbrances, liens, mortgages, covenants, easements, rights, restrictions, grants, leases and agreements of record affecting the Land.

It is the intent of Grantor by virtue of this instrument to presently convey its remainder interest in the Land.

The Grantor does hereby bind itself, its successors and assigns, to warrant and forever defend all and singular the Land unto the Grantee, its successors and assigns, against every person whomsoever lawfully claiming, or to claim the same, or any part thereof by, through or under Grantor but not otherwise.

2 ADULY ENTERED FOR TAXATION

JUL 3 0 1982

Service O Trust

10.00

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IN WITNESS WHEREOF, Grantor has caused its corporate seal to be hereunto affixed, and these presents to be signed by its duly authorized officers as of the day and year first above written.

[CORPORATE SEAL]

NOCLAF,

Bv:

President

ROBERT C. HAMMERLING

Attest:

Secretary

ALLAN A. GOODRIBGE

PARCEL 1: Part of the North 1/2 of Section 23, Township 35 North, Range 8 West of the 2nd P.M., Lake County, Indiana, described as commencing at the Northwest corner of said Section 23; thence South 02 degrees 42'00" East along the West line of said Section 23, 842.20 feet to the South right-of-way line of the Chesapeake and Ohio Railroad; thence South 62 degrees 42'00" East along said South line, 1652.33 feet to the place of beginning; thence continuing South 62 degrees 42'00" East along said South line, 192.67 feet; thence South 27 degrees 18'00" West, 274.33 feet; thence South 62 degrees 42'00" East 4.00 feet; thence South 27 degrees 18'00" West, 80.00 feet; thence South 62 degrees 42'00" East, 26.41 feet; thence South-27 degrees 18'00" West, 275.00 feet; thence North 62 degrees 42'00" West, 260.00 feet; thence North 27 degrees 18'00" East, 275.00 feet; thence South 62 degrees 42'00" East, 36.92 feet; thence North 27 degrees 18'00" East, 354.33 feet to the place of 1 - 4 beginning.

PARCEL 2: Right and easement to go upon, over and across and to use for purpose of ingress and egress that part of the North 1/2 of Section 23, Township 35 North, Range 8 West of the 2nd P.M., Lake County, Indiana, described as commencing at the Northwest corner of said Section 23; thence South 02 degrees 42'00" East along the West line of said Section 23, 842.20 feet to the South right-of-way line of the Chesapeake and Ohio Railroad; thence South 62 degrees 42'00" East along said South line, 1652.33 feet; thence South 27 degrees 18'00" West, 354.33 feet; thence North 62 degrees 42'00" West, 36.92 feet; thence South 27 degrees 18'00" West, 275.00 feet to the place of beginning; thence South 62 degrees 42'00" East, 260.00 feet; thence South 27 degrees 18'00" West, 147.44 feet; thence South 01 degree 35'00" East, 50.00 feet to the North line of U.S. Highway No. 30; thence South 88 degrees 25'00" West along said North line, 365.40 feet; thence North 01 degree 35'00" West, 50.00 feet; thence North 88 degrees 25'00" East, 17.00 feet; thence North 01 degree 35'00" West, 150.00 feet; thence North 88 degrees 25'00" East, 134.21 feet; thence North 27 degrees 18'00" East, 119.55 feet to the place of beginning.

PARCEL 3: Right and easement to go upon, over and across and to use for purposes of ingress and egress that part of the North 1/2 of Section 23, Township 35 North, Range 8 West of the 2nd P.M., Lake County, Indiana, described as commencing at the Northwest corner of said Section 23; thence South 02 degrees 42'00" East along the West line of said Section 23, 842.20 feet to the South right-of-way line of the Chesapeake and Ohio Railroad; thence South 62 degrees 42'00" East along said South line, 1845.00 feet; thence South 27 degrees 18'00" West, 274.33 feet; thence South 62 degrees 42'00" East, 4.00 feet; thence South 27 degrees 18'00" West 50.00 feet to the place of beginning; thence South 62 degrees 42'00" East, 413.65 feet; thence South 01 degree 35'00" East, 209.11 feet; thence North 88 degrees 25'00" East, 17.00 feet; thence South 01 degree 35'00" East, 50.00 feet to the North line of U.S. Highway No. 30; thence South 88 degrees 25'00" West along said North line, 64.00 feet;

(continued)

SCHEDULE_A_cont'd.

thence North Ol degree 35'00" West, 50.00 feet; thence North 88 degrees 25'00" East, 17.00 feet; thence North Ol degree 35'00" West, 191.40 feet; thence North 62 degrees 42'00" West, 395.93 feet; thence North 27 degrees 18'00" East, 30.00 feet to the place of beginning.

STATE OF NEW YORK COUNTY OF NEW YORK) SS.:

Before me, Selma Mung , a Notary Public of the State of New York, this 2/11 December, 1981, personally appeared NOCLAF, INC., by ROBERT C. HAMMERLING and ALLAN D. GOODRIDGE, its President and Secretary, respectively, and acknowledged the execution of the foregoing Deed.

(NOTARIAL SEAL)

SELMA MUNZ
Notary Public, State of New York
No. 41-4712003
Qualified in Queens County
Cortifords Filed in New York County
My Commission Expires March 30, 1982