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LAWYERS TITLE INS. CORP.
7095 BROADWAY
MERRILLVILLE, IN 46410

899034

FULL SATISFACTION OF MORTGAGE, FULL RELEASE OF LEASE AND
FULL RELEASE OF ASSIGNMENT OF LEASE AND CONSENT
BRIXHAM CORPORATION SERIES A

This Full Satisfaction of Mortgage, Full Release of Lease, and Full Release of Assignment of Lease, dated as of August 1, 1985, from FIRST FIDELITY BANK, NATIONAL ASSOCIATION, NEW JERSEY (formerly known as Fidelity Union Trust Company), a New Jersey corporation having its principal office and place of business at 765 Broad Street, Newark, New Jersey, (the "Corporate Trustee") and L. Patterson, having duly succeeded Shirley M. Reed, who duly succeeded S. A. Clark, as Individual Trustee, having her office at 765 Broad Street, Newark, New Jersey (collectively the "Trustees") to BRIXHAM CORPORATION, an Indiana corporation, having its principal office at 7930 Clayton Road, St. Louis, Missouri 63117 (the "Company").

Handwritten signature: Robert J. Blawie
JAN 21 1969
ST. LOUIS, MO
16.50

WITNESSETH:

WHEREAS, the Company has heretofore executed and delivered to the Trustees a First Mortgage and Deed of Trust, Series A, dated as of December 10, 1968, and recorded Jan. 21, 1969 as Document #2252 (the "Original Mortgage"), to secure as provided therein the Company's 7-1/4 20-year First Mortgage Notes, Series A, due January 1, 1988, in an aggregate principal amount not exceeding \$1,018,314.35 (the "Notes") and to secure the payment of all other indebtedness which the Original Mortgage by its terms secures and the performance of and compliance with all of the terms thereof; and

WHEREAS, the Original Mortgage originally created a lien on 12 separate service station premises as described in the Schedule A attached thereto, some of which are described on Schedule X attached hereto; and

WHEREAS, one Supplemental Mortgage and Deed of Trust caused one additional property to be subject to the lien of the Original Mortgage and also caused one property which had theretofore been encumbered by the Original Mortgage to be released from the provisions of the Original Mortgage (collectively referred to as the "Properties"); and

WHEREAS, there are currently 12 properties subject to the provisions of the Original Mortgage and Supplemental Mortgage and Deed of Trust (collectively referred to as "Properties"); and

Handwritten initials: Jy
16.50

WHEREAS, in order to further secure the payment, when and as due and payable, of the principal, premium (if any), and interest on the Notes and the payment of all other indebtedness which the Original Mortgage by its terms secures and the performance of and compliance with all of the terms of the Original Mortgage, the Company has, by an Assignment of Lease dated as of December 10, 1968, ^{and recorded Jan. 21, 1959 as Doc. #2256} assigned, transferred, conveyed and set over to the Trustees all of the Company's estate, right, title and interest in, to and under a composite lease dated as of December 10, 1968, from the Company, as Lessor, to Clark Oil & Refining Corporation, a Wisconsin corporation of St. Louis, Missouri, as Lessee, covering the Properties (the "Lease"), together with all rights, powers, privileges, remedies, options and other benefits of the Company, as Lessor, under the Lease; and

WHEREAS, the Trustees have consented in writing to the Assignment of the Lease, as aforesaid by an instrument dated as of December 10, 1968; and

WHEREAS, the Original Mortgage and Supplemental Mortgage and Deed of Trust created a lien on the Company's interest as Lessor in and to the Lease; and

WHEREAS, the Company now desires to obtain the release of all of the service station premises from the lien of the Original Mortgage, Supplemental Mortgage and Deed of Trust, and the Assignment of Lease, and to obtain a reassignment of the Lease to the Company; and

WHEREAS, all of the noteholders have agreed to accept a full prepayment of the aforementioned note and have consented to the release of all of the properties from the lien of the Original Mortgage, Supplemental Mortgage and Deed of Trust and the Assignment of Lease in consideration of the full prepayment.

NOW, THEREFORE, THIS FULL SATISFACTION OF MORTGAGE AND FULL RELEASE OF LEASE AND FULL RELEASE OF ASSIGNMENT OF LEASE, WITNESSETH, that the Trustees, in pursuance of the Original Mortgage and Supplemental Mortgage and Deed of Trust, and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby

acknowledged, have granted, released, quit-claimed and set over and by these presents, do grant, release, quit-claim and set over unto the Company all of the properties together with the hereditaments and appurtenances thereunto belonging, and all the right, title and interest of the said Trustees of, in and to the same, to the intent that the land hereby conveyed may be discharged from the lien of the Original Mortgage, Supplemental Mortgage and Deed of Trust, and Assignment of Lease and the Trustees further grant, release, quit-claim and reassign all rights in and under the Lease to the Company for all of the properties.

TO HAVE AND TO HOLD, the land and premises hereby released and conveyed to the Company, its successors and assigns, forever free, clear and discharged of and from the Lease dated December 10, 1968 and from all liens and claims of the Trustees under and by virtue of the Original Mortgage dated as of December 10, 1968, Supplemental Mortgage and Deed of Trust and Assignment of Lease dated as of December 10, 1968.

IN WITNESS WHEREOF, the Trustees have caused this Full Satisfaction of Mortgage and Full Release of Lease, and Full Release of Assignment of Lease to be executed and the corporate seal of the Corporate Trustee to be hereunto affixed and attested by its officers thereunto duly authorized as of the day and year first above written.

FIRST FIDELITY BANK, NATIONAL
ASSOCIATION, NEW JERSEY

Witnessed:

Beta E. Corney
Stephanie A. Medina

(Corporate Seal)

By: MW Simons

Attest:

Michael Sabatino
Secretary ASSISTANT CASHIER

L. Patterson
L. Patterson, Individual Trustee

IN WITNESS WHEREOF, the Company has caused this Full Satisfaction of Mortgage, Full Release of Lease and Full Release of Assignment of Lease to be executed and corporate seal of the Company to be hereunto affixed and attested by its officers thereunto duly authorized as of the day and year first above written.

BRIXHAM CORPORATION

Witnessed:

Christian P. Hunt

By: M.R. Burmaster
M.R. Burmaster, Vice President

Linda M. Buffa

(Corporate Seal)

Attest:

Robert W. Ziha
Robert W. Ziha, Secretary

This Instrument drafted by:

M. R. Burmaster, Esq.
7930 Clayton Road
St. Louis, Missouri 63117

SCHEDULE X

Location:

4620 East 8th Avenue
Gary, Indiana

Description:

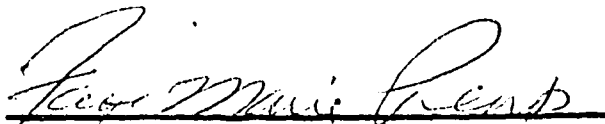
A parcel of land located in the City of Gary, Lake County, Indiana described as follows:

Part of the Southeast Quarter of the Southeast Quarter of Section 1, Township 36 North, Range 8 West of the 2nd P.M., commencing at a point 438.9 feet West of the intersection of the East line of said Section 1; and the Northerly Right-of-Way line of State Road #20; thence Westerly along the Northerly Right-of-Way of State Road #20, 194.8 feet; thence North at right angles to the North line of State Road #20 a distance of 32.46 feet to the Southerly Right-of-Way line of State Road #12 (Dunes Highway); thence Northeasterly along the Southerly Right-of-Way line of said State Road #12, a distance of 201.41 feet to a point; thence South 100.83 feet to the point of beginning.

STATE OF MISSOURI)
) ss
COUNTY OF ST. LOUIS)

On this 31st day of July, 1985, before me
Eave Marie Peats, a Notary Public in and for the said
County and State, duly commissioned and sworn, personally in said
County and State appeared M. R. Burmaster and
Robert W. Ziba, to me personally known and
known to me to be Vice President and Secretary
respectively of Brixham Corporation one of
the corporations named in and executing the foregoing instrument,
which instrument includes Schedule X
attached thereto and made a part thereof, and which instrument
was produced to me in said County and State aforesaid by the said
Vice President and Secretary
who are known to me to be the identical persons who subscribed
the name of the maker thereof to the foregoing instrument as its
Vice President and Secretary, respectively, who
by me being duly sworn, did severally depose, say and acknowledge,
on their several oaths, in said County and State aforesaid that
they reside at 6465 Wydown, Clayton, Missouri
and 45 Brookmill Lane, St. Louis, Missouri
respectively, that they are the Vice President and
Secretary, respectively of said corporation and that said
corporation executed said instrument; that they know the seal of
said corporation; that the seal affixed to said instrument is the
corporate seal of said corporation; that they, being informed of
the contents of said instrument, signed and sealed said instrument
and that they executed the same in the name and on behalf of said
corporation by order, authority and resolution of its Board of
Directors and that they signed their names thereto by like order;
that they executed the same as, and said instrument is, their
free and voluntary act and deed and the free and voluntary act
and deed of said corporation for the consideration, uses and
purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed by official seal in the County and State aforesaid on the
day and year first above written.



Notary Public

My place of residence is: 7082 Bancroft
St. Louis, Missouri 63109

My Commission Expires: 2-13-88

(Notarial Seal)

STATE OF New Jersey)
) SS
COUNTY OF Essex)

On this 1st day of August, 1985, before me Donna Flanagan, a Notary Public in and for the said County and State, duly commissioned and sworn personally in said County and State appeared Thomas W. Simons and Michael SABATINO to me personally known and known to me to be ASST Vice PRES and ASSISTANT CASHIER respectively, of First Fidelity Bank, the Corporate Trustee, named in and executing the foregoing instrument, which instrument includes Schedule A and Supplement to Schedule A attached thereto and made a part thereof, and which instrument was produced to me in said County and State aforesaid by the said Thomas W. Simons and Michael SABATINO, who are known to me to be the identical persons who subscribed the name of the maker thereof to the foregoing instrument as its ASSISTANT Vice President and ASSISTANT CASHIER, respectively, who by me being duly sworn, did severally depose, say and acknowledge that they reside at 17 Almira Street, Bloomfield, N.J.

and 283 Farnham Ave, Lodi, N.J. that they are a ASSISTANT Vice PRES and ASSISTANT CASHIER respectively, of said corporation and that said corporation executed said instrument as Corporate Trustee; that they know the seal of said corporation and that said corporation executed said instrument as Corporate Trustee; that they know the seal of said corporation; that the seal affixed to said instrument is the corporate seal of said corporation; that they, being informed of the contents of said instrument signed and sealed said instrument and that they executed the same in the name and on behalf of said corporation by order, authority and resolution of its Board of Directors and that they signed their names thereto by like order; that they executed the same as, and said instrument is, their free and voluntary act and deed and the free and voluntary act and deed of said corporation for the consideration, uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid on the day and year first above written.

Donna J. Flanagan
Notary Public

DONNA J. FLANAGAN
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Jan 18, 1988

My place of residence is:

674 G-Arden Street
Maywood, N.J. 07607

My Commission expires:

1/18/88

(Notarial Seal)

