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This instrument prepared by
or under the direction of:

CSXT File: 1994-00788

William C Basney

William C. Basney
Senior Counsel
CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

THIS SUPPLEMENTAL OCCUPATION AGREEMENT, Made this 16th day of December, 1994, by and between CSX TRANSPORTATION, INC., a Virginia corporation, whose mailing address is 500 Water Street, Jacksonville, Florida, 32202, hereinafter called "Railroad", and PRAXAIR, INC., a Delaware corporation, whose mailing address is Post Office Box 44, Tonawanda, NY 14151-0044, hereinafter called "Industry."

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WITNESSETH: That Railroad, for and in consideration of the sum of TWO THOUSAND TWO HUNDRED FIFTY AND NO/100 DOLLARS (\$2,250.00), to it in hand paid by Industry, the receipt of which is hereby acknowledged, and of the covenants and agreements hereinafter made and contained on the part of Industry to be kept and performed, hereby grants a NON-EXCLUSIVE PERPETUAL RIGHT OF OCCUPATION, hereinafter called "Occupation", upon, under, and across property owned, controlled or operated by Railroad, its successors or assigns, (the "Occupation Area") for the installation, maintenance, operation, repair, renewal, replacement or removal of a four and one-half inch (4½") oxygen pipeline ("Pipeline") lying in Indiana Harbor, County of Lake, State of Indiana, as described in Exhibit A and as shown on Exhibit U.C.-3B attached hereto and incorporated herein.

TO HAVE AND TO HOLD said Occupation Area for so long as Industry uses and maintains the Pipeline therein; SUBJECT, however, to any existing railroad facilities, public utilities, and other wireline, fiber optic or pipeline facilities located in, on, over, under or across the Occupation Area, and to all existing instruments, agreements, easements and rights therefor, whether recorded or not; and SUBJECT TO the following conditions and covenants:

1. This Supplemental Occupation Agreement incorporates herein all the terms, rights, conditions, and limitations of that certain Perpetual Occupation Agreement ("the Original Agreement") by and between Railroad and Industry dated September 1, 1992, (incorporated herein by reference) and recorded as Document No. 92062180 among the Public Land Records of Lake County, Indiana.



Alan L. Pendrys
Gas Transmission
Project Management

Praxair, Inc.
175 East Park Drive
P. O. Box 44
Tonawanda, NY 14151-0044
Tel (716) 879-7323
Fax (716) 879-2053

FILED

NOV 21 1995

**SAM ORLICH
AUDITOR LAKE COUNTY**

001295

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

95071055
NOV 21 1995

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2. All terms, rights, conditions and limitations of the Original Agreement shall remain in full force and effect.

3. The terms and conditions of this Supplemental Occupation Agreement shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the parties hereto have executed this Supplemental Non-Exclusive Occupation Agreement on the day and year first above written.

Witness(es) for Railroad:

CSX TRANSPORTATION, INC.:

Betty D. Jones
Betty D. Jones

Betty D. Jones

Document is

NOT OFFICIAL

By

Title:

Vice President

This Document is the property of

Patricia J. Aftoora

the Lake County Recorder!

Attest

Joyce A. Dolan
Assistant Secretary

(SEAL)

Robert L. Whealton

Robert L. Whealton

STOP

Witness(es) for Industry:

PRAXAIR, INC.:

Alan A. Bendy 12/21/94

By

Title:

A. K. Phillips
Vice President
Materials Management

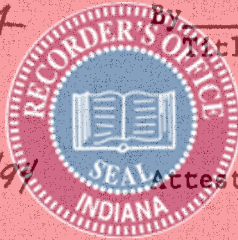
AP

Joyce Oance 12/22/94

Attest

Joyce A. Dolan
Assistant Secretary

(SEAL)



STATE OF FLORIDA)
) SS.
COUNTY OF DUVAL)

I, Robert L. Whealton, a Notary Public of the State of Florida, County of Duval, do certify that, on the date below, before me in said County personally came Patricia J. Aftoora, proven to be or known to me to be the person whose name is subscribed to the above Supplemental Occupation Agreement, who, being by me first duly sworn, did depose, acknowledge, and say that: She resides in Jacksonville, Duval County, Florida; he is Vice President, of CSX Transportation, Inc., the corporation described in and which executed said instrument; ~~she is fully informed of the contents of the instrument; he knows the seal of said corporation; the seal affixed to said instrument is such seal; it was so affixed by authority of the Board of Directors of said corporation; he signed his name thereto for said corporation pursuant to Board authority; and instrument is the free act and deed of said corporation.~~



IN WITNESS WHEREOF, I hereunto set my hand and official seal this 16th day of December, 1994

My commission expires: Robert L. Whealton (SEAL)
Notary Public
Commission No. CC 338168
My Commission Expires 12/07/97
Bonded Through Fla. Notary Service & Bonding Co.

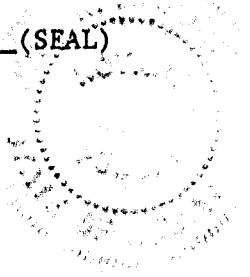
STATE OF New York)
) SS.
COUNTY OF Eric)

I, John R. McClintick, a Notary Public of the State of New York and the County of Niagara, do certify that, on the date below, before me in said County personally came S.K. Phillips, to me known, and known to me to be the person whose name is subscribed to the above instrument, who, being by me first duly sworn, did depose, acknowledge and say that: she is Vice President of Praxair, Inc., the corporate entity described in and which executed said instrument; he is fully informed of the contents of the instrument; he knows the seal of said corporate entity; ~~the seal affixed to said instrument is such seal,~~ he signed his name thereto for said corporate entity pursuant to his authority; and instrument is the free act and deed of said corporate entity.

IN WITNESS WHEREOF, I hereunto set my hand and official seal this 21 day of December, 1994

My commission expires: John R. McClintick (SEAL)
Notary Public

JOHN R McCLINTICK
Notary Public, State of New York
Qualified in Niagara County
My Commission Expires March 21, 1996



STATE OF FLORIDA)
) SS.
COUNTY OF DUVAL)

I, _____, a Notary Public of the State of Florida, County of Duval, do certify that, on the date below, before me in said County personally came _____, proven to be or known to me to be the person whose name is subscribed to the above Supplemental Occupation Agreement, who, being by me first duly sworn, did depose, acknowledge, and say that: he resides in Jacksonville, Duval County, Florida; he is _____, of CSX Transportation, Inc., the corporation described in and which executed said instrument; he is fully informed of the contents of the instrument; he knows the seal of said corporation; the seal affixed to said instrument is such seal; it was so affixed by authority of the Board of Directors of said corporation; he signed his name thereto for said corporation pursuant to Board authority; and instrument is the free act and deed of said corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal this _____ day of _____, 19____.

My commission expires: _____ (SEAL)
Notary Public

STATE OF CONNECTICUT)
) SS.
COUNTY OF FAIRFIELD)

I, Joann M. Jelsa, a Notary Public of the State of Connecticut and the County of Fairfield, do certify that, on the date below, before me in said County personally came R. A. Bassett, to me known, and known to me to be the person whose name is subscribed to the above instrument, who, being by me first duly sworn, did depose, acknowledge and say that: he is Assistant Secretary of Praxair, Inc., the corporate entity described in and which executed said instrument; he is fully informed of the contents of the instrument; he knows the seal of said corporate entity; the seal affixed to said instrument is such seal, he signed his name thereto for said corporate entity pursuant to his authority; and instrument is the free act and deed of said corporate entity.

IN WITNESS WHEREOF, I hereunto set my hand and official seal this 22nd day of December, 1994.

My commission expires: December 31, 1996 Joann M Jelsa (SEAL)
Notary Public

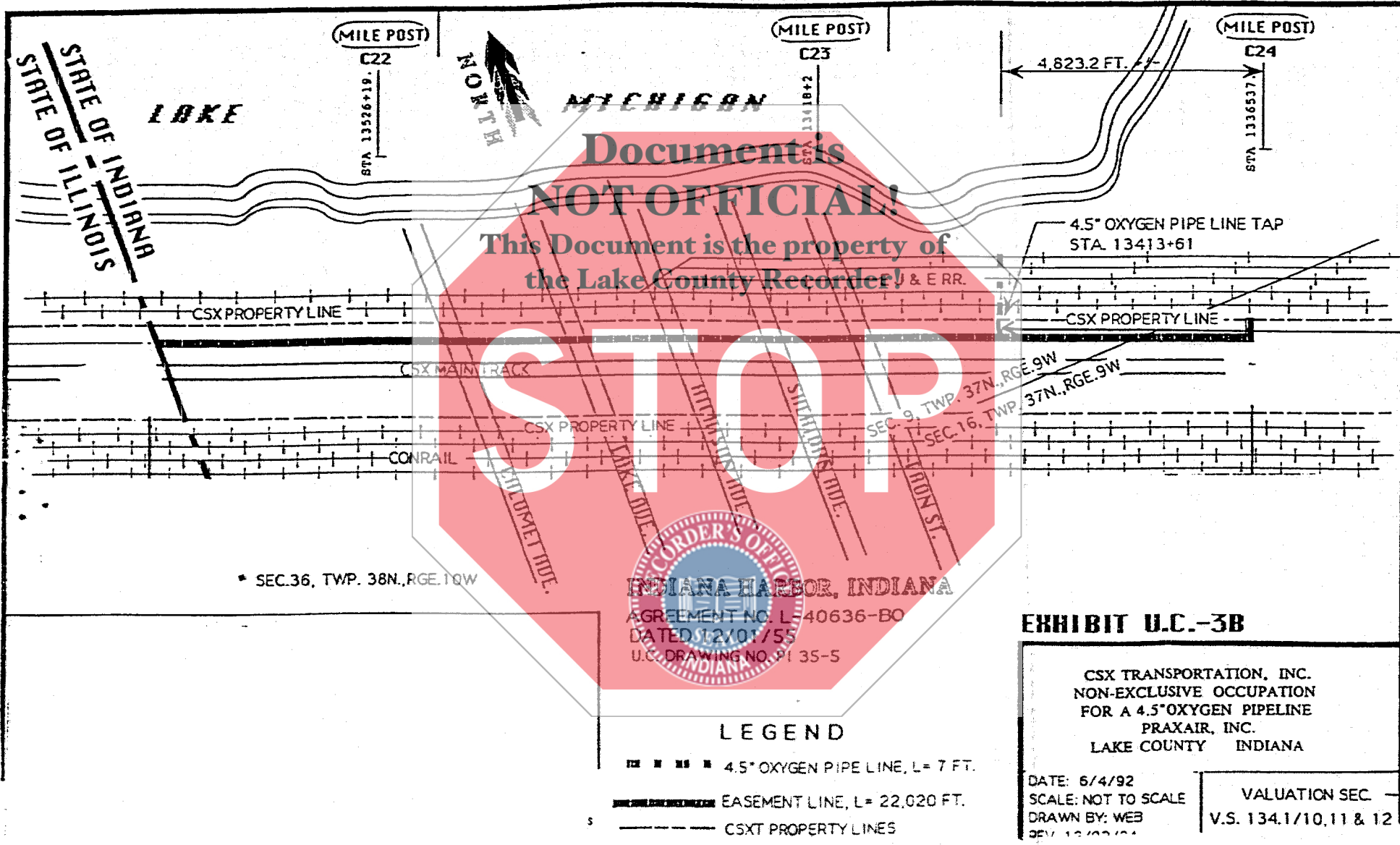
JOANN M. JELSA
NOTARY PUBLIC
My Commission Expires December 31 1996

EXHIBIT A

Description of 4.5" Oxygen Pipe Line at: Indiana Harbor, Indiana
To: Praxair, Inc.
CSXT Deed File No.: 1994-00788-BDJ

Commencing at the point of intersection of the centerline of Front Street with Grantor's northerly property line; thence extending generally in an easterly direction along Grantor's northerly property line a distance of 1,700 ft., more or less, to the TRUE POINT OF BEGINNING opposite Grantor's Valuation Station 13413+61; thence in a southerly direction perpendicular to the centerline of Grantor's main line railroad track a distance of 7 ft. to the ENDING POINT, being 38 ft. north of and perpendicular to the Grantor's northernmost railroad track, as shown on Exhibit U.C.-3 B, attached hereto.





SEC. 36, TWP. 38N., RGE. 10W

INDIANA HARBOR, INDIANA
 RECORDER'S OFFICE
 AGREEMENT NO. L-40636-BO
 DATED 12/01/55
 U.C. DRAWING NO. PI 35-5

LEGEND

- ▬▬▬▬▬ 4.5" OXYGEN PIPE LINE, L= 7 FT.
- ▬▬▬▬▬ EASEMENT LINE, L= 22,020 FT.
- ▬▬▬▬▬ CSXT PROPERTY LINES

EXHIBIT U.C.-3B

CSX TRANSPORTATION, INC.
 NON-EXCLUSIVE OCCUPATION
 FOR A 4.5" OXYGEN PIPELINE
 PRAXAIR, INC.
 LAKE COUNTY INDIANA

DATE: 6/4/92
 SCALE: NOT TO SCALE
 DRAWN BY: WEB
 REV. 12/02/04

VALUATION SEC. —
 V.S. 134.1/10, 11 & 12