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STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2009 049249

2009 JUL 16 AM 9:17

MICHAEL A. BROWN
RECORDER

**THIS INSTRUMENT
PREPARED BY AND AFTER
RECORDING RETURN TO:**

Harold B. Pomerantz, Esq.
DLA Piper LLP (US)
203 N. LaSalle Street
Chicago, Illinois 60601

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THIS MEMORANDUM OF LEASE (this "Memorandum"), is made, executed and delivered as of the 1st day of May, 2009 by and between **TECUMSEH REDEVELOPMENT INC.**, a formerly known as Arcelormittal Tecumseh Redevelopment Inc., a Delaware corporation ("Landlord"), and **BP PRODUCTS NORTH AMERICA INC.**, a Maryland corporation ("Tenant").

**Document is
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NOT OFFICIAL!**

WHEREAS, Landlord and Tenant have entered into that certain Ground Lease dated as of October 31, 2007, as amended by (i) that certain letter agreement dated as of February 13, 2009 and (ii) that certain First Amendment to Ground Lease of even date (collectively, the "Ground Lease"), pursuant to which Landlord has leased to Tenant, and Tenant has leased from Landlord, certain premises located on 129th Street near the intersection with Dickey Road in East Chicago, Indiana and consisting of approximately 47.978 acres (the "Premises"), upon the terms and conditions set forth within the Ground Lease; and

WHEREAS, Landlord is the fee owner of the Premises legally described on Exhibit A attached hereto and made a part hereof; and

WHEREAS, Landlord and Tenant desire to set forth certain terms and provisions contained in the Ground Lease in this Memorandum for recording purposes;

NOW, THEREFORE, for and in consideration of the rents reserved and the covenants and conditions set forth in the Ground Lease, the receipt, adequacy and sufficiency of which are hereby acknowledged, Landlord and Tenant do hereby covenant, promise and agree as follows:

1. **Definitions.** Capitalized terms used herein which are not otherwise defined herein shall have the respective meanings ascribed to them in the Ground Lease.

Chicago Title Insurance Company

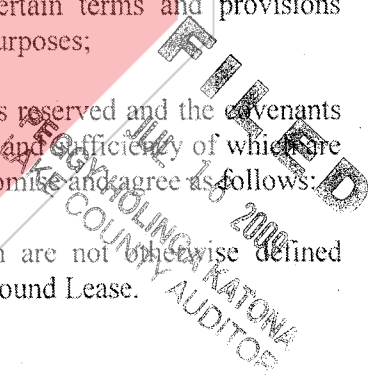
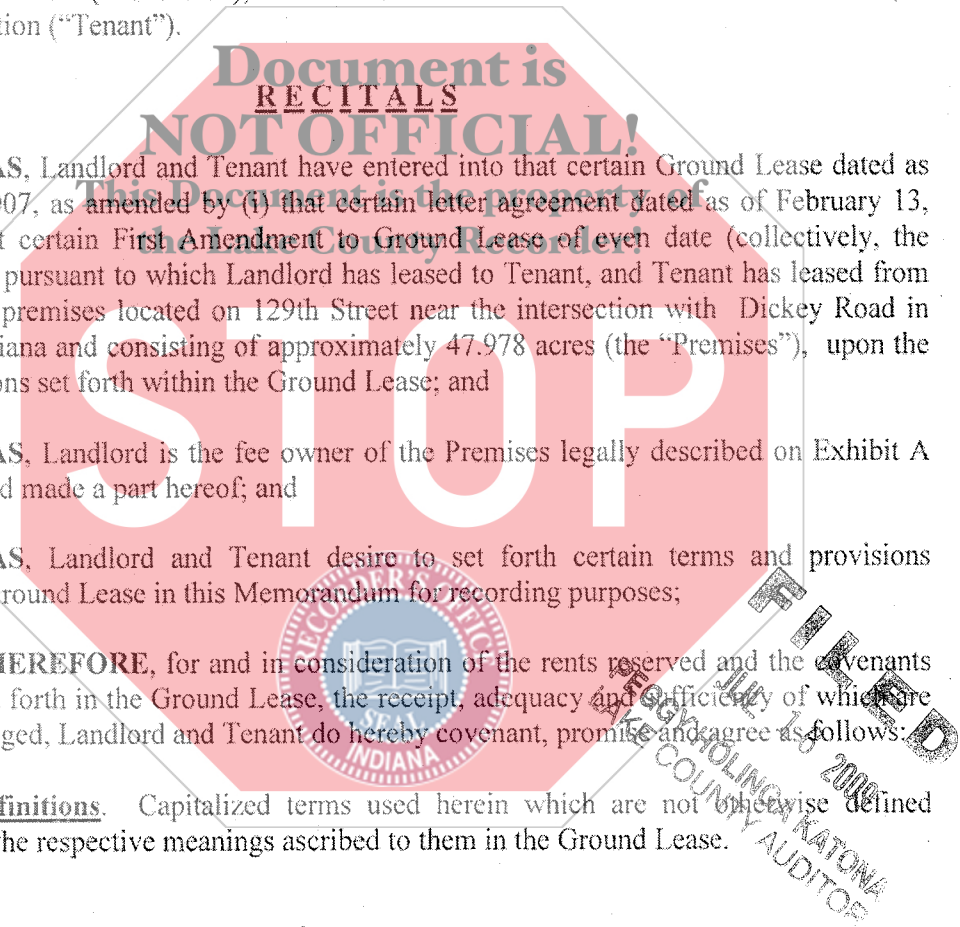
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**CTIC has made an accommodation
recording of the instrument**

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2. **Grant of Lease.** Pursuant to the Ground Lease, Landlord has demised and leased to Tenant, and Tenant has leased from Landlord, the Premises upon the terms and conditions set forth in the Ground Lease.

3. **Commencement Date.** The Term of the Ground Lease commenced on November 1, 2007.

4. **Expiration Date.** The Term of the Ground Lease shall expire, unless sooner terminated or extended or renewed, on December 31, 2012.

5. **Additional Provisions.** The entirety of the Ground Lease has been incorporated herein by reference, and all of the terms thereof shall apply to and be binding upon Landlord and Tenant in connection with this Memorandum. This Memorandum is being entered into and recorded in order to give constructive notice to third parties as to the existence of the Ground Lease and Tenant's rights thereunder. To the extent that a conflict or inconsistency may exist between any term or condition of this Memorandum and any term or condition contained in the Ground Lease, such term or condition contained in the Ground Lease shall govern and control.

6. **Counterparts.** This instrument may be executed in one or more counterparts which, when taken together, shall constitute one and the same instrument.

IN WITNESS WHEREOF, Landlord and Tenant have executed this Memorandum as of the date first written above.

LANDLORD:

TECUMSEH REDEVELOPMENT INC.,
formerly known as Arcelormittal Tecumseh
Redevelopment, Inc., a Delaware corporation

By: [Signature]
Name: KEVIN NADDEL
Its: AUTHORIZED REPRESENTATIVE

TENANT:

BP PRODUCTS NORTH AMERICA INC.,
a Maryland corporation

By: [Signature]
Name: Thomas Beslett
Its: Business Development Manager



STATE OF Illinois)
) SS.
COUNTY OF DuPage)

I, SHARON BUTVILAS, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY, that THOMAS BOSLETT, personally known to me to be the BUS DEVELOPMENT MGR of BP PRODUCTS NORTH AMERICA, INC., a CORPORATION organized under the laws of the State of MARYLAND, and _____, personally known to me to be the _____ of said _____, whose names are subscribed to the within Instrument, appeared before me this day in person and severally acknowledged that as such BUS DEVELOPMENT MGR and _____, they signed and delivered the said Instrument as their free and voluntary act and as the free and voluntary act and deed of said company, for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal, this 30TH day of APRIL, 2009.

Sharon Butvilas

Notary Public

My Commission Expires: _____

STATE OF OHIO)
) SS.
COUNTY OF SUMMIT)

Document is NOT OFFICIAL!
This Document is the property of the Lake County Recorder!

I, TERENCE THOMAS, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY, that KERRI NAGEL, personally known to me to be the AUTHORIZED REPRESENTATIVE of TELOUSEY RESOLUTION INC., a corporation of the State of DELAWARE, and _____, personally known to me to be the _____ of said corporation, whose names are subscribed to the within Instrument, appeared before me this day in person and severally acknowledged that as such AUTHORIZED REPRESENTATIVE and _____, they signed and delivered the said Instrument of writing ~~as~~ _____ and _____ of said ~~corporation~~ as their free and voluntary act and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal, this 19th day of JUNE, 2009.

TERENCE THOMAS
Notary Public

My Commission Expires: _____

TERENCE THOMAS, Attorney at Law
Notary Public, State of Ohio
My commission has no expiration date.
Section 147.03 O.R.C.

TERENCE THOMAS, Attorney at Law
Notary Public, State of Ohio
My commission has no expiration date.
Section 147.03 O.R.C.

DECLARATION

I, the undersigned preparer of the attached document, in accordance with IC 36-2-7.5, do hereby affirm under penalties of perjury that:

1. I have reviewed the attached document for the purpose of identifying and, to the extent permitted by law, redacting all Social Security number;
2. I have redacted, to the extent permitted by law, each Social Security number in the attached document.

I, the undersigned, affirm under the penalties of perjury, that the foregoing declarations are true.



(signature)

Harold B. Pomerantz



EXHIBIT A

LEGAL DESCRIPTION OF PREMISES

Commencing at the Northwest Corner of Fractional Section 16, Township 37 North, Range 9 West, Lake County, Indiana; thence South 00 degrees 28 minutes 54 seconds East along the West line of Section 16, also being along the approximate centerline of Dickey Place a distance of 245.26 feet; thence South 46 degrees 42 minutes 58 seconds East, along the Northwesterly extension of the Southwestern right-of-way line of the Pennsylvania Railroad, a distance of 41.54 feet to the point of beginning of this description (shown as P.O.B. No. 6 on Plat); thence continuing along said Southwestern right-of-way line South 46 degrees 42 minutes 58 seconds East, a distance of 1780.17 feet to the West line of the East 1/2 of the Fractional Northwest 1/4 of Section 16; thence South 00 degrees 26 minutes 47 seconds East along said West line. A distance of 834.00 feet; thence South 64 degrees 44 minutes 22 seconds West, a distance of 769.78 feet to the Northern right-of-way line of 129th Street; thence North 88 degrees 29 minutes 08 seconds West along said right-of-way line, a distance of 455.40 feet to the Eastern right-of-way line of Dickey Place; thence North 46 degrees 22 minutes 50 seconds West along said Eastern right-of-way line, a distance of 98.94 feet; thence North 00 degrees 28 minutes 54 seconds West along said Eastern right-of-way line, a distance of 822.26 feet; thence North 07 degrees 54 minutes 16 seconds West along said Eastern right-of-way line, a distance of 464.45 feet; thence North 00 degrees 28 minutes 54 seconds West along said Eastern right-of-way line, a distance of 1020.46 feet to the point of beginning.

