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Cross Reference to Instrument: 2011075747

**MEMORANDUM OF TERMINATION OF REAL ESTATE CONTRACT**

THIS MEMORANDUM OF TERMINATION OF REAL ESTATE CONTRACT ("Memorandum") has been executed on this 15<sup>th</sup> day of March, 2013, by and between CLEARWATER RESOURCES, INC., an Indiana corporation ("Seller"), and ENERGY OF INDIANA, LLC, a Nevada limited liability company ("Buyer").

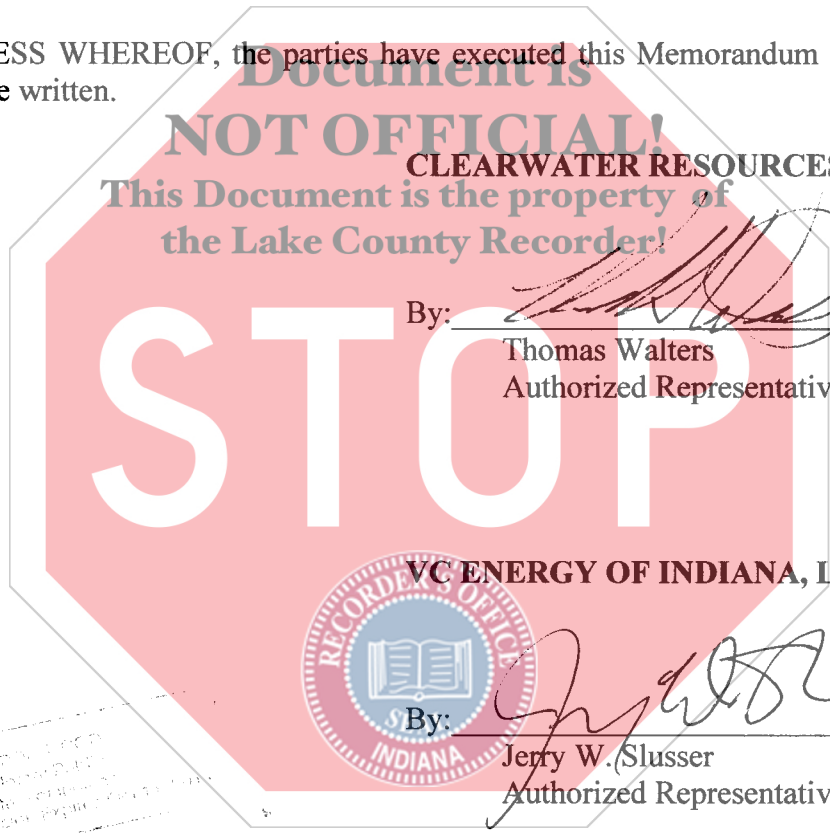
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FILED FOR RECORD  
LAKE COUNTY  
STATE OF INDIANA

A. Seller and Buyer entered into that certain Real Estate Contract, dated December 27, 2011, (the "Contract"), with respect to the real estate described in Exhibit A attached hereto.

B. A Memorandum of Real Estate Contract was recorded December 29, 2011 as Instrument Number 2011075747 in the Office of the Recorder of Lake County, Indiana.

C. The Contract was terminated pursuant to that certain Termination of Real Estate Contract executed by and between Seller and Buyer on the date hereof.

IN WITNESS WHEREOF, the parties have executed this Memorandum effective as of the date first above written.



By: [Signature]  
Thomas Walters  
Authorized Representative

By: [Signature]  
Jerry W. Slusser  
Authorized Representative

MICHAEL B. BROWN  
RECORDER  
2013 MAR -7 AM 9:43  
FILED FOR RECORD  
LAKE COUNTY  
STATE OF INDIANA

LAKE COUNTY RECORDER  
OFFICE OF THE RECORDER  
2013 MAR 7 AM 9:43

**FILED**

21453

MAR 07 2013  
PEGGY HOLINGA KATONA  
LAKE COUNTY AUDITOR

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STATE OF INDIANA )  
 ) SS: ACKNOWLEDGMENT  
COUNTY OF INDIANA)

Before me, a Notary Public in and for said County and State, personally appeared Thomas Walters, a duly authorized representative of Clearwater Resources, Inc., who acknowledged the execution of the foregoing Memorandum of Termination of Real Estate Contract, and who, having been duly sworn, stated that any representations therein contained are true.

Witness my hand and Notarial Seal this 7 day of MARCH 2013.  
My Commission Expires: 10/11/13 Carol J. Cody  
Notary Public  
CAROL J. CODY  
Printed  
Resident of LAKE County

STATE OF INDIANA )  
 ) SS: ACKNOWLEDGMENT  
COUNTY OF Marion)

Document is  
NOT OFFICIAL!

CAROL J. CODY  
Notary Public  
State of Indiana  
My Commission Expires Oct 11, 2014

This Document is the property of  
the Lake County Recorder's Office!

Before me, a Notary Public in and for said County and State, personally appeared Jerry W. Slusser, a duly authorized representative of VC Energy of Indiana, LLC, who acknowledged the execution of the foregoing Memorandum of Termination of Real Estate Contract, and who, having been duly sworn, stated that any representations therein contained are true.

Witness my hand and Notarial Seal this 7 day of March 2013.  
My Commission Expires: 12.14.2017 F.H.P.  
Notary Public  
Faith Hopkins  
Printed  
Resident of Marion County OF INDIANA

FAITH HOPKINS  
Marion County  
NOTARY PUBLIC  
Comm # 614304  
NOTARY SEAL  
My Commission Expires 12-14-2017  
STATE OF INDIANA

RECORDER'S SEAL  
SEAL  
INDIANA

This instrument was prepared by and, following recording, should be returned to: Douglas J. Kochell, Attorney at Law, HALL, RENDER, KILLIAN, HEATH & LYMAN, P.C., One American Square, Suite 2000, Box 82064, Indianapolis, Indiana 46282.

I affirm, under the penalties for perjury, that I have taken reasonable care to redact each Social Security number in this document, unless required by law. Douglas J. Kochell  
1375746v1

**Exhibit A**



Address Reference: Street Address: 201 Waite Street, Gary, Indiana 46404  
County and State: Lake, Indiana

Parcel 1: A parcel of land in the Northwest Quarter of Section 5, Township 36 North, Range 8 West of the Second Principal Meridian, in the City of Gary, in Lake County, Indiana, being that part of said Section, which lies North and West of the Resubdivision of Gary Land Company's 6th Subdivision, as platted and recorded, West of the West line of Alley No. 30-West, extended North from said Resubdivision and South and East of the thread of stream of the Grand Calumet River, said thread of stream being described as follows: Beginning on the West line of said Section 5, at a point 880 feet South of the Northwest corner of said Section; thence Northeasterly at an angle of 56 degrees 58 minutes with said West Section line, 189 feet; thence Northeasterly at an angle of 16 degrees 27 minutes 30 seconds to the left 500 feet; thence Northeasterly at an angle of 11 degrees 14 minutes to the left, 417 feet, more or less, to a point in the North line of said Section, which is 688 feet East of the Northwest corner of said Section, except therefrom 2 parcels of land conveyed to the Indiana Toll Road Commission, by deed dated November 1, 1956 and recorded December 12, 1956, in Deed Record 1048 page 419, and described as follows:

Beginning at a point on the Westerly line extended of Alley No. 30 West, in Resubdivision of Gary Land Company's 6th Subdivision, said point being located the following 4 courses and distances from the Northwest corner of Section 5, South 87 degrees 58 minutes 07 seconds East, 270.50 feet; thence South 87 degrees 50 minutes 31 seconds East, 417.50 feet; thence South 28 degrees 36 minutes 57 seconds West, 312.82 feet; thence South 00 degrees 04 minutes 15 seconds West, 56.64 feet to the point of beginning; thence South 44 degrees 29 minutes 12 seconds West, 197.19 feet to a point on the thread of the stream of the Grand Calumet River; thence along said thread of the stream, North 39 degrees 47 minutes 23 seconds East, 138.63 feet to a point; thence continuing along said thread of the stream, North 28 degrees 36 minutes 57 seconds East, 103.44 feet to a point on the Westerly line extended of Alley No. 30 West, in the Resubdivision of Gary Land Company's 6th Subdivision; thence along said Westerly line extended, South 00 degrees 04 minutes 15 seconds West, 56.64 feet to a point at the point of beginning, and

Beginning at a point on the Westerly line extended of Alley No. 30 West, in the Resubdivision of Gary Land Company's 6th Subdivision, said point being located the following 4 courses and distances from the Northwest corner of Section 5; South 87 degrees 58 minutes 07 seconds East, 270.50 feet; thence South 87 degrees 50 minutes 31 seconds East, 417.50 feet; thence South 28 degrees 36 minutes 57 seconds West, 312.82 feet; thence South 00 degrees 04 minutes 15 seconds West, 56.64 feet to the point of beginning; thence along the Westerly line extended of Alley No. 30 West, in the Resubdivision of Gary Land Company's 6th Subdivision; thence South 00 degrees 04 minutes 13 seconds West, 182.91 feet to a point on the Westerly line of Alley No. 30 West, in the Resubdivision of Gary Land Company's 6th Subdivision, said point being distant North 00 degrees 04 minutes 15 seconds East, 86.02 feet from the Northerly line of Second Avenue; thence South 44 degrees 29 minutes 12 seconds West, 107.24 feet to a point; thence North 45 degrees 30 minutes 48 seconds West, 124.66 feet; to a point on the thread of stream of the Grand Calumet River; thence along said thread of the stream, North 39 degrees 47 minutes 23 seconds East, 40.84 feet to a point; thence North 44 degrees 29 minutes 12 seconds East, 197.19 feet to a point of the point of beginning, in Lake County, Indiana.

Parcel 2: That part of the Northeast Quarter of Section 6, Township 36 North, Range 8 West of the Second Principal Meridian, described as follows: Beginning at a point on the North line of said Northeast Quarter of Section 6, which is 1200 feet West of the Northeast corner of said Northeast Quarter; thence South 13 degrees 52 minutes 30 seconds West, a distance of 430 feet; thence South 5 degrees 42 minutes 30 seconds East, a distance of 185 feet; thence South 39 degrees 32 minutes 30 seconds East, a distance of 230 feet; thence South 53 degrees 34 minutes 30 seconds East, a distance of 200 feet; thence South 65 degrees 0 minutes 30 seconds East, a distance of 190 feet; thence South 75 degrees 29 minutes 30 seconds East, a distance of 214.5 feet; thence North 87 degrees 29 minutes 30 seconds East, a distance of 380 feet; thence North 65 degrees 20 minutes 30 seconds East, a distance of 210 feet; thence North 54 degrees 20 minutes East, a distance of 83 feet to the East line of said Section 6, a distance of 880 feet South of the Northeast corner of said Section 6; thence South 2 degrees 38 minutes East, along the East line of said Section 6, a distance of 132.77 feet; thence South 88 degrees 14 minutes West, a distance of 65.67 feet to the West line of Waite Street; thence South 1 degree 46 minutes East, along the West line of Waite



Street, a distance of 194.65 feet to the North line of a parcel of land conveyed by Gary Land Company, to Chicago, South Shore and South Bend Railroad, by deed dated July 12, 1927; thence South 87 degrees 51 minutes West, along the North line of said parcel, a distance of 893.35 feet to a point of curve; thence Westerly and Northwesterly along a curve to the right, 479.4 feet radius, a distance of 308.65 feet to a point of tangent; thence North 55 degrees 15 minutes West, along the Northeasterly line of a parcel of land conveyed by Gary Land Company, to the Chicago, South Shore and South Bend Railroad, by deed dated October 15, 1928, a distance of 139.54 feet to the Northeast corner of a parcel of land conveyed by Gary Land Company, to Wabash Railway Company, by deed dated October 15, 1928; thence Northwesterly along the Northeasterly line of said parcel on a curve to the right of 5619.6 foot radius, a distance of 703.6 feet, more or less, to the Easterly line of a parcel of land conveyed by James E. Tyler and wife, to William H. Swett and Thomas Crouch, by deed dated July 27, 1870; thence North 3 degrees 13 minutes 43 seconds West, along the Easterly line of said parcel, a distance of 642.14 feet, more or less, to the North line of the Northeast Quarter of said Section 6; thence East along said North line, 699.17 feet, more or less, to the point of beginning, in the City of Gary, in Lake County, Indiana.

EXCEPT THEREFROM a parcel of land conveyed to the Indiana Toll Road Commission, by deed dated November 1, 1956 and recorded December 12, 1956, in Deed Record 1048 page 419, and described as follows: Beginning at a point on the Northerly line of Section 6, Township 36 North, Range 8 West of the Second Principal Meridian, said point being distant North 88 degrees 08 minutes 40 seconds West, 1900.60 feet from the Northeast corner of said Section 6; thence along said Northerly Section line South 88 degrees 08 minutes 40 seconds East, 593.14 feet to a point on a line which is parallel to and 120 feet South of the center line of the Indiana Toll Road; thence along said parallel line by the arc of a curve deflecting to the left; said curve having a radius of 5609.58 feet, and a tangent bearing at this point of South 86 degrees 13 minutes 32 seconds West, 594.94 feet to a point on the Westerly line of the property owned by the Steiner Company, Inc.; thence along said Westerly line North 01 degree 30 minutes 40 seconds West, 89.73 feet to a point at the point of beginning, in Lake County, Indiana.

Parcel 3: Part of the North Half of Fractional Section 6, Township 36 North, Range 8 West of the Second Principal Meridian, described as follows: Commencing at a point 7 chains and 80 links Southeasterly from a point where the South shore of Calumet River intersects the right of way of the Pittsburgh, Fort Wayne and Chicago Railroad Company, on the line of said Railroad right of way, thence a Southeasterly direction said right of way, 7 chains, 50 links; thence East 4 chains 2 links; thence North 10 chains 34 links to the Calumet River; thence in a Westerly direction along said River to the East line of that portion set off to the Washington Ice Company, in the partition made December 12, 1884, in the Circuit Court of Lake County, Indiana; thence South along said East line of said Washington Ice Company's Land, to a point 3 chains distance at right angles from the said Railroad right of way; thence a Southwesterly direction 3 chains to the said Railroad right of way and the point of beginning (except the Railroad right of way described in the instrument of appropriation filed by the Wabash Railroad Company on July 13, 1892, in the Lake Circuit Court and a strip of land conveyed to said Wabash Railroad Company by deed dated June 27, 1929 and recorded July 17, 1929, in Deed Record 445 page 356.

And EXCEPT THEREFROM that part described as beginning at a point on the Northerly line of Section 6, Township 36 North, Range 8 West of the Second Principal Meridian, said point being distance North 88 degrees 08 minutes 40 seconds West, 1900.60 feet from the Northeast corner of Section 6; thence along the Easterly line of the property of Saul Cohen and Paul E. Schleicher, South 01 degrees 30 minutes 40 seconds East, 89.73 feet to a point on a line, which is parallel to and 120 feet South of the center line of the Indiana Toll Road; thence along said parallel line by the arc of a curve deflecting to the left, said curve having a radius of 5609.58 feet and a tangent bearing at this point of South 80 degrees 08 minutes 56 seconds West, 210.51 feet to a point of compound curve; thence by the arc of a curve deflecting to the left, said curve having a radius of 7520.74 feet and a tangent bearing at this point South 77 degrees 59 minutes 43 seconds West, 131.26 feet to a point of tangent; thence along a line parallel to and 120 feet South of the tangent of the center line of the Indiana Toll Road, South 76 degrees 59 minutes 43 seconds West, 66.67 feet to a point; thence along a line parallel to and 120 feet South of the center line of the Indiana Toll Road, South 76 degrees 59 minutes 43 seconds West, 26.87 feet to a point; thence along the Westerly line of the property of Saul Cohen and Paul E. Schleicher, North 54 degrees 36 minutes 05 seconds West, 115.61 feet to a point; thence continuing along said Westerly property line, North 01 degrees 30 minutes 40 seconds West, 111.91 feet to a point on the Northerly line of Section 6, Township 36 North, Range 8 West of the Second Principal Meridian; thence along said Northerly line South 88 degrees 08 minutes 40 seconds East, 506.88 feet to a point at the point of beginning.

And EXCEPT THEREFROM that portion of the afore described property lying between the right of way of the Wabash Railroad on the North and the right of way of the Pittsburgh, Fort Wayne and Chicago Railroad Company on the South, all in the City of Gary, in Lake County, Indiana.

**Parcel 1**

Key No. 25-40-28-5  
Parcel No. 45-08-05-106-001.000-004

**Parcel 2**

Key No. 25-40-33-19  
Parcel No. 45-08-06-203-002.000-004

**Parcel 3**

Key No. 25-40-33-1  
Parcel No. 45-08-06-203-001.000-004

