

26 of 28
MS 62889 MS
First American Title Order #

ROFR MEMORANDUM

~~AFTER RECORDING,
RETURN THIS DOCUMENT
TO:~~

Prepared by
Caryn S. Englander, Esq.
DLA Piper LLP (US)
203 North LaSalle Street
Chicago, Illinois 60601

2014 007802

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2014 FEB 11 AM 8:39

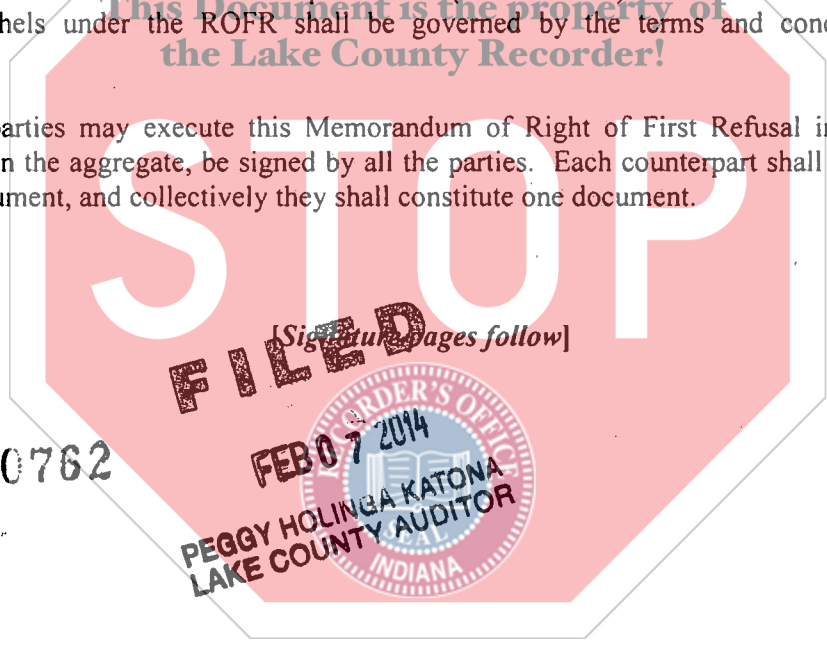
MICHAEL B. BROWN
RECORDER

This space reserved for Recorder's use only.

MEMORANDUM OF RIGHT OF FIRST REFUSAL

Reference is hereby made to that certain Contract for Purchase and Sale of Real Estate dated December 11, 2013 (the "Agreement"), by and between **GEORGE MICHELS, SR.** ("Michels"), whose address is 6948 Olcott Avenue, Hammond, Indiana 46323, and **BP PRODUCTS NORTH AMERICA INC.**, a Maryland corporation ("BP"), whose address is 2815 Indianapolis Blvd., Whiting, Indiana 46394. In accordance with Section 27 of the Agreement, BP has a right of first refusal to purchase from Michels that certain real property commonly known as 3100 Dickey Road, East Chicago, Indiana, which is legally described in Exhibit A attached hereto and made a part hereof (the "ROFR"). The exercise of the rights of BP and Michels under the ROFR shall be governed by the terms and conditions of the Agreement.

The parties may execute this Memorandum of Right of First Refusal in counterparts which shall, in the aggregate, be signed by all the parties. Each counterpart shall be deemed an original instrument, and collectively they shall constitute one document.



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return to:
First American Title Insurance Company
Attn: Deborah Cross
30 N. LaSalle St, Suite 2700
Chicago, IL 60602

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19TH IN WITNESS WHEREOF, Michels and BP have executed this instrument as of the day of December, 2013.

George Michels, Sr.

By: [Signature]
George Michels, Jr., attorney in fact

By: [Signature]
James Michels, attorney in fact

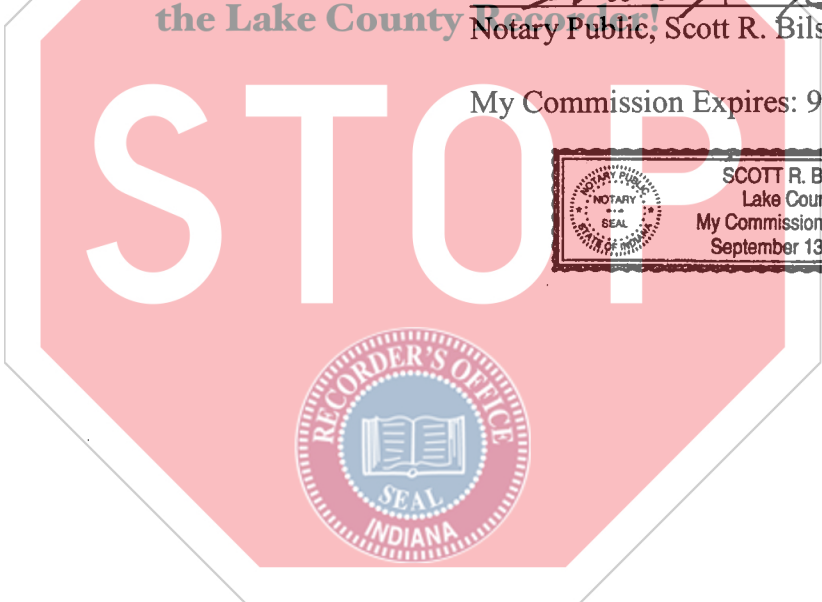
STATE OF INDIANA)
) SS
COUNTY OF LAKE)

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO HEREBY CERTIFY that George Michels, Jr. AND James Michels, personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed and delivered the said instrument as their free and voluntary act, for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 19TH day of December, 2013.

This Document is the property of the Lake County Recorder!
[Signature]
Notary Public, Scott R. Bilse

My Commission Expires: 9/13/2017



DECLARATION

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.

Scott R. Bilse
Abrahamson, Reed & Bilse
200 Russell Street, 5th Floor
Hammond, Indiana 46320



EXHIBIT A

LEGAL DESCRIPTION

The real property situated in the County of Lake, State of Indiana, and described as follows:

A part of the Northeast Quarter of the Southwest Quarter of Section 16, Township 37 North, Range 9 West of the Second Principal Meridian, Lake County, Indiana, bounded and described according to a plan of survey made by Krull and Son, Inc., Civil Engineers and Surveyors dated September 23, 1977, as follows, viz:

Beginning at an iron pipe found at the point of intersection of the Southwesterly line of Dickey Place (60 feet wide) with the Southeasterly line of Riley Road (66 feet wide); thence Southwestwardly along the Southeasterly line of said Riley Road for a distance of 100 feet to a P.K. Nail; thence Southeastwardly, parallel with the Southwesterly line of Dickey Place, for a distance of 75 feet to a point in the Northwesterly right-of-way line of the Indiana Harbor Belt Railroad; thence Northeastwardly along the Northwesterly line of said Indiana Harbor Belt Railroad for a distance of 100 feet to an iron pipe found in the Southwesterly line of said Dickey Place; thence Northwestwardly along the Southwesterly line of Dickey Place, forming an interior angle of 87 degrees 35 minutes with the Northwesterly right-of-way of said Railroad, for a distance of 75 feet to the place of beginning. Containing 0.172 of an acre, more or less.

Parcel No.: 24-31-009-0010/45-03-16-335-001,000-024

