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LISA SMITH, COUNTY RECORDER  
MADISON COUNTY IOWA

CHEK

**IOWA  
MEMORANDUM OF RIGHT OF FIRST REFUSAL  
Recorder's Cover Sheet**

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**Series 4016 – Madison County**

**Preparer Information: (name, address and phone number)**

Donna M. Simpson, Esq.  
BP America Inc.  
150 W. Warrenville Road, Building 600-1002B  
Naperville, Illinois 60563  
630.420.4538

✓ **Return Document To: (name and complete address)**

BP Pipelines [ North America] Inc.  
Donna M. Simpson, Esq.  
150 W. Warrenville Road, 650- 3<sup>rd</sup> Floor  
Naperville, Illinois 60563

**Grantor/Optionor:**

Buckeye Pipe Line Transportation LLC  
5 Tek Park, 9999 Hamilton Boulevard  
Breinigsville, PA 18031

**Grantee:**

BP Pipelines [ North America] Inc.  
150 W. Warrenville Road, Building 650-3<sup>rd</sup> Floor  
Naperville, Illinois 60563

**Legal Description:**

See Exhibit A attached hereto.

**County:** MADISON COUNTY

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**MEMORANDUM OF RIGHT OF FIRST REFUSAL AGREEMENT**

**Lower V Pipeline System (Madison County, Iowa)**

THIS MEMORANDUM OF RIGHT OF FIRST REFUSAL AGREEMENT (this "*Memorandum*") is made and entered into as of this 1<sup>st</sup> day of June, 2011 (the "*Effective Date*") by and between BP Pipelines (North America) Inc., a corporation organized under the laws of Maine ("*BP*") and Buckeye Pipe Line Transportation LLC, a Delaware limited liability company ("*Optionor*").

**RECITALS**

A. Pursuant to that certain Asset Purchase Agreement dated as of March 17, 2011 by and between BP Products North America Inc. ("*BPPNA*"), BP West Coast Products LLC, and Buckeye Partners, L.P. (the "*Purchase Agreement*"), BPPNA sold and assigned to Optionor (i) certain real property and certain leases, easements, rights-of-way, franchises, permits, licenses and other rights to, or interests in certain real property (the "*Real Property*"); (ii) certain facilities located upon the Real Property used in the terminaling, storage and handling of refined products, including but not limited to related fixtures and improvements, office buildings, storage tanks, pipeline connections, truck loading and offloading facilities, rail offloading facilities, measurement equipment, and other equipment related thereto (the "*Terminal Facilities*") and (iii) certain pipeline segments located on the Real Property, including but not limited to certain pipeline equipment related thereto (the "*Pipeline System*" together with the Real Property and Terminal Facilities, the "*ROFR Assets*").

B. Pursuant to the Purchase Agreement, Optionor, as assignee of Buckeye Partners, L.P., granted to BP (or its Affiliate) a right of first refusal to purchase the ROFR Assets on the terms and conditions set forth in that certain Right of First Refusal Agreement, dated as of June 1, 2011, by and between BP and Optionor (the "*Agreement*").

C. Optionor and BP desire to file for record a Memorandum of Right of First Refusal Agreement to evidence the execution of the Agreement.

## AGREEMENT PROVISIONS

1. **Right of First Refusal.** Subject to the terms and conditions set forth in the Agreement, Optionor has granted to BP and BP has accepted from Optionor, a right of first refusal to purchase the ROFR Assets (the “*Right of First Refusal*”), on the terms and conditions set forth in the Agreement, which ROFR Assets include those assets described on **Exhibit A**, attached hereto and made a part hereof.

2. **Term.** The Agreement is effective as of 12:01 a.m. CPT on the Effective Date, and shall remain in full force and effect with respect to the ROFR Assets (and all parts and portions thereof) so long as Optionor or its permitted successors and assigns continue to own the ROFR Assets (or any part or portion thereof); *provided, however*, if Optionor completes a Proposed Transfer in accordance with the Agreement, then the Right of First Refusal granted under the Agreement shall terminate with respect to the ROFR Assets (or the applicable part or portion of the Real Property, Pipeline System or the Terminal Facilities that is the subject of the Offer); *and further provided*, the Agreement shall automatically terminate in the event that neither BP nor any of its Affiliates ship or store any refined products on or through any part or portion of the ROFR Assets for a continuous period of no less than six (6) months (other than due to any unavailability, outage or other event of Force Majeure affecting BP’s or its Affiliate’s use of the ROFR Assets).

3. **Other Provisions; Conflicts.** This Memorandum is not a complete summary of the Agreement. Reference should be made to the Agreement for the full terms, conditions and provisions thereof. Capitalized terms not otherwise defined in this Memorandum shall have the meanings ascribed to such terms in the Agreement. In the event of any conflict or inconsistency between the terms and provisions of this Memorandum and the terms and provisions of the Agreement, the terms and provisions of the Agreement shall govern and control in all respects.


4. **Counterpart Signature.** This Memorandum may be executed simultaneously in two or more counterparts (including by means of facsimile of the signature pages), each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

*[Signature page follows.]*

*J*

**IN WITNESS WHEREOF**, the parties hereto have caused this Memorandum to be duly executed as of the day and year first above written.

**BP PIPELINES (NORTH AMERICA)  
INC.**

By:   
Name: Patrick H. McGrath  
Title: Attorney-in-Fact

**BUCKEYE PIPE LINE  
TRANSPORTATION LLC**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

STATE OF ILLINOIS

COUNTY OF DUPAGE

I hereby certify that, on June 23, 2011, Patrick H. McGrath, a person who was known to me or who provided satisfactory and credible evidence that he was the individual named in the foregoing instrument, appeared before me in person and acknowledged before me that (1) he held the title of Attorney-in-Fact of **BP PIPELINES (NORTH AMERICA) INC.**, a Maine corporation, (2) he executed and delivered the foregoing instrument on behalf of said corporation by proper authority, and (3) the execution and delivery of the foregoing instrument was the free and voluntary act of said corporation for the purposes stated in such instrument.



Lisa Krenz  
Notary Public

Print Name: Lisa Krenz

[SEAL]

Expiration Date of Commission: 5/4/2014  
License or Serial Number (if applicable): \_\_\_\_\_

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

I hereby certify that, on June \_\_, 2011, \_\_\_\_\_, \_\_\_\_\_, a person who was known to me or who provided satisfactory and credible evidence that he was the individual named in the foregoing instrument, appeared before me in person and acknowledged before me that (1) he held the title of \_\_\_\_\_ of **BUCKEYE PIPE LINE TRANSPORTATION LLC**, a Delaware limited liability company, (2) he executed and delivered the foregoing instrument on behalf of said limited liability company by proper authority, and (3) the execution and delivery of the foregoing instrument was the free and voluntary act of said limited liability company for the purposes stated in such instrument.

\_\_\_\_\_  
Notary Public

Print Name: \_\_\_\_\_

[SEAL]

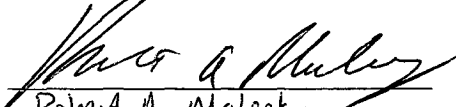
Expiration Date of Commission: \_\_\_\_\_  
License or Serial Number (if applicable): \_\_\_\_\_

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be duly executed as of the day and year first above written.

**BP PIPELINES (NORTH AMERICA)  
INC.**

By: \_\_\_\_\_  
Name: Patrick H. McGrath  
Title: Attorney-in-Fact

**BUCKEYE PIPE LINE  
TRANSPORTATION LLC**

By:   
Name: Robert A. Malecky  
Title: SVP Cust. Svcs.

STATE OF ILLINOIS

COUNTY OF DUPAGE

I hereby certify that, on June \_\_\_\_\_, 2011, Patrick H. McGrath, a person who was known to me or who provided satisfactory and credible evidence that he was the individual named in the foregoing instrument, appeared before me in person and acknowledged before me that (1) he held the title of Attorney-in-Fact of BP PIPELINES (NORTH AMERICA) INC., a Maine corporation, (2) he executed and delivered the foregoing instrument on behalf of said corporation by proper authority, and (3) the execution and delivery of the foregoing instrument was the free and voluntary act of said corporation for the purposes stated in such instrument.

\_\_\_\_\_  
Notary Public

Print Name: \_\_\_\_\_

[SEAL]

Expiration Date of Commission: \_\_\_\_\_

License or Serial Number (if applicable): \_\_\_\_\_

STATE OF Pennsylvania

COUNTY OF Lehigh

I hereby certify that, on Dec. 12, 2011, Robert A. Malechuk, a person who was known to me or who provided satisfactory and credible evidence that he was the individual named in the foregoing instrument, appeared before me in person and acknowledged before me that (1) he held the title of SVP, Cust. Svcs. of **BUCKEYE PIPE LINE TRANSPORTATION LLC**, a Delaware limited liability company, (2) he executed and delivered the foregoing instrument on behalf of said limited liability company by proper authority, and (3) the execution and delivery of the foregoing instrument was the free and voluntary act of said limited liability company for the purposes stated in such instrument.

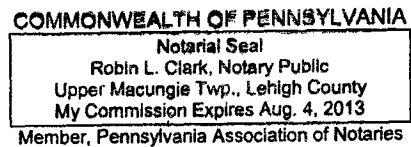
Robin L. Clark  
\_\_\_\_\_  
Notary Public

Print Name: Robin L. Clark

[SEAL]

Expiration Date of Commission: 8-4-2013

License or Serial Number (if applicable): \_\_\_\_\_



**EXHIBIT A-1 -- APPLICABLE ROFR ASSETS**

Madison County, Iowa

Series #	Line #	Fee/Lease #	Original Grantor	Original Grantee	Agreement Type	Effective Date	Book/Volume	Page	Document/ Film Code #	Exhibit A - formatted
4016	0254		MADISON COUNTY IOWA	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/03/1941	Not Recorded			USA/Iowa/Madison USA/Iowa/Madison
4016	0255		BREAKENRIDGE J M, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/10/1941	75	389		05 T074N - R029W; SEC 034 USA/Iowa/Madison
4016	0256		RATLIFF ALBERT, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/11/1941	75	390		05 T074N - R029W; SEC 034 NW/4 USA/Iowa/Madison
4016	0257		SMITH LEWIS, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/17/1941	75	392		05 T074N - R029W; SEC 034 NE/4 USA/Iowa/Madison
4016	0257		SMITH OMER G, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/18/1941	75	391		05 T074N - R029W; SEC 034 NE/4 USA/Iowa/Madison
4016	0258		CAMPBELL DAVID L	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/11/1941	75	393		05 T074N - R029W; SEC 034 NE/4 T074 - R029; SEC 027



4016	0259	PORTER CARL, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/11/1941	75	394	USA/Iowa/Madison 05 T074N - R029W: SEC 034 T074 - R029: SEC 027 USA/Iowa/Madison
4016	0260	GUIHER W T	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/12/1941	75	395	USA/Iowa/Madison 05 T074N - R029W: SEC 026 SW4 USA/Iowa/Madison
4016	0261	GALLISON JOHN D, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/11/1941	75	396	USA/Iowa/Madison 05 T074N - R029W: SEC 026 SW4 USA/Iowa/Madison
4016	0262	ALLEN MAYBELL, ET VIR	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/01/1941	75	402	USA/Iowa/Madison 05 T074N - R029W: SEC 026 NE4 USA/Iowa/Madison
4016	0262	EVANS ZOE, ET VIR	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/15/1941	75	398	USA/Iowa/Madison 05 T074N - R029W: SEC 026 NE4 USA/Iowa/Madison
4016	0262	FARNSWORTH C G	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/03/1941	75	404	USA/Iowa/Madison 05 T074N - R029W: SEC 026 NE4

4016	0262	HERREN RAY M. ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/22/1941	75	399	USA/Iowa/Madison 05 T074N - R029W: SEC 026 NE4 USA/Iowa/Madison
4016	0262	HIXON ONIE B. ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/21/1941	75	397	USA/Iowa/Madison 05 T074N - R029W: SEC 026 NE4 USA/Iowa/Madison
4016	0262	SAYERS LEONARD R. ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/19/1941	75	401	USA/Iowa/Madison 05 T074N - R029W: SEC 026 NE4
4016	0262	SPURLOCK MAREA, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/21/1941	75	400	USA/Iowa/Madison05T074N - R029W: SEC 026NE4 USA/Iowa/Madison 05 T074N - R029W: SEC 026 NE4 USA/Iowa/Madison
4016	0262	TOWNSEND MACK L. ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/21/1941	75	403	USA/Iowa/Madison 05 T074N - R029W: SEC 026 NE4 USA/Iowa/Madison
4016	0263	COCHRAN FIELDS	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/28/1941	75	405	USA/Iowa/Madison 05 T074N - R029W: SEC 026 T074 - R029: SEC 025 USA/Iowa/Madison
4016	0264	COCHRAN FIELDS	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/12/1941	75	406	USA/Iowa/Madison 05 T074N - R029W: SEC 024

4016	0265	COCHRAN W L, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/18/1941	75	407	USA/Iowa/Madison 05 T074N - R029W: SEC 024 NW4 T074 - R028: SEC 018 SEC 019 USA/Iowa/Madison T074 - R029: SEC 013 SEC 024 USA/Iowa/Madison	SW4
4016	0266	LOEHR WARRUM, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/15/1941	75	408	USA/Iowa/Madison 05 T074N - R029W: SEC 024 NW4 T074 - R028: SEC 018 SEC 019 USA/Iowa/Madison 05 T074N - R029W: SEC 013 SE4 T074 - R028: SEC 018	
4016	0267	COCHRAN W L, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/18/1941	75	407	USA/Iowa/Madison 05 T074N - R029W: SEC 024 NW4 T074 - R028: SEC 018 SEC 019 USA/Iowa/Madison 05 T074N - R029W: SEC 013 SE4 T074 - R028: SEC 018	
4016	0288	LOEHR D M, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/15/1941	756	409	USA/Iowa/Madison 05 T074N - R029W: SEC 024 NW4 T074 - R028: SEC 018 SEC 019 USA/Iowa/Madison 05 T074N - R029W: SEC 013 SE4 T074 - R028: SEC 018	

4016	0289	COCHRAN W L	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/19/1941	75	407	USA/Iowa/Madison 05 T074N - R029W: SEC 024 NW4 T074 - R028: SEC 018 SEC 019 USA/Iowa/Madison
4016	0270	MCCALL GALE, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/20/1941	75	410	05 T074N - R028W: SEC 018 T074 - R028: SEC 007 SEC 008 SEC 017 USA/Iowa/Madison
4016	0270	MCCALL ZAIDA, ET VIR	STANDARD OIL COMPANY	VALVE SITE CONTRACT	07/01/1941	78	118	05 T074N - R028W: SEC 018 T074 - R028: SEC 007 SEC 008 SEC 017 USA/Iowa/Madison
4016	0270	MCCALL GALE, ET UX	STANDARD OIL COMPANY	VALVE SITE CONTRACT	08/06/1941			05 T074N - R028W: SEC 018 T074 - R028: SEC 007 SEC 008

4016	0271	IOWA STATE HIGHWAY COMMISSION 70	STANDARD OIL COMPANY	PERMIT	04/25/1941	Not Recorded		USA/Iowa/Madison05T074N - R028W: SEC 007NE4T074 - R028: SEC 018 USA/Iowa/Madison
4016	0272	BENSON LUCY A, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/31/1941	Not Recorded		05 T074N - R028W: SEC 008 NE4 USA/Iowa/Madison
4016	0273	POWERS BLANCHE, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/21/1941	75	412	05 T074N - R028W: SEC 008 NE4 USA/Iowa/Madison
4016	0274	UNION CENTRAL LIFE INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/28/1941	75	487	05 T074N - R028W: SEC 008 T074 - R028: SEC 005 USA/Iowa/Madison
4016	0275	TILTON E J ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/14/1941	75	413	05 T074N - R026W: SEC 005 USA/Iowa/Madison
4016	0276	WALLACE CLARA M	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/21/1941	75	486	05 USA/Iowa/Madison

SEC 017

										T074N - R028W: SEC 004 SW4
										USA/Iowa/Madison 05
4016	0276	AMOCO OIL COMPANY	WALLACE CLARA M	PARTIAL RELEASE	08/20/1990	127	327			T074N - R028W: SEC 004 SW4 USA/Iowa/Madison
4016	0277	BOYD R L, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/20/1941	75	414			T074N - R028W: SEC 004 SW4 USA/Iowa/Madison
4016	0277	FEDERAL LAND BANK OF OMAHA, ET AL.	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/09/1941	78	119			T074N - R028W: SEC 004 SW4 USA/Iowa/Madison
4016	0277	AMOCO OIL COMPANY	WALLACE CLARA M	PARTIAL RELEASE	08/20/1990	127	327			T074N - R028W: SEC 004 SW4 USA/Iowa/Madison
4016	0278	AETNA LIFE INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	06/16/1941	75	415			T074N - R028W: SEC 004 NW4 T075 - R028: SEC 033 USA/Iowa/Madison
4016	0279	GREEN W W, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/07/1941	75	416			T075N - R028W: SEC 033 SE4

4016	0280	CALLISON WILBUR, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/01/1941	75	417	USA/Iowa/Madison 05 T075N - R028W: SEC 034 NW4 USA/Iowa/Madison
4016	0281	BROWNELL ARMINA, ET V/R	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/19/1941	75	418	05 T075N - R028W: SEC 027 SW4 USA/Iowa/Madison
4016	0282	HALE JAMES A. ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/04/1941	75	419	05 T075N - R028W: SEC 027 SE4 USA/Iowa/Madison
4016	0283	HARTSOCK B B. ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/28/1941	75	420	05 T075N - R028W: SEC 027 NE4
4016	0283	JOHNSON DARYLE L, ET AL	AMOCO OIL COMPANY	CATHODIC PROTECTION UNIT	11/02/1990	39	799	USA/Iowa/Madison05T075N - R028W: SEC. 027NE4 USA/Iowa/Madison
4016	0284	THRIFT CHESTER B. ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/10/1941	75	421	05 T075N - R028W: SEC 027 NE4

4016	0285	HORRAS JOHN, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/10/1941	75	422	USA/Iowa/Madison 05 T075N - R028W: SEC 026 NW/4 T075 - R028: SEC 023 SEC 024 T076 - R027: SEC 032 SEC 033 USA/Iowa/Madison
4016	0285	AMOCO OIL COMPANY	HORRAS JOHN, ET UX	PARTIAL RELEASE	02/10/1984	35	39	05 T075N - R028W: SEC 026 NW/4 T075 - R028: SEC 023 SEC 024 T076 - R027: SEC 032 SEC 033 USA/Iowa/Madison
4016	0286	GREER W W, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/29/1941	75	423	05 T075N - R028W: SEC 023 SW/4 USA/Iowa/Madison
4016	0287	THE TRAVELERS INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/25/1941	Not Recorded		05 T075N - R028W: SEC 023 SE/4



4016	0288	JICKLING GLENN D, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/08/1941	75	425	USA/Iowa/Madison 05 T075N - R028W; SEC 023 T075 - R028; SEC 014 USA/Iowa/Madison
4016	0289	HORRAS JOHN, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/10/1941	75	422	USA/Iowa/Madison 05 T075N - R028W; SEC 026 NW4 T075 - R028; SEC 023 SEC 024 T076 - R027; SEC 032 SEC 033 USA/Iowa/Madison
4016	0290	JICKLING GLENN D, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/08/1941	75	425	USA/Iowa/Madison 05 T075N - R028W; SEC 023 T075 - R028; SEC 014 USA/Iowa/Madison
4016	0291	LITTLE A D, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/21/1941	75	426	USA/Iowa/Madison 05 T075N - R028W; SEC 013 SW4 T075 - R028; SEC 024 USA/Iowa/Madison
4016	0292	SMITHE M, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/11/1941	75	427	USA/Iowa/Madison 05 T075N - R028W; SEC 013

4016	0293	RHOADS BESSIE E, ET VIR	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	07/05/1941	75	428	USA/Iowa/Madison 05 T075N - R028W: SEC 013 T075 - R028: SEC 012 USA/Iowa/Madison
4016	0294	SMITH CHARLES F, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/18/1941	75	409	05 T075N - R028W: SEC 013
4016	0295	JESSUP CHARLES E	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/19/1941	75	430	USA/Iowa/Madison05T075N - R028W: SEC 013T075 - R027: SEC 007SEC 018T075 - R028: SEC 012 USA/Iowa/Madison
4016	0296	DUNN EUGENE, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/18/1941	75	431	05 T075N - R027W: SEC 018 NWA USA/Iowa/Madison
4016	0297	JESSUP CHARLES E	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/19/1941	75	430	05 T075N - R028W: SEC 013 T075 - R027: SEC 007 SEC 018 T075 - R028: SEC 012 USA/Iowa/Madison
4016	0298	JACKSON GEORGE, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/24/1941	75	432	05 T075N - R027W: SEC 007

4016	0299	WILKINSON FRED H, et ux	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/11/1941	75	433	USA/Iowa/Madison 05 T075N - R027W: SEC 007 USA/Iowa/Madison	SW4
4016	0300	IOWA STATE HIGHWAY COMMISSION 169	STANDARD OIL COMPANY	PERMIT	03/12/1941	Not Recorded		USA/Iowa/Madison 05 T075N - R027W: SEC 007	
4016	0301	HERMON ROY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/05/1941	41	434	USA/Iowa/Madison NE4 T075N - R027W: SEC 007	
4016	0302	DAVIS JOHN W, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/06/1941	75	435	USA/Iowa/Madison 05 T075N - R027W: SEC 007	
4016	0302	PURSCHELL LONNIE, ET UX	STANDARD OIL COMPANY	VALVE SITE CONTRACT	07/18/1944	80	379	USA/Iowa/Madison NE4 T075N - R027W: SEC 007	
4016	0303	COOK IVA, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/01/1941	75	437	USA/Iowa/Madison 05 T075N - R027W: SEC 007	

4016	0303	FETTERS GRACE, ET VIR	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/02/1941	75	438	T075 - R027: SEC 006 USA/Iowa/Madison 05 T075N - R027W: SEC 007 NE4 T075 - R027: SEC 006 USA/Iowa/Madison 05 T075N - R027W: SEC 007 NE4
4016	0303	NORNESS KENNETH MRS. ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/31/1941	75	442	T075 - R027: SEC 006 USA/Iowa/Madison 05 T075N - R027W: SEC 007 NE4
4016	0303	THORNBROUGH ALVIN, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/07/1941	75	441	T075 - R027: SEC 006 USA/Iowa/Madison05T075N - R027W: SEC 007NE4T075 - R027: SEC 006
4016	0303	THORNBROUGH JAMES LLOYD	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/24/1941	75	440	T075 - R027: SEC 006 USA/Iowa/Madison05T075N - R027W: SEC 007NE4T075 - R027: SEC 006

4016	0303	THORNBRUGH LESTER	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/25/1941	75	439	USA/Iowa/Madison 05 T075N - R027W: SEC 007 NE4 T075 - R027: SEC 006 USA/Iowa/Madison 05 T075N - R027W: SEC 007 NE4 T075 - R027: SEC 006 USA/Iowa/Madison 05 T075N - R027W: SEC 005
4016	0303	WILCOX NINA O, ET VIR	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/02/1941	75	436	T075 - R027: SEC 008 USA/Iowa/Madison 05 T075N - R027W: SEC 005
4016	0304	FLEMING LLOYD, et UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/06/1941	75	443	T075 - R027: SEC 008 USA/Iowa/Madison 05 T075N - R027W: SEC 005
4016	0305	PILMER GEORGE, et UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/07/1941	75	444	T075N - R027W: SEC 005 USA/Iowa/Madison 05 T075N - R027W: SEC 005 USA/Iowa/Madison 05
4016	0306	HOPE C W, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/07/1941	75	445	T075N - R027W: SEC 005 USA/Iowa/Madison 05 T075N - R027W: SEC 005 USA/Iowa/Madison 05
4016	0306	HOPE C W, ET UX	STANDARD OIL COMPANY	VALVE SITE CONTRACT	08/02/1941	78	130	T075N - R027W: SEC 005 USA/Iowa/Madison 05

4016	0307	BRUCE DELLA E	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/31/1941	75	446		USA/Iowa/Madison 05 T075N - R027W: SEC 005 SE4 USA/Iowa/Madison 05 T075N - R027W: SEC 005 NE4 USA/Iowa/Madison 05 T075N - R027W: SEC 005 NE4 USA/Iowa/Madison 05 T075N - R027W: SEC 005 NE4 USA/Iowa/Madison
4016	0308	DOAK CALLA F	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/20/1941	75	447	4553	
4016	0308	DOAK CALLA	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/23/1941	75	448	4554	
4016	0308	BP PRODUCTS NORTH AMERICA INC	CORKREAN, PATRICK F	AGREEMENT & PARTIAL RELEASE	12/12/2001	2002	50	50	USA/Iowa/Madison 05 T075N - R027W: SEC 005 USA/Iowa/Madison 05 T075N - R028W: SEC 025 NW4 T075 - R028: SEC 023 SEC 024 T076 - R027: SEC 032 SEC 033 USA/Iowa/Madison 05
4016	0310	HORRAS JOHN, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/10/1941	75	422		
4016	0311	CALLAHAN MAYME, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/29/1941	75	450	4556	

4016	0311	CALLAHAN MAYME, GUARDIAN OF PATRICK CALLAHAN, A MINOR	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	10/22/1941	78	157	5561	USA/Iowa/Madison 05 T076N - R027W: SEC 033 USA/Iowa/Madison 05
4016	0312	CHICAGO ROCK ISLAND AND PACIFIC RAILROAD GIBBONS WILLIAM M, TRUSTEE OF THE PROPERTY OF THE CHICAGO ROCK ISLAND AND PACIFIC RAILROAD COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/21/1941	Not Recorded			T076N - R027W: SEC 033 NE4
4016	0312	AMOCO OIL COMPANY	AMOCO OIL COMPANY	RIGHT OF WAY/EASEMENT	08/12/1982	Not Recorded			USA/Iowa/Madison05T076N - R027W: SEC 033NE4 USA/Iowa/Madison 05
4016	0313	IOWA STATE HIGHWAY COMMISSION, HIGHWAY 92	STANDARD OIL COMPANY	PERMIT	03/12/1941	Not Recorded			T076N - R027W: SEC 028 NE4 USA/Iowa/Madison 05
4016	0313	IOWA STATE HIGHWAY COMMISSION	AMOCO OIL COMPANY	OTHER	10/23/1995	43	569	321	T076N - R027W: SEC 028 NE4 USA/Iowa/Madison 05
4016	0314	MAXWELL W H, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/05/1941	75	467	4557	T076N - R027W: SEC 028 05

4016	0315	SHAW FLOYD, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/19/1941	Not Recorded				USA/Iowa/Madison 05 T076N - R027W: SEC 028 T076 - R027: SEC 027 USA/Iowa/Madison
4016	0315	BANKERS LIFE COMPANY, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/22/1941	Not Recorded				05 T076N - R027W: SEC 028 T076 - R027: SEC 027 USA/Iowa/Madison
4016	0316	BANKERS LIFE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/22/1941	75	454	4560		05 T076N - R027W: SEC 027 T076 - R027: SEC 022 USA/Iowa/Madison
4016	0317	LENTS GEORGE W, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/26/1941	75	455	4561		05 T076N - R027W: SEC 023 SW4 USA/Iowa/Madison
4016	0318	UNION CENTRAL LIFE INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/08/1941	75	456	4562		05 T076N - R027W: SEC 023 USA/Iowa/Madison
4016	0319	TRAVELERS INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/09/1941	75	457			05 T076N - R027W: SEC 023 NW4 T076 - R027: SEC 014



4016	0320	CUNNINGHAM MARCELLA	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/21/1941	75	488	5010	USA/Iowa/Madison 05 T076N - R027W: SEC 023 T076 - R027: SEC 012 SEC 014 USA/Iowa/Madison
4016	0321	SEVERNS JOHN, ET UX	STANDARD OIL COMPANY THE TRAVELERS INSURANCE COMPANY, ET AL	RIGHT OF WAY/EASEMENT	02/21/1941	75	458	4564	05 T076N - R027W: SEC 014 SE4 USA/Iowa/Madison
4016	0322	STANDARD OIL COMPANY	STANDARD OIL COMPANY, ET AL	PARTIAL RELEASE	06/03/1980	112	798	2051	05 T076N - R027W: SEC 014 USA/Iowa/Madison
4016	0322	THE TRAVELERS INSURANCE COMPANY, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/22/1941	75	459	4565	05 T076N - R027W: SEC 014 USA/Iowa/Madison
4016	0323	GORDON CLARENCE M, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/21/1941	75	460	4566	05 T076N - R027W: SEC 014 NE4
4016	0324	HARTLEY JNO M	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/10/1941	75	461	4567	USA/Iowa/Madison05T076N - R027W: SEC 013NW4T076 - R027: SEC 011SEC 012

4016	0325	CUNNINGHAM MARCELLA	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/21/1941	75	488	5010	USA/Iowa/Madison 05 T076N - R027W: SEC 023 T076 - R027: SEC 012 SEC 014 USA/Iowa/Madison
4016	0326	HARTLEY JNO M	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/10/1941	75	461	4567	05 T076N - R027W: SEC 013 NW4 T076 - R027: SEC 011 SEC 012 USA/Iowa/Madison
4016	0327	CUNNINGHAM MARCELLA	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/21/1941	75	488	5010	05 T076N - R027W: SEC 023 T076 - R027: SEC 012 SEC 014 USA/Iowa/Madison
4016	0328	MOORE AGNES, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/01/1941	75	462	4568	05 T076N - R027W: SEC 012 NE4 T076 - R027: SEC 001 USA/Iowa/Madison
4016	0329	BURNETT PEARLE F. ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/11/1941	75	463	4569	05 T076N - R027W: SEC 001 USA/Iowa/Madison

4016	0329	AMOCO OIL COMPANY	HUSEMAN TERRY, ET UX	AGREEMENT & PARTIAL RELEASE	01/08/1997	43	778	2002	USA/Iowa/Madison USA/Iowa/Madison 05 T076N - R026W: SEC 006 T077 - R026: SEC 031 USA/Iowa/Madison 05 T076N - R026W: SEC 006 T077 - R026: SEC 031 USA/Iowa/Madison 05 T077N - R026W: SEC 032 SW4 USA/Iowa/Madison 05 T077N - R026W: SEC 032 SW4
4016	0330	WALKER ELIZABETH, ET VIR	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/11/1941	75	464	4570	
4016	0330	STANDARD OIL COMPANY	WALKER SETH T, ET UX	PARTIAL RELEASE	05/29/1951	Not Recorded			
4016	0331	TIERNAN PETER	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/14/1941	41	465	4571	
4016	0332	TIERNAN JAMES T, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	06/24/1941	75	466	4572	
4016	0333	OCCIDENTAL LIFE INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/19/1941	75	467	4573	

4016	0334	AETNA LIFE INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	06/16/1941	75	468	4574	USA/Iowa/Madison 05 T077N - R026W: SEC 032 SE4 USA/Iowa/Madison
4016	0335	MULVHILL JAMES J. ET AL.	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/22/1941	75	469	4575	USA/Iowa/Madison 05 T077N - R026W: SEC 032 NE4
4016	0336	KIRKLAND EDITH WILSON, ET VIR	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	03/24/1941	75	470	4579	USA/Iowa/Madison05T077N - R026W: SEC 032NE4T077 - R026: SEC 029 USA/Iowa/Madison
4016	0337	DOUGLAS E E. ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/10/1941	75	471	4580	USA/Iowa/Madison 05 T077N - R027W: SEC 028 T077 - R026: SEC 028 USA/Iowa/Madison
4016	0337	HOOPES FRANK	STANDARD OIL COMPANY	CATHODIC PROTECTION UNIT	05/25/1941	84	227	3025	USA/Iowa/Madison 05 T077N - R027W: SEC 028 T077 - R026: SEC 028 USA/Iowa/Madison
4016	0337	DOUGLAS E E. ET UX	STANDARD OIL COMPANY	CATHODIC PROTECTION UNIT	05/24/1949	84	228	3026	USA/Iowa/Madison 05 T077N - R027W: SEC 028 T077 - R026: SEC 028

4016	0338	MCLAUGHLIN MINNIE	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/08/1941	75	472	4581	USA/Iowa/Madison 05 T077N - R027W: SEC 028 T077 - R026: SEC 028 USA/Iowa/Madison
4016	0339	AETNA LIFE INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	07/07/1941	75	473	4582	05 T077N - R027W: SEC 028 T077 - R026: SEC 028 USA/Iowa/Madison
4016	0340	THE MUTUAL BENEFIT LIFE INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/21/1941	78	120	4583	05 T077N - R026W: SEC 021 SE4 T077 - R026: SEC 022 USA/Iowa/Madison
4016	0341	HOWELL HUGO H. ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/08/1941	75	474	4584	05 T077N - R026W: SEC 021 T077 - R025: SEC 008 T077 - R026: SEC 022
4016	0341	AMOCO OIL COMPANY	HOWELL HUGO H, ET UX	RIGHT OF WAY/EASEMENT	02/08/1941	Not Recorded		1358	USA/Iowa/Madison05T077N - R026W: SEC 021T077 - R025: SEC 008T077 - R026: SEC 022
4016	0342	THE MUTUAL BENEFIT LIFE INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/21/1941	78	120	4583	USA/Iowa/Madison 05 T077N - R026W: SEC 021

4016	0343	HOWELL HUGO H, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/08/1941	75	474	4584	SE4 T077 - R026: SEC 022 USA/Iowa/Madison 05 T077N - R026W: SEC 021 T077 - R025: SEC 008 T077 - R026: SEC 022 USA/Iowa/Madison 05 T077N - R026W: SEC 015 SW4 USA/Iowa/Madison 05 T077N - R026W: SEC 015 SW4 T077 - R026: SEC 022 USA/Iowa/Madison 05 T077N - R026W: SEC 015 SW4 USA/Iowa/Madison 05 T077N - R026W: SEC 015 NE4
4016	0344	SEERUP CHRIS, AS GUARDIAN OF HELENA MILLER, INCOMPETENT	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/10/1941	75	521	6028	
4016	0345	DOOLEY GEORGE J, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/12/1941	75	476	4585	
4016	0346	SEERUP CHRIS, AS GUARDIAN OF HELENA MILLER, INCOMPETENT	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/10/1941	75	521	6028	
4016	0347	MEADE JOSEPH, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	04/30/1941	75	476	4586	

4016	0348	THE TRAVELERS INSURANCE COMPANY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	05/16/1941	75	477	4587	USA/Iowa/Madison 05 T077N - R026W: SEC 010 SE4 USA/Iowa/Madison
4016	0349	ROACH FRANCIS, et al	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	06/20/1941	75	478	4588	USA/Iowa/Madison 05 T077N - R026W: SEC 011 USA/Iowa/Madison
4016	0350	ROACH JOHN A. ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/08/1941	75	479	4589	USA/Iowa/Madison 05 T077N - R026W: SEC 011 USA/Iowa/Madison
4016	0351	BURGETT WILLIAM L, ET AL	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/07/1941	75	480	4590	USA/Iowa/Madison 05 T077N - R026W: SEC 002 USA/Iowa/Madison
4016	0352	ROACH JOHN A. ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/19/1941	75	481	4591	USA/Iowa/Madison 05 T077N - R026W: SEC 002 SE4 USA/Iowa/Madison
4016	0353	KING JOHN, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/07/1941	75	482	4592	USA/Iowa/Madison 05 T077N - R026W: SEC 002 USA/Iowa/Madison
4016	0354	KING MARY	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/19/1941	75	484	4591	USA/Iowa/Madison 05 T077N - R026W: SEC 001 NW4

4016	0355	HANES MATTIE, ET VIR	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/13/1941	75	485	4595	USA/Iowa/Madison 05 T077N - R026W: SEC 002 NW4 T077 - R026: SEC 001
4016	0356	KING JOHN, ET UX	STANDARD OIL COMPANY	RIGHT OF WAY/EASEMENT	02/07/1941	75	482	4592	USA/Iowa/Madison05T077N - R026W: SEC 002



**EXHIBIT A-2 -- ROFR ASSETS - TERMINAL FACILITIES**

*none*

**EXHIBIT A-3 -- ROFR ASSETS - PIPELINE SYSTEM**

The Pipeline System consists of the following pipeline segments, more commonly known as the “Lower V Pipeline System,” as further described below:

1. Dubuque to Sugar Creek Pipeline Station;
2. Sugar Creek Pipeline Station to Council Bluffs Terminal; and
3. Burlington Junction to Des Moines Terminal.

The connecting Terminal Facilities (the BP Dubuque Terminal, Sugar Creek Terminal, Council Bluffs Terminal, Ottumwa Terminal and Des Moines Terminal) described below do not constitute part of the Pipeline System and are listed for descriptive purposes only.

1. Dubuque to Sugar Creek Pipeline Station

The Dubuque to Sugar Creek Pipeline Station pipeline segment consists of one approximately 12-inch line which originates at the BP Dubuque Terminal (Mile Post “MP” 308.89, approximately), located approximately eight miles west of Dubuque, Iowa. It runs in an approximately south-westerly direction to Sugar Creek Pipeline Station, a point near the Sugar Creek Terminal (MP 0.00, approximately). This pipeline segment is approximately 309 miles long with one intermediate pumping station, two intermediate delivery points, and one injection facility / booster station.

The mainline relief valves, delivery locations, pump stations, equipment and block valve data for this pipeline segment are described below.

**Mainline Relief Valves**

Location	Equipment Type	Description
Milan, MO	Relief Valve (“RV”)	One RV
Sugar Creek, MO	RV	One RV

## Delivery Points / Terminals

Location	Mile Post (approximately)	Description
Cedar Rapids, IA	242.4	Cedar Rapids Terminal
Ottumwa, IA	172.2	Ottumwa Terminal
Sugar Creek, MO	0.00	Pipeline receiving station at Sugar Creek Terminal

## Pump Stations

- **Dubuque Station**

Dubuque Station is located in Dubuque County, Iowa. The point of demarcation of the beginning of this segment of the Lower V Pipeline System is the outgoing scraper trap and head gate valve.

- **Harper Station**

Harper Station is located in Keokuk County, Iowa.

Equipment Type	Description
Pumping Units	Two pumps
Control Valve ("CV")	One CV
Motor Operated Valve ("MOV")	Four MOVs
Sump & Pump	One sump & pump

## Delivery Locations

- **Cedar Rapids Terminal**

Cedar Rapids Terminal (MP 242.4, approximately) is located in Johnson County, Iowa.

Equipment Type	Description
MOV	One MOV
CV	One CV
Meters	Two meters

Equipment Type	Description
Gravitometer	One interface detector
Prover Loop	One prover loop
Relief Valve ("RV")	One RV
Check Valve	One check valve

- **Ottumwa Terminal**

Ottumwa Terminal (MP 172.2, approximately) is located in Wapello County, Iowa.

Equipment Type	Description
MOV	One MOV
Check Valve	One check valve
Meters	Two meters
Gravitometer	One interface detector
Prover Loop	One prover loop
RV	One RV
CV	One CV

- **Milan Station**

Milan Station (MP 99.4, approximately) is located in Sullivan County, Missouri.

Equipment Type	Description
MOV	Two MOVs
Meter	Three meters
Prover Loop	Two prover loops
Gravitometer	Two interface detectors
Densitometer	Two densitometers
Manifold Relief Valve ("MRV")	One MRV
Valves	Four valves
Pumping Units	Four pumps Miscellaneous associated electric motors
CV	One CV

Equipment Type	Description
MOV	Four MOVs
Backup Generator	Two generators
Sumps & Pump	Two sumps & pumps
Scraper Trap	One launcher

- **Sugar Creek Pipeline Station**

Sugar Creek Pipeline Station (MP 0.00, approximately) is located on approximately 2.06 acres in Jackson County, Missouri.

#### Equipment

Equipment Type	Description
MOV	One MOV
CV	One CV
Hydraulic Valve	One valve
Meter	Two meters
Prover Loop	One prover loop
RV	One RV
Gravitometer	Two interface detectors
Densitometer	One densitometer
Sump & Pump	One sump & pump
Scraper Trap	One receiver

#### BLOCK VALVE DATA

MP No. (approximately)	Valve No.	Valve Size (approx. inches)
308.89	4892	12
292.17	2373	12
284.71	2372	12
282.33	2371	12
253.96	2360	12
253.47	2369	12

MP No. (approximately)	Valve No.	Valve Size (approx. inches)
243.60	2368	12
242.43	2367	12
221.38	2366	12
204.72	5455	12
175.43	2359	12
174.12	2358	12
145.20	2357	12
123.47	2356	12
99.50	5010	12
99.50	5080	12
79.98	26153	12
77.54	2349	12
74.77	2348	12
64.45	2347	12
62.27	2346	12
41.14	2345	12
17.72	2344	12
4.50	5481	12
0.00	2337	12

### **Out-Of-Service Pipeline Stations**

The following station is out of service and located on the Dubuque to Sugar Creek Pipeline Station pipeline segment.

#### **Osgood Pumping Station**

Osgood Pumping Station is an out of service station located in Sullivan County, Missouri, located approximately 6000 feet approximately southwest of Milan Station.

#### **2. Sugar Creek Pipeline Station to Council Bluffs Terminal**

The Sugar Creek Pipeline Station to Council Bluffs Terminal pipeline segment consists of one approximately 8-inch line which originates at a pipeline station at the Sugar Creek Terminal at the former Sugar Creek refinery site in Jackson County, Missouri. The pipeline runs in an

approximately northwesterly direction to the Council Bluffs Terminal. This segment is approximately 171-miles long with three intermediate pumping stations and connects to the Burlington Junction to Des Moines Terminal pipeline lateral described further below.

The mainline relief valves, delivery locations, pump stations, equipment and block valve data for this pipeline segment are described below.

### Mainline Relief Valve

Location	Equipment Type	Description
Council Bluffs, IA	RV	One RV

### Delivery Points / Terminals

Location	Mile Post (Approximately)	Description
Burlington Junction, IA	103.2	An approximately 6-inch lateral to the Des Moines Terminal
Council Bluffs, IA	170.7	Council Bluffs Terminal

### Pump Stations

#### 1. Sugar Creek Pipeline Station

Sugar Creek Pipeline Station (MP 00.00, approximately) is located on approximately 2.06 acres in Jackson County, Missouri.

Equipment Type	Description
Pumping Units (indoor)	Six pumps
CV	One CV
MOV	Eight MOVs
Meter	One meter
Prover Loop	One prover loop
Densitometer	One densitometer
Sump & Pump	One sump & pump
Launcher / Receiver	One Launcher / Receiver

### Muddy Creek Station

Muddy Creek Station (MP 50.61, approximately) is located in Buchanan County, Missouri.

Equipment Type	Description
Pumping Units (indoor)	Two pumps
CV	One CV
MOV	Four MOVs
Sump & Pump	One sump & pump

### Burlington Junction Station (North)

Burlington Junction Station (MP 103.27, approximately) is located in Nodaway County, Missouri.

Equipment Type	Description
Pumping Units - indoor (Units #1 & #2 pump East)	Two pumps
CV	One CV
MOV	Six MOVs
Meter	One meter
Gravitometer	One interface detector
Sump & Pump	One sump & pump

### Council Bluffs Station

Council Bluffs Station (MP 170.6, approximately) is located in Pottawattamie County, Iowa.

Equipment Type	Description
MOV	One MOV
CV	One CV
Hydromotor Valve	One valve
Meters	Two meters
Prover Loop	One prover loop
RV	One RV



Gravimeter	One interface detector
Densitometer	One densitometer
Sump & Pump	One sump & pump
Scraper Trap	One receiver

### BLOCK VALVE DATA

MP No. (approximately)	Valve No.	Valve Size (Approx. inches)
0.00	26157	6
0.00	26158	8
4.20	5510	8
7.03	5514	8
22.59	12317	8
24.74	27101	8
27.77	27099	8
29.07	26156	8
44.97	27108	8
50.61	1137	8
54.86	24697	8
56.90	24698	8
76.27	3848	8
77.50	4670	8
101.07	13201	8
103.27	13165	8
114.23	3849	8
114.90	--	--
123.26	13179	8
130.24	27159	8
144.57	27110	8
170.63	3852	6

## Out-Of-Service Pipeline Stations

The following stations are out of service and located on the Sugar Creek Pipeline Station to Council Bluffs Terminal pipeline segment.

### 1. Paradise Station

Paradise Station is an out of service station located in Clay County, Missouri approximately one mile east of Paradise, Missouri on County Road W.

### Bolckow Station

Bolckow Station is an out of service station located in Andrew County, Missouri approximately seventeen miles off U.S. Highway 71 near the county line north of Highway "B."

### Shenandoah Station

Shenandoah Station is an out of service station located in Page County, Iowa approximately four and one half miles south of the intersection of Iowa Highway 2 and County Road M32.

### 3. Burlington Junction to Des Moines Terminal

The Burlington Junction to Des Moines Terminal pipeline lateral consists of one approximately 6-inch line which originates at the Burlington Junction Station (MP 103.27) on the Sugar Creek Pipeline Station to Council Bluffs Terminal pipeline segment. This pipeline segment runs in an approximately easterly direction to Clive, Iowa. This segment is approximately 110-miles long with one intermediate pumping station.

The mainline delivery locations, pump stations, equipment and block valve data for this pipeline segment are described below.

### Delivery Points / Terminals

Location	Mile Post (approximately)	Description
Des Moines, IA	109.78	Des Moines Terminal

### Pump Stations

#### Burlington Junction Station (East)

Burlington Junction Station (MP 0.0, approximately) is located in Nodaway County, Missouri.

Equipment Type	Description
Pumping Units - indoor	Two pumps
CV	One CV
MOV	Six MOVs
Meter	One meter
Gravitometer	One interface detector
Sump & Pump	One sump & pump
Scraper Trap	One launcher

### Creston Station

Creston Station (MP 47.94, approximately) is located in Adams County, Iowa.

Equipment Type	Description
Pumping Unit	One pump
MOV	Two MOVs
Sump & Pump	One sump & pump
Scraper Trap	One receiver
Scraper Trap	One launcher

### Des Moines Terminal

The Des Moines Terminal (MP 109.78, approximately) is located in the Des Moines suburb of Clive, Polk County, Iowa.

Equipment Type	Description
MOV	One MOV
CV	One CV
Hydramotor Valve	One valve
Meters	Two meters
Prover Loop	One prover loop
RV	One RV
Gravitometers	Two interface detectors
Densitometer	One densitometer
Sump & Pump	One sump & pump

Scrapers Trap	One receiver
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**BLOCK VALVE DATA**

MP No. (approximately)	Valve No.	Valve Size (Approx. inches)
0.00	5503	6
1.75	5496	6
6.02	27109	6
17.99	12395	6
41.07	27501	6
47.94	5507	6
47.94	5508	6
61.37	13176	6
62.94	13248	6
65.73	5495	6
75.70	13177	6
103.06	13178	6
104.47	12386	6
109.78	4609	6

**Buildings**

Location	Building
Burlington Junction Station	Four buildings
Creston Station	Four buildings
Des Moines Station	Two buildings
Harper Station	Three buildings
Ottumwa Station	Two buildings
Milan Station	Two buildings
Sugar Creek Pipeline Station	One building
Muddy Creek Station	Two buildings
Council Bluffs Station	Four buildings
529 W. 5th Street, Maryville, Missouri (Lower V System)	Two buildings