Deed Record, No. 93, Madison County, Iowa

MARSHALL PRINTING CO., MARSHALLTOWN, IOWA 52302

Champlin Oil & Refining Co. #3210 Filed for record the 13 day of November
To A. D. 1964 at 3:00 o'clock P.M.
Fee $6.50
Champlin Petroleum Company Mary E Welty, Recorder

GENERAL INDENTURE OF CONVEYANCE,
ASSIGNMENT AND TRANSFER Effective at 8:00 A.M.,
Central Standard Time, on the 29th
day of October, 1964.

This GENERAL INDENTURE OF CONVEYANCE, ASSIGNMENT AND TRANSFER dated October 29, 1964, from CHAMPLIN OIL & REFINING CO., a Delaware corporation (herein called the "Grantor") to CHAMPLIN PETROLEUM COMPANY, a Delaware corporation, a wholly owned subsidiary of Grantor (herein called the "Grantee"),

WITNESSETH:

That the Grantor, for valuable consideration to it in hand paid by the Grantee, the receipt, adequacy and sufficiency of which are hereby acknowledged, has granted, bargained, sold, conveyed, assigned, transferred, set over and delivered, and by these presents does hereby grant, bargain, sell, convey, assign, transfer, set over and deliver unto the Grantee, and unto its successors and assigns forever, all and singular the properties, assets and rights of the Grantor (save and except only its corporate franchise and corporate stock of the Grantee) wheresoever situated, including but not limited to those situated in The Dominion of Canada, New Zealand and the States of Arkansas, Colorado, Iowa, Kansas, Louisiana, Minnesota, Mississippi, Missouri, Montana, Nebraska, New Mexico, North Dakota, Oklahoma, South Dakota, Texas, Utah, Wisconsin and Wyoming, including particularly but without limiting the generality of the foregoing (and regardless of whether situated in the aforementioned States or elsewhere) all real estate, real property and interests of every kind in real property, all oil and gas leasehold estates and rights and interests in oil and gas leases, all oil, gas and other minerals, all mineral rights and interests and all royalty, overriding royalty, production payments, carried, working and net profit interests and all other interests payable out of or on account of oil, gas, other hydrocarbon and/or other mineral production, all rights-of-way, easements, permits, licenses, plants, refineries, buildings, warehouses, dwelling houses, service stations, bulk stations, and other structures, all oil wells, gas wells, water wells, injection wells, derricks, pumps, casing, rods, tubing, wellhead equipment, separators, tanks, pipe lines, valves, fittings and other facilities for gathering, storing, treating, handling, transporting or transmitting oil, gas, other hydrocarbons, other petroleum products, other minerals, or water, all loading racks, tanks, lease, field and plant equipment and accessories, oil, gas, other hydrocarbons, other petroleum products and other minerals in storage, whether in surface tanks or underground, all automobiles, trucks and other vehicular equipment, vessels, office furniture, fixtures, supplies, inventories, goods, chattels, merchandise, equipment, tools, accessories and implements, all contracts, agreements and rights or interests in or under contracts and agreements, shares of stock (except stock of Champlin Petroleum Company, the Grantee herein), bonds and other securities, tax notes, tax certificates, notes and accounts receivable, including accounts for petroleum or its products previously sold but not paid for, and other evidences of indebtedness and investment, claims and demands of every nature, and other intangible assets, rights or benefits, all books, papers, files, records and other

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forms of personal property;

And also all other properties, assets and rights of the Grantor of every name and description, real, personal and mixed, wheresoever situated, and whether or not of the same kind as those hereinabove enumerated, owned by the Grantor or to which it may be entitled, except corporate stock of the Grantee and the corporate franchise of the Grantor.

TO HAVE AND TO HOLD all and singular the properties, assets and rights hereby transferred, assigned or conveyed or intended to be transferred, assigned and conveyed unto the Grantee, its successors and assigns, forever.

The Grantor hereby binds itself to warrant and forever defend all and singular the said properties, assets and rights unto the Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through or under the Grantor and not otherwise. This General Indenture of Conveyance, Assignment and Transfer is made with full substitution and subrogation of the Grantee in and to all covenants and warranties by others heretofore given or made in respect of the said properties, assets and rights or any part thereof.

Grantee hereby assumes all current liabilities of Grantor and all obligations and liabilities of Grantor in and under all conveyances or contracts or other rights assigned hereunder, of any kind or character, and Grantee specifically assumes all valid obligations under indemnity agreements of Grantor in favor of third parties. Grantee does not assume the payment of any Promissory Notes heretofore executed by Grantor.

This General Indenture of Conveyance, Assignment and Transfer shall be effective for all purposes as of 8:00 A. M. on October 29, 1964, Central Standard Time.

This General Indenture of Conveyance, Assignment and Transfer may be executed in any number of counterparts and each of such counterparts shall for all purposes be deemed to be an original, and all such counterparts shall together constitute but one and the same General Indenture of Conveyance, Assignment and Transfer.

IN WITNESS WHEREOF, the Grantor and the Grantee have each caused this General Indenture of Conveyance, Assignment and Transfer to be duly executed on the date in the acknowledgments annexed hereto, intending that it shall be effective on the day and date hereinabove written.

No documentary tax stamps
required, 26 USC 4382 (b) (1) (D)

ATTEST: Richard K. Cartlidge (CORPORATE SEAL)
Secretary

CHAMPLIN OIL & REFINING CO.
By Ira H. Stein
Vice-President GRANTOR

ATTEST: (CORPORATE SEAL)
C. Taylor Pruitt
Assistant Secretary

CHAMPLIN PETROLEUM COMPANY
By Chas. B. Johnson Jr.
Vice President GRANTEE

THE STATE OF TEXAS COUNTY OF TARRANT)

I, the undersigned, a Notary Public duly qualified,commissioned, sworn and acting in and for the County and State aforesaid, hereby certify that on this 29th day of October, 1964: There appeared before me Ira H. Stein, a Vice President of Champlin Oil & Refining Co., a ARKANSAS Delaware corporation;/Personally appeared the above named person, a Vice President of Champlin Oil & Refining Co, a Delaware corporation, to me personally well known, who stated to me that he is a Vice President of Champlin Oil & Refining Co., a corporation, and was duly authorized in his capacity to execute the foregoing instrument for and in the name and behalf of said corporation, and further state and acknowledged that he had so signed, executed and delivered said foregoing instrument for the consideration, uses and purposes therein mentioned and set forth.

Colorado - The foregoing instrument was acknowledged before me this day by the above named person, a Vice President of Champlin Oil & Refining Co., a Delaware corporation.

Iowa - Personally appeared the above named person to me personally known, who being by

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me duly sworn did state that he is a Vice President of Champlin Oil & Refining Co., that the seal affixed to said instrument is the seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it voluntarily executed.

Kansas - Personally appeared the above named person, a Vice President of Champlin Oil & Refining Co., a Delaware corporation, who is personally known to me and known to me to be a Vice President of said corporation, and the same person who executed the foregoing instrument, and he duly acknowledged the execution of the same for and on behalf of and as the act and deed of said corporation.

Louisiana - Before me appeared the above named person, to me personally known, who, being by me duly sworn, did say that he is a Vice President of Champlin Oil & Refining Co., and that the seal affixed to said instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of the corporation by authority of its Board of Directors, and that said above named person acknowledged the instrument to be the free act and deed of said corporation.

Minnesota - Before me appeared the above named person, to me personally known, who being by me duly sworn, did say that he is a Vice President of Champlin Oil & Refining Co. that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors, and he acknowledged said instrument to be the free act and deed of said corporation.

Mississippi - Personally appeared before me the above named person, personally known to me to be the duly constituted Vice President of Champlin Oil & Refining Co., who acknowledged that he executed and delivered the above and foregoing instrument for and on behalf of Champlin Oil & Refining Co. on the day and year therein stated, having first been duly authorized so to do.

Missouri - Before me appeared the above named person, to me personally known, who being by me duly sworn, did say that he is a Vice President of Champlin Oil & Refining Co., and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors, and he acknowledged said instrument to be the free act and deed of said corporation.

Montana - Before me personally appeared the above named person, known to me to be a Vice President of the corporation that executed the within instrument, and acknowledged to me that such corporation executed the same.

Nebraska - Personally came the above named, Vice President of Champlin Oil & Refining Co., who is personally known to me to be the identical person whose name is affixed to the above instrument as Vice President of said corporation and acknowledged the instrument to be his voluntary act and deed and the voluntary act and deed of said corporation.

New Mexico - Before me appeared the above named person, to me personally known, who, being by me duly sworn, did say that he is a Vice President of Champlin Oil & Refining Co., and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors, and that said above named person acknowledged said instrument to be the free act and deed of said corporation.

North Dakota - Before me personally appeared the above named person, known to me to be the Vice President of Champlin Oil & Refining Co. described in and that executed the within instrument, and acknowledged to me that such corporation executed the same.

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Oklahoma - Before me personally appeared the above named person, to me known to be the identical person who subscribed the name of Champlin Oil & Refining Co., a Delaware corporation, to the foregoing instrument as a Vice President, and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation for the uses and purposes therein set forth.

South Dakota - Personally appeared the above named person who acknowledged himself to be a Vice President of Champlin Oil & Refining Co., a corporation, and that he, as such Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, signing the name of the corporation by himself, as Vice President.

Texas - Before me personally appeared the above named person, known to me to be the person whose name is subscribed to the foregoing instrument, and known to me to be a Vice President of Champlin Oil & Refining Co., a corporation, and acknowledged to me that he executed said instrument in the capacity therein stated for the purposes and consideration therein expressed, and as the act and deed of said corporation.

Utah - Personally appeared before me the above named person, being by me duly sworn did say that he is the Vice President of Champlin Oil & Refining Co., and that said instrument was signed in behalf of said corporation by resolution of its Board of Directors, and said above named person acknowledged to me that said corporation executed the same.

Wisconsin - Personally appeared the above named person, known to me to be a Vice President of Champlin Oil & Refining Co., and to me known to be the person who executed the foregoing instrument, and acknowledged the same as the act and deed of Champlin Oil & Refining Co.

Wyoming - Before me personally appeared the above named person, to me personally known who, being by me duly sworn, did say that he is a Vice President of Champlin Oil & Refining Co., one of the corporations described in and which executed the foregoing instrument, and that the seal affixed to said instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and said above named person acknowledged said instrument to be the free act and deed of said corporation.

Given under my hand and seal of office this the 29th day of October, A.D. 1964.

NOTARIAL SEAL

Patsy R. Hoera Notary Public
in and for Tarrant County, Texas
My commission expires June 1, 1965.