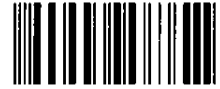


UNOFFICIAL COPY

This STATEMENT is presented to THE FILING OFFICER for filing pursuant to the Uniform Commercial Code:

For Filing C
Filing Office



00355475

Debtor(s) (Last Name First) and address(es)
Huntsman Chemical Corporation
500 Huntsman Way
SALT LAKE CITY, UT 84108

Secured Party(ies) and address(es)
Bankers Trust Company, as
Collateral Trustee

280 Park Avenue
New York, NY 10017

00355475

3407/0201 21 001 Page 1 of 4

2000-05-17 16:12:00

Cook County Recorder 27.50

This Statement refers to original Financing Statement No. 96971222
Date filed: 12/26/1996, 19 Filed with IL-Cook County

- A. CONTINUATION..... The original financing statement between the foregoing Debtor and Secured Party, bearing the file number shown above, is still effective.
- B. PARTIAL RELEASE. From the collateral described in the financing statement bearing the file number shown above, the Secured Party releases the property indicated below.
- C. ASSIGNMENT..... The Secured Party certifies that the Secured Party has assigned to the Assignee whose name and address is shown below, Secured Party's rights under the financing statement bearing the file number shown above in the property indicated below.
- D. TERMINATION..... The Secured Party certifies that the Secured Party no longer claims a security interest under the financing statement bearing the file number shown above.
- E. AMENDMENT..... The financing statement bearing the above file number is amended.
 - To show the Secured Party's new address as indicated below;
 - To show the Debtor's new address as indicated below;
 - As set forth below.

Huntsman Chemical Corporation

(Debtor)

Bankers Trust Company, as
Collateral Trustee

(Secured Party)

Dated: _____, 19__

By: *Robert K. Valencia AVP*

(Signature of Secured Party)

FILING OFFICER-ALPHABETICAL

This form of Financing Statement is approved by the Secretary of State.

STANDARD FORM - UNIFORM COMMERCIAL CODE - FORM UCC-3 REV. 7-74

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2000-05-17 16:12:00

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99-07556

EXHIBIT A

PARCEL 1:

THAT PART OF THE EAST 1/2 OF SECTION 32, TOWNSHIP 38 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE CENTER OF SAID SECTION 32; THENCE SOUTH ALONG THE NORTH AND SOUTH CENTER LINE OF SAID SECTION 32, A DISTANCE OF 14.03 FEET TO THE CENTER LINE OF WENTWORTH AVENUE, VILLAGE OF WILLOW SPRINGS, ILLINOIS; THENCE SOUTHEASTERLY AT AN ANGLE OF 39 DEGREES 45 MINUTES 30 SECONDS FROM THE NORTH AND SOUTH CENTER LINE OF SAID SECTION 32, A DISTANCE OF 606.44 FEET TO A POINT WHICH IS 50 FEET SOUTHEASTERLY OF MEASURED AT RIGHT ANGLES FROM THE SOUTHEASTERLY LINE OF THE 150 FOOT JOINT FEE STRIP DESCRIBED IN DOCUMENTS NUMBERS 13840023 AND 13840024 IN THE RECORDS OF SAID COOK COUNTY, ILLINOIS; THENCE NORTHEASTERLY AT AN ANGLE OF 71 DEGREES 41 MINUTES 30 SECONDS FROM THE CENTER LINE OF SAID WENTWORTH AVENUE ON A LINE 50 FEET SOUTHEASTERLY OF NORMALLY DISTANT FROM AND PARALLEL TO THE SOUTHEASTERLY LINE OF SAID JOINT FEE STRIP, A DISTANCE OF 1297.47 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING NORTHEASTERLY ALONG THE LAST DESCRIBED COURSE A DISTANCE OF 319.54 FEET; THENCE SOUTHEASTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE, A DISTANCE OF 600.37 FEET TO A POINT WHICH IS 150 FEET NORTHWESTERLY OF MEASURED AT RIGHT ANGLES FROM THE WESTWARD MAIN TRACK OF THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY; THENCE SOUTHWESTERLY ALONG A LINE 150 FEET NORTHWESTERLY OF NORMALLY DISTANT FROM AND PARALLEL TO SAID WESTWARD TRACK, A DISTANCE OF 429.24 FEET; THENCE NORTHWESTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE, A DISTANCE OF 539.90 FEET TO THE TRUE POINT OF BEGINNING. CONTAINING 5.00 ACRES OF LAND MORE OR LESS IN COOK COUNTY, ILLINOIS.

PARCEL 2

THAT PART OF THE EAST 1/2 OF SECTION 32, TOWNSHIP 38 NORTH, RANGE 12 EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT THE CENTER OF SAID SECTION 32 AND RUNNING THENCE SOUTH ALONG THE NORTH AND SOUTH CENTER LINE OF SAID SECTION 32, A DISTANCE OF 14.03 FEET TO THE CENTER LINE OF WENTWORTH AVENUE, VILLAGE OF WILLOW SPRINGS, ILLINOIS; THENCE SOUTHEASTERLY AT AN ANGLE OF 39 DEGREES 45 MINUTES 30 SECONDS FROM NORTH AND SOUTH CENTER LINE OF SAID SECTION 32, A DISTANCE OF 606.44 FEET TO A POINT WHICH IS 50 FEET SOUTHEASTERLY MEASURED AT RIGHT ANGLES FROM THE SOUTHEASTERLY LINE OF THE 150 FEET JOINT FEE STRIP DESCRIBED IN DOCUMENT NUMBERS 13840023 AND 13840024 IN THE RECORDS OF SAID COOK COUNTY, ILLINOIS; THENCE NORTHEASTERLY AT AN ANGLE OF 71 DEGREES 41 MINUTES 30 SECONDS FROM THE CENTER LINE OF SAID WENTWORTH AVENUE ON A LINE 50 FEET SOUTHEASTERLY OF NORMALLY DISTANT FROM AND PARALLEL WITH THE SOUTHEASTERLY LINE OF SAID JOINT FEE STRIP, A DISTANCE OF 926.51 FEET OF THE MOST WESTERLY CORNER OF THE PARCEL OF LAND HEREIN DESCRIBED AND THE POINT OF BEGINNING FOR THE DESCRIPTION THEREOF; THENCE CONTINUING NORTHEASTWARDLY ALONG SAID LAST DESCRIBED PARALLEL LINE, A DISTANCE OF 370.95 FEET TO THE MOST WESTERLY CORNER OF THE PARCEL OF LAND CONVEYED BY DEED RECORDED IN THE RECORDER'S OFFICE OF COOK COUNTY, ILLINOIS ON JANUARY 25, 1961 AS DOCUMENT NUMBER 18069572; THENCE SOUTHEASTWARDLY ALONG THE SOUTHWESTERLY LINE OF THE LAND SO CONVEYED, A DISTANCE OF 549.64 FEET TO THE MOST SOUTHERLY CORNER OF THE LAND SO CONVEYED; THENCE SOUTHWESTWARDLY ALONG A LINE 150 FEET NORTHWESTERLY OF NORMALLY DISTANCE FROM AND PARALLEL TO THE WESTWARD MAIN TRACK OF THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY A DISTANCE OF 366.44 FEET TO ITS INTERSECTION WITH THE SOUTH LINE OF THE NORTHEAST 1/4 OF SAID SECTION 32, AND THENCE NORTHWESTWARDLY ALONG A LINE PERPENDICULAR TO SAID LAST DESCRIBED PARALLEL LINE, A DISTANCE OF 481.71 FEET TO THE POINT OF BEGINNING, ALL IN COOK COUNTY, ILLINOIS.

PARCEL 3

EASEMENT FOR THE BENEFIT OF PARCEL 1 DATED JULY 28, 1961 AND RECORDED SEPTEMBER 8, 1961 AS DOCUMENT NUMBER 18270456, CREATED BY INDENTURE BETWEEN NEWTOWN IRON AND STEEL CORPORATION, A CORPORATION OF NEW YORK TO BRAND PLASTICS COMPANY, A CORPORATION OF DELAWARE, FOR RIGHT OF WAY WITH OR WITHOUT VEHICLES OR ANIMALS, OR BOTH, OVER PREMISES DESCRIBED AS FOLLOWS:

ALL THAT PART OF THE EAST 1/2 OF SECTION 32, TOWNSHIP 38 NORTH, RANGE 12 EAST OF THE THIRD PRINCIPAL MERIDIAN, LYONS TOWNSHIP, COOK COUNTY, ILLINOIS, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE CENTER OF SAID SECTION 32; THENCE SOUTH ALONG THE NORTH AND SOUTH CENTER LINE OF SAID SECTION 32, A DISTANCE OF 14.03 FEET TO THE CENTER LINE OF WENTWORTH AVENUE, VILLAGE OF WILLOW SPRINGS, ILLINOIS; THENCE SOUTHEASTERLY AT AN ANGLE OF 39 DEGREES 45 MINUTES 30 SECONDS FROM THE NORTH AND SOUTH CENTER LINE OF SAID SECTION 32, A DISTANCE OF 553.77 FEET TO THE SOUTHEASTERLY LINE OF THE 150 FOOT JOINT FEE STRIP DESCRIBED IN DOCUMENT NUMBERS 13840023 AND 13840024 IN THE RECORDS OF SAID COOK COUNTY, ILLINOIS, FOR THE TRUE POINT OF BEGINNING; THENCE NORTHEASTERLY AT AN ANGLE OF 71 DEGREES 41 MINUTES 30 SECONDS FROM THE CENTER LINE OF SAID WENTWORTH AVENUE ALONG SAID SOUTHEASTERLY LINE OF SAID JOINT FEE STRIP, A DISTANCE OF 1620.47 FEET; THENCE SOUTHEASTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE, A DISTANCE OF 50 FEET; THENCE SOUTHWESTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE, A DISTANCE OF 1637.01 FEET TO THE CENTER LINE OF SAID WENTWORTH AVENUE; THENCE NORTHWESTERLY ALONG THE CENTER LINE OF SAID WENTWORTH AVENUE A DISTANCE OF 52.67 FEET TO THE TRUE POINT OF BEGINNING IN COOK COUNTY, ILLINOIS.