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0710360073

Doc#: 0710360073 Fee: \$40.00
Eugene "Gene" Moore RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 04/13/2007 01:23 PM Pg: 1 of 9

SUBORDINATION AND CONSENT

WHEREAS, SUN LIFE ASSURANCE COMPANY OF CANADA, a Canadian corporation, having an office at One Sun Life Executive Park, Wellesley Hills, Massachusetts 02481 ("Lender") is the owner and holder of the debt secured by the mortgages identified on Exhibit B attached hereto and incorporated herein (collectively, the "Mortgage");

WHEREAS, Gas-Mart USA, Inc, a Missouri corporation ("Borrower"), and CONOCOPHILLIPS COMPANY, a Delaware corporation ("Seller"), are parties to that certain Real Estate Contract (Multi-Sites Involving Fee and Leasehold Estates) with an effective date of November 14, 2003 (the "Contract") subsequent to which date Borrower assigned its rights in the Contract to its affiliate, FUEL SERVICE MART, INC, a Missouri corporation ("FSM"). Pursuant to the Contract and its related addenda, FSM has granted to Seller the right to repurchase the property described on Exhibit A attached hereto and incorporated herein upon the occurrence of certain events (the "Repurchase Option"). A memorandum of the Repurchase Option was recorded on February 25, 2004 in the Office of the Recorder of Deeds of Cook County, Illinois as Document Number 0405632124;

WHEREAS, Lender has requested that FSM and Seller subordinate the Repurchase Option to the lien of the Mortgage and FSM and Seller have agreed accordingly.

NOW, THEREFORE, in consideration of the foregoing recitals and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, FSM and Seller hereby consent to the execution, delivery and recording of the Mortgage and hereby subordinate their respective rights and obligations under the Repurchase Option to the liens, rights and obligations created by the Mortgage.

Sun Life Assurance Company of Canada is an intended beneficiary of this Subordination and Consent and shall have the right to enforce it.

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IN WITNESS WHEREOF, FSM and Seller have executed this Subordination and Consent as of FEBRUARY 12, 2007.

FUEL SERVICE MART, INC.
a Missouri corporation

By: David George
Name: David George
Title: President

CONOCOPHILLIPS COMPANY
a Delaware corporation

By: Randall S. Amen
Name: Randall S. Amen
Title: Attorney IN FACT

Property of Cook County Notary Public Office

ACKNOWLEDGMENT

STATE OF KANSAS)
COUNTY OF JOHNSON) ss.

NOW ON THIS 9TH day of FEBRUARY, 2007, before me, a Notary Public in and for said state, came DAVID GEORGE, PRESIDENT of **Fuel Service Mart, Inc.**, a Missouri corporation, who is personally known to me to be the same person who executed the within instrument on behalf of said corporation, and who acknowledged the execution of the same to be the free act and deed of said corporation for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.

Bama Robinson
NOTARY PUBLIC

My Appointment Expires: Notary Public State of Kansas
Bama Robinson
My Appt Exp 06/04/2010

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#5



0405632124

Doc#: 0405632124
 Eugene "Gene" Moore Fee: \$34.50
 Cook County Recorder of Deeds
 Date: 02/26/2004 01:35 PM Pg: 1 of 6

441

03-11243 cook MEMORANDUM OF REPURCHASE OPTION

Site #2706090

THIS MEMORANDUM OF REPURCHASE OPTION ("Memorandum") is entered into as of the 10th day of FEBRUARY, 2004, by and between ConocoPhillips Company, Delaware corporation ("Seller") and Fuel Service Mart, Inc., a Missouri corporation ("Buyer").

1. Buyer acquired certain real property from Seller, commonly known as 5149 W 79th St, Burbank, IL 60459 (Permanent Index Number: 19-33207-019), and more particularly described on Exhibit A attached hereto and incorporated herein by this reference ("Property").
2. As a condition to the conveyance of the Property by Seller to Buyer, Buyer granted to Seller an option to repurchase the Property upon the terms and conditions contained in that certain Real Estate Sales Contract dated November 1, 2003 (the "Contract").
3. If not earlier terminated or exercised, pursuant to the terms of the Contract, Seller's option to repurchase the Property terminates on February 28, 2014.
4. A copy of the relevant portions of the Contract may be obtained by written request from Seller or Buyer to the following addresses:

Fuel Service Mart, Inc
 8349 Melrose
 Lenexa KS 66214

ConocoPhillips Company
 Real Property Administration
 Plaza Office Building, Room 810G
 315 S Johnstone
 Bartlesville OK 74004
5. This Memorandum may be executed in one or more counterparts, each of which shall be deemed an original instrument and all of which combined shall constitute one and the same instrument.

RETURN TO:

Jodie Tanner
 LandAmerica
 7557 Rambler Rd.
 Dallas, TX 75231

(SIGNATURE PAGE FOLLOWS)

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IN WITNESS WHEREOF, the parties hereto have executed this Memorandum as of the date set forth above.

SELLER:
CONOCOPHILLIPS COMPANY, a Delaware corporation

BUYER:
FUEL SERVICE MART, INC. a Missouri corporation

By: _____
Name: Randall D. Amen
Its: Attorney-in-Fact
Date: _____

By: _____
Name: David George
Its: President
Date: 2-4-07

Prepared By: Tammy Harrison, ConocoPhillips Company, Real Estate Department,
13059 East Peakview Avenue, Suite 110, Centennial, Colorado 80111

ACKNOWLEDGMENTS ON FOLLOWING PAGE.

Property of Cook County Clerk's Office

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ACKNOWLEDGMENTS

STATE OF COLORADO)
) ss.
COUNTY OF ARAPAHOE)

BE IT REMEMBERED, that on this ____ day of _____, 2004 before me the undersigned Notary Public in and for the County and State aforesaid, came **Randall D. Amen** as **Attorney-in-Fact for CONOCOPHILLIPS COMPANY, a Delaware corporation**, who is personally known to me to be the same person who executed the within instrument of writing and such person duly acknowledged the execution of the same.

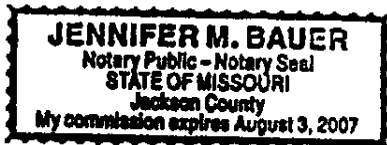
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, the day and year last above written.

Notary Public
My Commission Expires: _____

STATE OF Missouri)
) ss.
COUNTY OF Jackson)

BE IT REMEMBERED, that on this 4th day of February, 2004, before me the undersigned Notary Public in and for the County and State aforesaid, came David S. George as President for Fuel Service Mart, Inc., a Missouri corporation, who is personally known to me to be the same person who executed the within instrument of writing and such person duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, the day and year last above written.



Jennifer M. Bauer
Notary Public
My Commission Expires: August 3, 2007

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IN WITNESS WHEREOF, the parties hereto have executed this Memorandum as of the date set forth above.

SELLER:
CONOCOPHILLIPS COMPANY, a Delaware corporation

BUYER:
FUEL SERVICE MART, INC. a Missouri corporation

By: *Randall S. Amen*
Name: Randall D Amen
Its: Attorney-in-Fact
Date: *2-03-04*

By: _____
Name: _____
Its: _____
Date: _____

Prepared By: Tammy Harrison, ConocoPhillips Company, Real Estate Department,
13059 East Peakview Avenue, Suite 110, Centennial, Colorado 80111

ACKNOWLEDGMENTS ON FOLLO WING PAGE.

Property of Cook County Clerk's Office

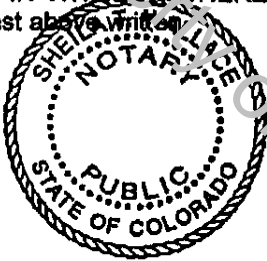
UNOFFICIAL COPY

ACKNOWLEDGMENTS

STATE OF COLORADO)
) ss.
COUNTY OF ARAPAHOE)

BE IT REMEMBERED, that on this 3rd day of February, 2004 before me the undersigned Notary Public in and for the County and State aforesaid, came Randall D. Amen as Attorney-in-Fact for CONOCOPHILLIPS COMPANY, a Delaware corporation, who is personally known to me to be the same person who executed the within instrument of writing and such person duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, the day and year last above written.



Sheila J. Wallace
Notary Public
My Commission Expires: 9/11/06

STATE OF _____)
) ss.
COUNTY OF _____)

BE IT REMEMBERED, that on this ____ day of _____, 2004, before me the undersigned Notary Public in and for the County and State aforesaid, came _____ as _____ for Fuel Service Mart, Inc., a Missouri corporation, who is personally known to me to be the same person who executed the within instrument of writing and such person duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, the day and year last above written.

Notary Public
My Commission Expires: _____

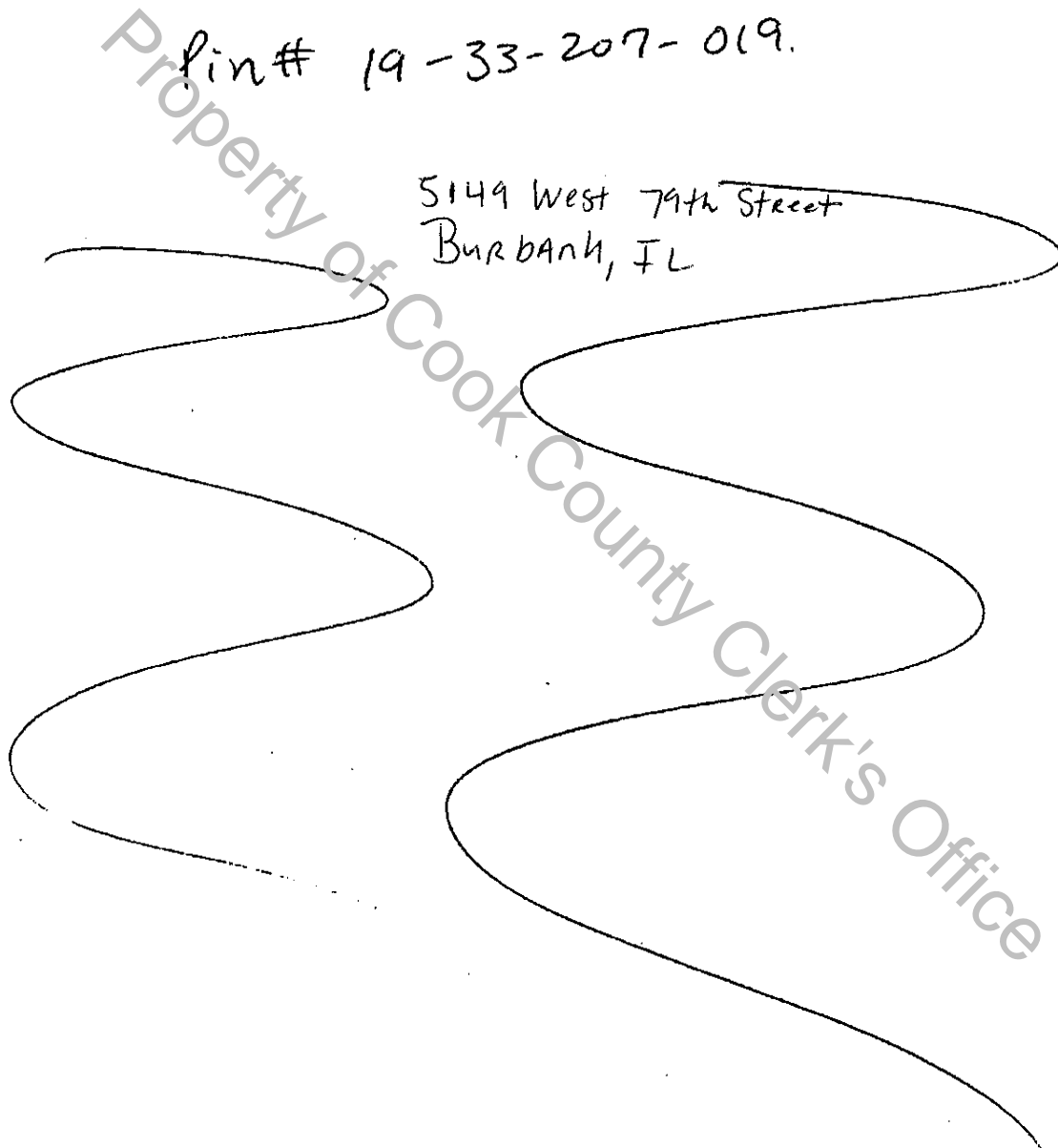
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EXHIBIT "A"
Legal Description
Site No.: 2706090

Lots 8 and 9 in Block 2 in Golfmoor, being a subdivision in the Northeast ¼ of Section 33, Township 38 North, Range 13, East of the Third Principal Meridian, in Cook County, Illinois.

Pin# 19-33-207-019.

5149 West 79th Street
Burbank, IL



Property of Cook County Clerk's Office