85251540

FULL SATISFACTION OF MORTGAGE, FULL RELEASE OF LEASE AND FULL RELEASE OF ASSIGNMENT OF LEASE AND CONSENT DARTMOOR CORPORATION SERIES E

This Full Satisfaction of Mortgage, Full Release of Lease, and Full Release of Assignment of Lease, dated as of August 5, 1985, from FIRST FIDELITY BANK, NATIONAL ASSOCIATION, NEW JERSEY (formerly known as Fidelity Union Trust Company), a New Jersey corporation having its principal office and place of business at 765 Broad Street, Newark, New Jersey, (the "Corporate Trustee") and L. Patterson, having duly succeeded Shirley M. Reed, who duly succeeded S. A. Clark, as Individual Trustee, having her office at 765 Broad Street, Newark, New Jersey (collectively the "Trustees") to DARTMOOR CORPORATION, a Delaware corporation, having its principal office at 7930 Clayton Road, St. Louis, Missouri 63117 (the "Company").

WITNESSETH:

WHEREAS, the Company has heretofore executed and delivered to the Trustees a First Mortgage and Deed of Trust, Series E, dated as of December 15, 1966, (the "Original Mortgage"), to secure as provided therein the Company's 6½% 20-year First Mortgage Notes, Series E, due September 1, 1986, in an aggregate principal amount not exceeding $1,000,000.00 (the "Notes") and to secure the payment of all other indebtness which the Original Mortgage by its terms secures and the performance of and compliance with all of the terms thereof; and

WHEREAS, the Original Mortgage originally created a lien on 13 separate service station premises as described in the Schedule A attached thereto, some of which are described on Schedule X attached hereto; and

WHEREAS, one Supplemental Mortgage and Deed of Trust dated Sept. 1981, and recorded January 7, 1982 as Document #26105330. caused one additional property to be subject to the lien of the Original Mortgage and also caused one property which had theretofore been encumbered by the Original Mortgage to be released from the provisions of the Original Mortgage (collectively referred to as the "Properties"); and

WHEREAS, on August 1, 1984, the Company made a partial prepayment of the Notes in order to secure the release of five properties from the lien of the Original Mortgage, and Supplemental Mortgage and Deed

85251540

6391

16-14-402-001

Mail to: Box 334

of Trust and the Assignment of Lease and to obtain a reassignment of the lease to the company as it pertains only to those five properties and the noteholders accepted the partial prepayment and the properties was so released; and

WHEREAS, there are currently 8 properties subject to the provisions of the Original Mortgage and Supplemental Mortgage and Deed of Trust (collectively referred to as "Properties"); and

WHEREAS, in order to further secure the payment, when and as due and payable, of the principal, premium (if any), and interest on the Notes and the payment of all other indebtedness which the Original Mortgage by its terms secures and the performance of and compliance with all of the terms of the Original Mortgage, the Company has, by an Assignment of Lease dated as of December 15, 1966, assigned, transferred, conveyed and set over to the Trustees all of the Company's estate, right, title and interest in, to and under a composite lease dated as of December 15, 1966, from the Company, as Lessor, to Clark Oil & Refining Corporation, a Wisconsin corporation of St. Louis, Missouri, as Lessee, covering the Properties (the "Lease"), together with all rights, powers, privileges, remedies, options and other benefits of the Company, as Lessor, under the Lease; and

WHEREAS, the Trustees have consented in writing to the Assignment of the Lease, as aforesaid by an instrument dated as of December 15, 1966; and

WHEREAS, the Original Mortgage and Supplemental Mortgage and Deed of Trust created a lien on the Company's interest as Lessor in and to the Lease; and

WHEREAS, the Company now desires to obtain the release of all of the service station premises from the lien of the Original Mortgage, Supplemental Mortgage and Deed of Trust, and the Assignment of Lease, and to obtain a reassignment of the Lease to the Company; and

WHEREAS, all of the noteholders have agreed to accept a full prepayment of the aforementioned note and have consented to the release of all of the properties from the lien of the Original Mortgage, Supplemental Mortgage and Deed of Trust and the Assignment of Lease in consideration of the full prepayment.

NOW, THEREFORE, THIS FULL SATISFACTION OF MORTGAGE AND FULL RELEASE OF LEASE AND FULL RELEASE OF ASSIGNMENT OF LEASE, WITNESSETH, that the Trustees, in pursuance of the Original Mortgage and Supplemental Mortgage and Deed of Trust, and in consideration of One Dollar ($1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, have granted, released, quit-claimed and set over and by these presents, do grant, release, quit-claim and set over unto the Company, all of the properties, together with the hereditaments and appurtenances thereunto belonging, and all the right, title and interest of the said Trustees of, in and to the same, to the intent that the land hereby conveyed may be discharged from the lien of the Original Mortgage, Supplemental Mortgage and Deed of Trust, and Assignment of Lease and the Trustees further grant, release, quit-claim and reassign all rights in and under the Lease to the Company for all of the properties.

TO HAVE AND TO HOLD, the land and premises hereby released and conveyed to the Company, its successors and assigns, forever free, clear and discharged of and from the Lease dated December 15, 1966 and from all liens and claims of the Trustees under and by virtue of the Original Mortgage dated as of December 15, 1966, Supplemental Mortgage and Deed of Trust and Assignment of Lease dated as of December 15, 1966.

IN WITNESS WHEREOF, the Trustees have caused this Full Satisfaction of Mortgage and Full Release of Lease, and Full Release of Assignment of Lease to be executed and the corporate seal of the Corporate Trustee to be hereunto affixed and attested by its officers thereunto duly authorized as of the day and year first above written.

FIRST FIDELITY BANK, NATIONAL ASSOCIATION, NEW JERSEY

Witnessed:

Stephanie S. Widin

Joseph Mate

By: N W Simons

(Corporate Seal)

Attest:

Michael Sabatino

~~Secretary~~ Assistant Cashier

L. Patterson, Individual Trustee

85251510

IN WITNESS WHEREOF, the Company has caused this Full Satisfaction of Mortgage, Full Release of Lease and Full Release of Assignment of Lease to be executed and corporate seal of the Company to be hereunto affixed and attested by its officers thereunto duly authorized as of the day and year first above written.

DARTMOOR CORPORATION

Witnessed:

By: _____

M.R. Burmaster, Vice President

Linda A. Buffa

(Corporate Seal)

Attest:

Robert W. Ziha, Secretary

This Instrument drafted by:

M. R. Burmaster, Esq.
7930 Clayton Road
St. Louis, Missouri 63117

STATE OF MISSOURI)
) ss
COUNTY OF ST. LOUIS)

On this 2nd day of August, 1985, before me Faye Marie Peats, a Notary Public in and for the said County and State, duly commissioned and sworn, personally in said County and State appeared N. R. Burmaster and Robert W. Ziha, to me personally known and known to me to be Vice President and Secretary respectively of Dartmoor Corporation one of the corporations named in and executing the foregoing instrument, which instrument includes Schedule X attached thereto and made a part thereof, and which instrument was produced to me in said County and State aforesaid by the said Vice President and Secretary, who are known to me to be the identical persons who subscribed the name of the maker thereof to the foregoing instrument as its Vice President and Secretary, respectively, who by me being duly sworn, did severally depose, say and acknowledge, on their several oaths, in said County and State aforesaid that they reside at 6465 Wydown, Clayton, Missouri, and 45 Brookmill Lane, St. Louis, Missouri, respectively, that they are the Vice President and Secretary, respectively of said corporation and that said corporation executed said instrument; that they know the seal of said corporation; that the seal affixed to said instrument is the corporate seal of said corporation; that they, being informed of the contents of said instrument, signed and sealed said instrument and that they executed the same in the name and on behalf of said corporation by order, authority and resolution of its Board of Directors and that they signed their names thereto by like order; that they executed the same as and said instrument is, their free and voluntary act and deed and the free and voluntary act and deed of said corporation for the consideration, uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal in the County and State aforesaid on the day and year first above written.

Faye Marie Peats

Notary Public

My place of residence is: 7082 Bancroft,
St. Louis, Missouri

My Commission Expires: 2-13-88

(Notarial Seal)

FAYE MARIE PEATS
NOTARY PUBLIC, STATE OF MISSOURI
MY COMMISSION EXPIRES 2/13/88
ST. LOUIS CITY

8 5 2 5 1 5 4

STATE OF New Jersey)
; ss
COUNTY OF Essex)

On this 5th day of August, 1985, before me Donna Flanagan, a Notary Public in and for the said County and State, duly commissioned and sworn personally in said County and State appeared Thomas W Simons and Michael SABATINO to me personally known and known to me to be ASST Vice Pres and ASST CASHIER respectively, of First Fidelity BANK, the Corporate Trustee, named in and executing the foregoing instrument, which instrument includes Schedule X attached thereto and made a part thereof, and which instrument was produced to me in said County and State aforesaid by the said Thomas W Simons and Michael SABATINO, who are known to me to be the identical persons who subscribed the name of the maker thereof to the foregoing instrument as its ASST Vice Pres. and ASST CASHIER, respectively, who by me being duly sworn, did severally depose, say and acknowledge that they reside at 17 Almira Street, Bloomfield N.J. and 283 Farnham Drive Lodi N.J., that they are a ASST Vice Pres. and ASST CASHIER respectively, of said corporation and that said corporation executed said instrument as Corporate Trustee; that they know the seal of said corporation and that said corporation executed said instrument as Corporate Trustee; that they know the seal of said corporation; that the seal affixed to said instrument is the corporate seal of said corporation; that they, being informed of the contents of said instrument, signed and sealed said instrument and that they executed the same in the name and on behalf of said corporation by order, authority and resolution of its Board of Directors and that they signed their names thereto by like order; that they executed the same as, and said instrument is, their free and voluntary act and deed and the free and voluntary act and deed of said corporation for the consideration, uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid on the day and year first above written.

Donna J Flanagan
Notary Public

DONNA J. FLANAGAN
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Jan. 18, 1988

My place of residence is:
674 Garden St.
Maywood N.J. 07607
My Commission expires:
1/18/88

(Notarial Seal)

85251540

8 5 2 5 1 5 4

STATE OF NEW JERSEY)
)SS
ESSEX COUNTY)

On this 5th day of August, 1985, before me Donna Flanagan a Notary Public in and for the said County and State, duly commissioned and sworn, personally in said County and State appeared L. Patterson, to me personally known and known to me to be L. Patterson, successor individual trustee named in and executing the foregoing instrument, which instrument includes Schedule A and Supplement to Schedule A attached thereto and made a part thereof, and which instrument was produced to me in said County and State aforesaid by the said L. Patterson who is known to me to be the identical person who subscribed the name of the maker thereof to the foregoing instrument as its successor individual trustee who by me being duly sworn did severally depose, say and acknowledge that she resides at 4 Mitchell Road, Somerville NJ. 08876 and that she is a successor individual trustee for said corporation; that the seal affixed to said instrument is the corporate seal of said corporation; that she being informed of the contents of said instrument, signed and sealed said instrument and that she executed the same in the name and on behalf of said corporation by order, authority and resolution of its Board of Directors and that she signed her name thereto by like order; that she executed the same as, and said instrument is, her free and voluntary act and deed and the free and voluntary act and deed of said corporation for the consideration, uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid on the day and year first above written.

Donna J. Flanagan
Notary Public

DONNA J. FLANAGAN
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Jan. 18, 1988

My Place of Residence is:
674 Garden St.
Maywood NJ. 07607

My Commission Expires:
1/18/88

(Notarial Seal)

THIS INSTRUMENT WAS DRAFTED BY:

Joel F. Graziani, Esq.
Clark Oil & Refining Corporation
7930 Clayton Road
St. Louis, Missouri 63117

85251540

8 5 2 5 1 5 4

SCHEDULE X

Location: 3357 West Harrison
Chicago, Illinois

Description: Lot 4 in Sherman T. Cooper's subdivision of Lots 18 to 22 in Block 5 in George K. Shoenberger's subdivision of the West three-quarters of the North 40 rods of the South East quarter of Section 14, Township 39 North, Range 13, East of the Third Principal Meridian in Cook County, Illinois.

Exceptions:

1. Liens for real property taxes and assessments not due and payable.
2. Rights of parties in possession under unrecorded lease.
3. Easements and restrictions of record.

16-14-402-002
~~16-14-500-035~~

T#1111 TRAN 5368 10/24/85 13:31:00 $17.00
#8515 # A *-85-251540

85251540

85251540