

#7  
MAY 11, 1998

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

A DOCK LICENSE AGREEMENT EXECUTED BY LTV STEEL COMPANY, INC. AND SOUTH CHICAGO PROPERTY MANAGEMENT COMPANY, LTD. CREATING A NON-EXCLUSIVE, PERPETUAL EASMENT AFFECTING THE FOLLOWING DESCRIBED PROPERTY:

THAT PART OF THE WEST 1/2 OF THE NORTHEAST 1/4 AND THE EAST 1/2 OF THE NORTHWEST 1/4 OF SECTION 19, TOWNSHIP 37 NORTH, RANGE 15 EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING EAST OF THE EASTERLY CHANNEL LINE OF THE CALUMET RIVER, AS ESTABLISHED BY SURVEY OF THE UNITED STATES ENGINEER'S OFFICE WAR DEPARTMENT (AS SHOWN ON SHEET NO. 6 DATED MARCH 1939 AND SHEET NO. 7 DATED MARCH 1938) TITLED "CONTROL SURVEY CALUMET RIVER", BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHEAST CORNER OF SAID SECTION 19; THENCE SOUTH 89 DEGREES 38 MINUTES 23 SECONDS WEST ALONG THE NORTH LINE OF SAID SECTION 19 (BASIS OF BEARINGS) 1508.48 FEET; THENCE SOUTH 00 DEGREES 43 MINUTES 42 SECONDS EAST 244.82 FEET ALONG A LINE 40 FEET WESTERLY FROM, MEASURED AT RIGHT ANGLES, AND PARALLEL WITH THE WEST RIGHT-OF-WAY LINE OF CONRAIL (FORMERLY THE SOUTH CHICAGO AND SOUTHERN RAILROAD) TO THE POINT OF BEGINNING; THENCE CONTINUING SOUTH 00 DEGREES 43 MINUTES 42 SECONDS EAST 1038.20 FEET ALONG SAID LINE 40 FEET WESTERLY FROM, MEASURED AT RIGHT ANGLES, AND PARALLEL WITH THE PREVIOUSLY MENTIONED WEST RIGHT-OF-WAY LINE OF CONRAIL; THENCE SOUTH 89 DEGREES 38 MINUTES 23 SECONDS WEST 287.71 FEET ALONG THE NORTHERLY LINE OF REPUBLIC ENGINEERED STEELS, INC.; THENCE SOUTH 59 DEGREES 48 MINUTES 04 SECONDS WEST 1584.98 FEET ALONG THE NORTHWESTERLY LINE OF REPUBLIC ENGINEERED STEELS, INC.; THENCE NORTH 07 DEGREES 51 MINUTES 15 SECONDS WEST 641.95 FEET ALONG THE EASTERLY CHANNEL LINE OF THE CALUMET RIVER; THENCE NORTH 01 DEGREE 06 MINUTES 41 SECONDS EAST 569.35 FEET ALONG SAID EASTERLY CHANNEL LINE; THENCE NORTH 58 DEGREES 41 MINUTES 01 SECONDS EAST 740.33 FEET; THENCE NORTH 13 DEGREES 32 MINUTES 22 SECONDS WEST 124.01 FEET; THENCE NORTH 61 DEGREES 50 MINUTES 14 SECONDS EAST 613.80 FEET; THENCE SOUTH 77 DEGREES 54 SECONDS 07 MINUTES EAST 165.39 FEET; THENCE SOUTH 24 DEGREES 08 MINUTES 50 SECONDS EAST 297.67 FEET; THENCE NORTH 63 DEGREES 53 MINUTES 50 SECONDS EAST 326.13 FEET TO THE POINT OF BEGINNING. CONTAINING 48.778 ACRES, MORE OR LESS, ALL IN COOK COUNTY, ILLINOIS.

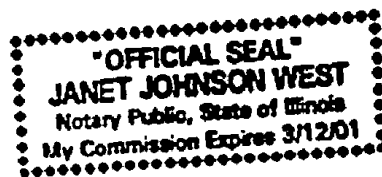
PERMANENT INDEX NUMBERS: 26-19-201-018; 26-19-102-007; 26-19-102-019; 26-19-200-020; AND 26-19-200-022

WAS DELIVERED TO CHICAGO TITLE INSURANCE COMPANY FOR RECORDING ON OR ABOUT APRIL 27, 1998 SAID DOCUMENT WAS SUBSEQUENTLY LOST, MISPLACE OR DISTROYED. ATTACHED HERETO AS EXHIBIT "A" IS A COPY OF SAID ORIGINAL DOCUMENT.

*Jodi L. Henninger*  
CHICAGO TITLE INSURANCE COMPANY

BY: JODI L. HENNINGER  
TITLE: ASSISTANT TITLE OFFICER

SUBSCRIBED AND SWORN BEFORE ME THIS 11 DAY OF MAY, 1998  
*J. Allen*  
NOTARY PUBLIC



Box  
333

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**DOCK LICENSE AGREEMENT**

THIS DOCK LICENSE AGREEMENT, dated as of this 27<sup>th</sup> day of April, 1998, by and between SOUTH CHICAGO PROPERTY MANAGEMENT COMPANY, LTD., an Ohio limited liability company ("South Chicago") with its principal office at 12800 S. Butler Drive, Chicago, Illinois 60633, and LTV STEEL COMPANY, INC., a New Jersey corporation ("LTV") with its principal office at 200 Public Square, Cleveland, Ohio 44114.

**Recitals:**

1. South Chicago is the owner of certain real property located in Cook County, Illinois, as more particularly described in Exhibit A hereto, which South Chicago purchased from LTV and claims by quitclaim deed of even date herewith (the "Real Property"). Situated to the north and to the east of the Real Property is a parcel of land owned by LTV and on which is located a coke processing plant, together with related roadways, railways, improvements, facilities and utilities (collectively, the "Coke Plant Parcel"). Located on the Coke Plant Parcel, and running in a northerly direction along the easterly edge of the Real Property, is a strip of land forty feet (40') wide on which is or has been located a railroad lead track (the "Emergency Track"), including two (2) grade crossings (the "Emergency Track Grade Crossings"), and an in-plant private roadway (the "In-Plant Roadway"). Situated to the east of the Coke Plant Parcel and running in a northerly direction along the easterly edge of the Coke Plant Parcel is a railroad right-of-way (the "Right-of-Way") owned by Consolidated Rail Corporation ("Conrail"). Situated to the east of the Right-of-Way is another parcel of land owned by LTV (the "North Parcel"). Situated to the south of the Real Property is a parcel of land owned by Republic Engineered Steels, Inc. ("RESI") and on which is located a steel finishing facility, together with related roadways, railways, improvements, facilities and utilities. A graphic representation of the above-described properties is attached hereto and identified as SK-1.

2. As a result of the sale of the Real Property to South Chicago, LTV requires an exclusive license to use a portion of the Real Property for the purpose of having the same utilized by contractors of LTV's choice solely to provide barge cleaning and repair services to LTV, and South Chicago is willing to grant such exclusive license upon the terms and conditions herein stated.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, LTV and South Chicago hereby agree as follows:

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South Chicago hereby grants to LTV a right appurtenant to the Coke Plant Parcel to use and occupy or to permit others to use and occupy, for the purpose of conducting barge cleaning and repairing operations on, in, over and upon a portion of the Real Property comprising 400 feet of dock frontage along the Calumet River and extending approximately 25 feet (or more depth, but not dock frontage area) into the Real Property from the Calumet River as chosen by South Chicago in its sole discretion; including roadway access, parking and storage of a trailer and mobile crane along the Calumet River (the "Dock License"), in a manner and upon terms similar (except for the dock frontage area which is reduced to 400 feet) to those described in the lease to the Ohio River Company (the "ORC Lease"), dated April 1, 1993 and assigned to South Chicago in connection with the sale of the Real Property by LTV to South Chicago. LTV may exercise the right of use hereunder if the cost for the delivery of coal by barge to the Coke Plant Parcel is increased due, in whole or in part, to LTV's inability to use the dock license area for barge cleaning and/or repair by giving South Chicago written notice of its exercise of such right. LTV shall have the right to authorize the use of that portion of the Real Property covered by the Dock License by a contractor of LTV's choice solely for the purpose of providing barge cleaning and repair services for LTV's coal carriers. Prior to exercising such option, LTV shall provide South Chicago evidence of the increased costs due to barge cleaning and/or repair factors in such form as LTV shall reasonably determine; South Chicago may present LTV other reasonable barge cleaning and/or repair alternatives, which LTV must consider in good faith and utilize if it does not materially alter or interfere with its current coal receipt practices. South Chicago shall have the right, at its sole discretion, to relocate the Dock License and/or cause LTV's contractors to temporarily move its barges completely off the dock to accommodate South Chicago's incoming boats. Except in the case of an emergency, South Chicago shall give such lessees and/or contractors at least twenty-four (24) hours advance telephonic or written notice of the need to move barges docked for cleaning or repair and shall reimburse such lessee or contractor for any reasonable costs incurred and documented by such lessee or contractor in connection with such temporary move. A graphic representation of the Dock License is attached hereto and identified as SK-2.

South Chicago also hereby grants to LTV a non-exclusive, perpetual license appurtenant to the Coke Plant Parcel in, over, upon and across a portion of the Real Property in common with South Chicago and others for the purpose of access by foot, vehicle or otherwise to and from that portion of the Real Property subject to the Dock License and the In-Plant Roadway (the "Dock Access License"). South Chicago shall have the right to relocate the Dock Access License at its sole discretion, so long as access to

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the Dock License area is not unreasonably burdensome. A graphic representation of the Dock Access License attached hereto and identified on SK-2.

In the event LTV elects to exercise its rights under the Dock License, LTV shall pay to South Chicago an amount equal to five (5) times the annual tax payable by South Chicago with respect to the land comprising the Dock License, but not including the buildings and other improvements, as calculated to the nearest one-tenth (1/10) acre, but which amount shall not be less than that set forth in the ORC Lease.

LTV shall use reasonable efforts to cause the barge cleaning/repair contractor to use, repair and maintain the Dock License and Dock Access License areas in a careful, safe, lawful and proper manner; provided, however, that LTV shall only be responsible for the cost of any repair and maintenance directly attributable to uses thereof for barge cleaning/repairing for the benefit of LTV. LTV shall be solely responsible for obtaining any permits or approvals required in connection with its intended use of the Dock License and Dock Access License areas. LTV will assume all responsibility for complying with applicable enforcement requirements of any governmental or other regulatory authority relating to alleged pollution or contamination or the prevention thereof, actual or threatened, of any land, water or air arising from or connected with the use, or contemplated use, of the Dock License and Dock Access License areas by LTV.

South Chicago shall not in any way materially interfere with or disrupt the operations of the barge cleaning/repairing contractor; provided, however, that South Chicago shall have the right to reasonably relocate, from time-to-time, the Dock Access License as South Chicago may desire. Upon LTV formally shutting down its Coke Plant located on the Coke Plant Parcel or declaring the Plant permanently idle, the Dock and Dock Access License shall terminate without any further action by either party.

The rights, obligations, and covenants of LTV and South Chicago shall be binding upon and inure to the benefit of each of them, their respective successors and assigns, and shall run with the portion of the Real Property subject to the Dock and Dock Access Easements and with the Coke Plant Parcel.

From time to time and without further consideration, both South Chicago and LTV shall do all such acts and shall execute, acknowledge and deliver all such further documents or instruments or shall cause to be done all such things as the other party may reasonably request in order to give full effect to this Dock License Agreement and to secure the rights of both South Chicago and LTV hereunder.

IN WITNESS WHEREOF, LTV and South Chicago have executed this Dock License Agreement as of date first written above.

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Signed and acknowledged  
in the presence of:

[Signature]

Printed name: Ronald M. McMillan

[Signature]

Printed name: SELWIN M. STUDDT

**SOUTH CHICAGO PROPERTY  
MANAGEMENT COMPANY, LTD.**

By: [Signature]

Name: PAUL D. JOSEPH

Title: CEO

Signed and acknowledged  
in the presence of:

[Signature]

Printed name: KEITH W. GRANT

[Signature]

Printed name: KENNETH R. YANTER

**LTV STEEL COMPANY, INC.**

By: [Signature]

Name: J.C. SKUREK

Title: VICE PRESIDENT & TREASURER

This instrument prepared by:  
Gregg S. Levy, Esq  
Dinn, Hochman & Potter, P.L.L.  
5885 Landerbrook Drive, Suite 205  
Cleveland, Ohio 44124

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Cooks County Clerk's Office

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State of Ohio )  
 ) SS  
County of Cuyahoga )

BEFORE ME, a Notary Public in and for said state and county, personally appeared the above named J.C. SKUREK, V.P. and TREASURER of LTV Steel Company, Inc., who acknowledged to me that he did sign the foregoing Dock License Agreement as the duly authorized officer of LTV Steel Company, Inc., and that the same was his free act and deed individually and as such officer and the free corporate act and deed of said company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal as of this 20<sup>th</sup> day of April, 1998.

Kenneth R. Yantek  
Notary Public

My commission expires: N/A

KENNETH R. YANTEK, Attorney At Law  
Notary Public - State of Ohio  
My commission has no expiration date.  
Section 147.03 R. C.

State of OHIO )  
 ) SS  
County of CUYAHOGA )

BEFORE ME, a Notary Public in and for said state and county, personally appeared the above named Paul P. Lisaga, CEO of South Chicago Property Management Company, Inc., who acknowledged to me that he did sign the foregoing Dock License Agreement as the duly authorized officer of South Chicago Property Management Company, Inc., and that the same was his free act and deed individually and as such officer and the free corporate act and deed of said company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal as of this 20<sup>th</sup> day of April, 1998.

Susan Croser  
Notary Public

My commission expires: SUSAN CROSER  
Notary Public, State of Ohio  
My Commission Expires Mar. 27, 2000

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## LEGAL DESCRIPTION

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THAT PART OF THE WEST 1/2 OF THE NORTHEAST 1/4 AND THE EAST 1/2 OF THE NORTHWEST 1/4 OF SECTION 19, TOWNSHIP 37 NORTH, RANGE 15 EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING EAST OF THE EASTERLY CHANNEL LINE OF THE CALUMET RIVER, AS ESTABLISHED BY SURVEY OF THE UNITED STATES ENGINEER'S OFFICE WAR DEPARTMENT (AS SHOWN ON SHEET NO. 6 DATED MARCH 1939 AND SHEET NO. 7 DATED MARCH 1938) TITLED "CONTROL SURVEY CALUMET RIVER", BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHEAST CORNER OF SAID SECTION 19; THENCE SOUTH 89 DEGREES 38 MINUTES 23 SECONDS WEST ALONG THE NORTH LINE OF SAID SECTION 19 (BASIS OF BEARINGS) 1508.48 FEET; THENCE SOUTH 00 DEGREES 43 MINUTES 42 SECONDS EAST 244.82 FEET ALONG A LINE 40 FEET WESTERLY FROM, MEASURED AT RIGHT ANGLES, AND PARALLEL WITH THE WEST RIGHT-OF-WAY LINE OF CONRAIL (FORMERLY THE SOUTH CHICAGO AND SOUTHERN RAILROAD) TO THE POINT OF BEGINNING; THENCE CONTINUING SOUTH 00 DEGREES 43 MINUTES 42 SECONDS EAST 1038.20 FEET ALONG SAID LINE 40 FEET WESTERLY FROM, MEASURED AT RIGHT ANGLES, AND PARALLEL WITH THE PREVIOUSLY MENTIONED WEST RIGHT-OF-WAY LINE OF CONRAIL; THENCE SOUTH 89 DEGREES 38 MINUTES 23 SECONDS WEST 287.71 FEET ALONG THE NORTHERLY LINE OF REPUBLIC ENGINEERED STEELS, INC.; THENCE SOUTH 59 DEGREES 48 MINUTES 04 SECONDS WEST 1584.98 FEET ALONG THE NORTHWESTERLY LINE OF REPUBLIC ENGINEERED STEELS, INC.; THENCE NORTH 07 DEGREES 51 MINUTES 15 SECONDS WEST 641.95 FEET ALONG THE EASTERLY CHANNEL LINE OF THE CALUMET RIVER; THENCE NORTH 01 DEGREE 06 MINUTES 21 SECONDS EAST 569.35 FEET ALONG SAID EASTERLY CHANNEL LINE; THENCE NORTH 58 DEGREES 41 MINUTES 01 SECOND EAST 740.33 FEET; THENCE NORTH 13 DEGREES 32 MINUTES 22 SECONDS WEST 124.01 FEET; THENCE NORTH 61 DEGREES 50 MINUTES 14 SECONDS EAST 613.00 FEET; THENCE SOUTH 77 DEGREES 54 SECONDS 07 MINUTES EAST 165.39 FEET; THENCE SOUTH 24 DEGREES 08 MINUTES 50 SECONDS EAST 297.67 FEET; THENCE NORTH 63 DEGREES 56 MINUTES 50 SECONDS EAST 326.13 FEET TO THE POINT OF BEGINNING, CONTAINING 48.778 ACRES, MORE OR LESS, ALL IN COOK COUNTY, ILLINOIS.

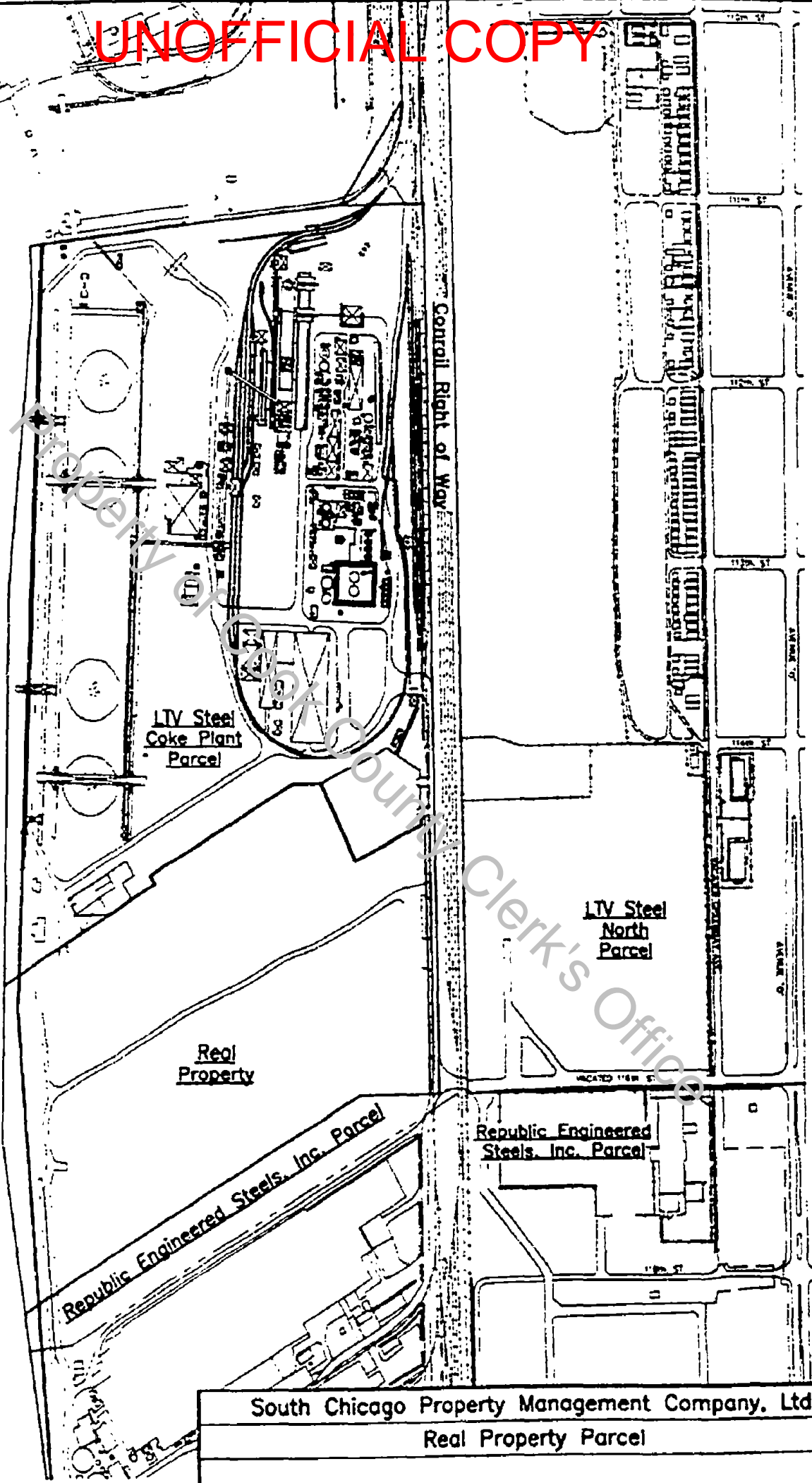
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South Chicago Property Management Company, Ltd.		
Real Property Parcel		
Date: March 1997	Scale: None	SK-1

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Date 4/18/98 Scale None Dwg. No. SK-2

DOCK LICENSE & DOCK ACCESS LICENSE

Real Property Parcel

South Chicago Property Management Company, Ltd.

DOCK WALL

RIVER PARAPET NO. 2

CALUMET RIVER

IN-PLANT ROADWAY

LTV HOURLY EMPLOYEES PARKING LOT

LTV Steel Coke Plant Parcel

DOCK ACCESS LICENSE

400' DOCK LICENSE

Real Property

Republic Engineered Steels, Inc. Parcel



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