



**AFTER RECORDING
RETURN TO:**

Phillips Texas Pipeline Company
Eagle 1 LLC
Attn: Real Estate
P.O. Box 4428
Houston, TX 77042

(Save for Recorder's Information)

SPECIAL WARRANTY DEED

STATE OF WYOMING §
COUNTY OF SHERIDAN §
 §

KNOW ALL MEN BY THESE PRESENTS:

THAT, **PHILLIPS 66 COMPANY**, a Delaware corporation ("Grantor"), whose mailing address is 2331 Citywest Blvd, Houston, Texas 77042, as a contribution to the capital of Grantee and other good and valuable consideration of, the receipt and sufficiency of which is hereby acknowledged, as of the 14th day of October, 2016 ("Effective Date"), does grant, bargain, sell and convey unto **PHILLIPS TEXAS PIPELINE COMPANY EAGLE 1 LLC**, a Delaware limited liability company ("Grantee"), whose mailing address is 2331 Citywest Blvd, Houston, Texas 77042, the following described real property and premises, situated in the County of Sheridan, State of Wyoming, to wit:

SEE EXHIBIT A

together with all improvements thereon and the rights and appurtenances thereunto belonging, and warrants the title thereto only against the claim of every person whomsoever claiming by, through or under Grantor, but not otherwise.

This conveyance is made by Grantor and accepted by Grantee subject to the matters set



forth in **Exhibit B** attached hereto and incorporated herein by this reference (collectively, the “Permitted Exceptions”).

GRANTOR DOES NOT WARRANT, EITHER EXPRESSLY OR IMPLIEDLY, THE QUALITY, MARKETABILITY, MERCHANTABILITY, HABITABILITY, VALUE, PHYSICAL ASPECTS OR CONDITIONS OF THE REAL PROPERTY, ANY DIMENSIONS OR SPECIFICATIONS OF THE REAL PROPERTY, THE FITNESS, FEASIBILITY, DESIRABILITY OR CONVERTIBILITY OF THE REAL PROPERTY FOR OR INTO ANY PARTICULAR PURPOSE OR USE, THE CURRENT OR PROJECTED INCOME OR EXPENSES OF THE REAL PROPERTY, OR ANY OTHER MATTER WITH RESPECT TO THE REAL PROPERTY, ANY SUCH WARRANTY BEING HEREBY EXPRESSLY DISCLAIMED AND NEGATED. GRANTEE BY ACCEPTANCE HEREOF ACKNOWLEDGES THAT GRANTEE HAS MADE A COMPLETE INSPECTION OF THE REAL PROPERTY AND ANY IMPROVEMENTS AND FIXTURES LOCATED THEREON, AND IS IN ALL RESPECTS SATISFIED THEREWITH AND ACCEPTS THE SAME “AS IS”, “WHERE IS”, AND WITH ALL FAULTS.

TO HAVE AND TO HOLD said described premises unto the said Grantee, its successors, heirs and assigns forever.

[THIS SPACE INTENTIONALLY LEFT BLANK]



SIGNED AND DELIVERED this 14th day of October, 2016 but effective as of Effective Date.

GRANTOR:

Phillips 66 Company, a Delaware corporation

By: 

Greg L. Cardwell

Attorney-in-Fact

STATE OF TEXAS)
) SS
COUNTY OF HARRIS)

On the 14th day of October in the year 2016 before me, the undersigned, personally appeared Greg L. Cardwell, as Attorney-in-Fact for Phillips 66 Company, a Delaware corporation, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the entity upon behalf of which the individual acted, executed the instrument.

GIVEN under my hand and seal of office, this 14th day of October, 2016.


Notary Public in and for the State of Texas

My commission expires: July 21, 2020

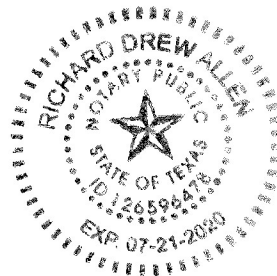




Exhibit A to Special Warranty Deed

Page 1 of 1

File	Grantor	Grantee	Date	Instrument	Book	Page
RE000347000	ConocoPhillips Company	Phillips 66 Company	09/09/2016	Special Warranty Deed	OR	

RE000347 000

Sheridan Terminal

A TRACT OF LAND 13.284 ACRES SITUATED IN THE NE/4 SW/4 AND NW/4 SE/4 OF SECTION 7, TOWNSHIP 54 NORTH, RANGE 83 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SHERIDAN COUNTY, WYOMING, SAID TRACT IS COMPRISED OF A 9.045 ACRE TRACT RECORDED IN BOOK 142, PAGE 321 (D.R.S.C.W.) ON JULY 26, 1963; A 3.72 ACRE TRACT OF LAND RECORDED IN BOOK 400 PAGE 552 (D.R.S.C.W.) ON DECEMBER 17, 1998; A 0.53 ACRE TRACT OF LAND RECORDED IN BOOK 400 PAGE 549 (D.R.S.C.W.) ON DECEMBER 17, 1998. BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A BRASS CAPPED MONUMENT STAMPED "S7 | S8 PLS 6812 2001" FOR THE EAST QUARTER CORNER OF SAID SECTION 7;

THENCE NORTH 84°39'09" WEST, A DISTANCE OF 3,039.65 FEET TO A 1" IRON ROD WITH ALUMINUM CAP STAMPED "PLS 5369" FOUND BEING THE POINT OF BEGINNING FOR SAID TRACT;

THENCE SOUTH 26°13'28" EAST, A DISTANCE OF 863.38 FEET TO A 60 D NAIL IN FENCE POST FOUND;

THENCE SOUTH 26°11'57" EAST, A DISTANCE OF 346.18 FEET TO A MONUMENT FOUND FOR THE SOUTHEAST CORNER OF THIS TRACT, FROM WHICH A 3/4-INCH IRON ROD WITH CAP STAMPED FOUND FOR THE SOUTH QUARTER CORNER OF SAID SECTION 7, BEARS SOUTH 04°48'03" WEST, A DISTANCE OF 1857.39 FEET;

THENCE NORTH 86°07'27" WEST, A DISTANCE OF 695.71 FEET TO A 1" IRON ROD WITH ALUMINUM CAP STAMPED "PLS 5369" FOUND;

THENCE NORTH 31°54'02" WEST, A DISTANCE OF 385.18 FEET TO A 1" IRON ROD WITH ALUMINUM CAP STAMPED "PLS 5369" FOUND;

THENCE NORTH 07°34'27" EAST, A DISTANCE OF 392.13 FEET TO A 1" IRON ROD WITH ALUMINUM CAP STAMPED "PLS 5369" FOUND;

THENCE NORTH 30°16'26" EAST, A DISTANCE OF 201.98 FEET TO A 1" IRON ROD WITH ALUMINUM CAP STAMPED "PLS 5369" FOUND;

THENCE NORTH 02°12'27" WEST, A DISTANCE OF 183.73 FEET TO A 1" IRON ROD WITH ALUMINUM CAP STAMPED "PLS 5369" FOUND;

THENCE SOUTH 80°40'04" EAST, A DISTANCE OF 219.80 FEET TO THE POINT OF BEGINNING (P.O.B.) CONTAINING 13.284 ACRES MORE OR LESS.



EXHIBIT B
PERMITTED EXCEPTIONS

Subject to the following:

1. The lien of taxes and assessments for the current year and subsequent years;
2. Taxes or special assessments that are not shown as existing liens by the public records;
3. Matters that would be shown by an accurate survey and inspection of the property; and
4. All covenants, restrictions, conditions, easements, reservations, rights-of-way, and other matters of record, to the extent valid, subsisting and enforceable.
5. All covenants, restrictions, conditions, easements, reservations, and rights-of-way, records of which are in Grantee's custody or control, to the extent valid, subsisting and enforceable.



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07/06/2013 RP1 \$20.00

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POWER OF ATTORNEY

TO WHOM IT MAY CONCERN:

Phillips 66 Company, a Delaware corporation, having an office and place of business at 3010 Briarpark Drive, Houston, TX 77042 acting herein through Paula A. Johnson, its Senior Vice President, being duly authorized by resolution of its Board of Directors does hereby constitute, make and appoint **Greg L. Cardwell**, its true and lawful attorney-in-fact, to exercise the following powers for it and in its name, place and stead, from January 1, 2013, until revoked, unless sooner canceled or terminated:

(1) to purchase, lease or otherwise acquire; to hold, maintain, improve, operate, or otherwise use; to sell, exchange, let, sublet, convey, surrender or otherwise dispose of or turn to account: any and all kinds of real and personal property and any and all rights and interests therein (including, without limiting the generality of the foregoing, oil, gas and/or other mineral leases, options, permits, royalties and other mineral rights);

(2) to impose, establish, acquire, surrender or release servitudes or easements;

(3) to make application for governmental franchises or permits of every kind and nature;

(4) to enter into any instruments relating to claims for and against Phillips 66 Company arising out of contract, alleged negligence or any other basis, including but not restricted to compromises, settlement agreements, releases, covenants not to sue, surety bonds, indemnity bonds and hold harmless agreements, and any and all instruments relating to applications and reports for workers' compensation, including but not limited to applications, financial statements; report of employers' qualifications, injury and accident reports;

(5) to enter into any and all instruments relating to ad valorem tax matters and in connection therewith to file for and accept refunds and to give notices to any agencies and bodies on behalf of Phillips 66 Company;

(6) to do such things, perform such acts, and to execute, acknowledge and deliver such instruments as may be necessary or convenient in connection with any of the foregoing.

Please return to:

Maureen Hengst

Phillips 66 Company

3010 Briarpark, PWC-01-1330-02

Houston, TX 77042



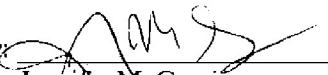
The powers herein conferred shall extend to all acts and transactions in any state of the United States or in any county or parish thereof or in the District of Columbia or within the limits of the Continental Shelf appertaining to the United States of America.

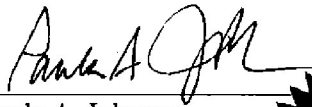
Phillips 66 Company hereby declares that each and every thing done, act performed and instrument executed and delivered by its said attorney-in-fact, in connection with the exercise of any or all of the powers hereinabove enumerated, shall be good, valid and effectual to all intents and purposes as if the same had been done, performed, executed or delivered by the said Phillips 66 Company in its corporate presence as the case may be; and it hereby ratifies whatsoever said attorney shall lawfully do by virtue hereof.

Executed on January 28th, 2013 but effective as of the date stated above.

Attest:

Phillips 66 Company

By: 
Jennifer M. Garcia
Assistant Secretary

By: 
Paula A. Johnson
Senior Vice President

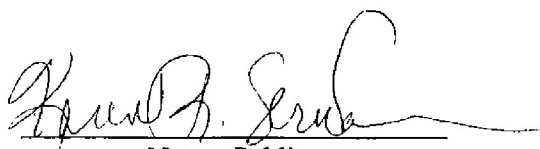


STATE OF TEXAS §
COUNTY OF HARRIS §

Before me, the undersigned Notary Public in and for the State of Texas, County of Harris, the United States of America, on this day personally appeared Paula A. Johnson, Senior Vice President, Phillips 66 Company, known by me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same as the act and deed of Phillips 66 Company for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto signed my name and affixed my Notarial Seal in the City of Houston, County of Harris, State of Texas, the United States of America, this 28th day of January, 2013.




Notary Public



2017-738074 10/13/2017 10:40 AM PAGE: 8 OF 8
BOOK: 569 PAGE: 717 FEES: \$33.00 SM SPECIAL WARRANTY DEED
EDA SCHUNK THOMPSON, SHERIDAN COUNTY CLERK

ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, RENTAL, OR USE OF THE DESCRIBED REAL
PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW,
THE STATE OF TEXAS
COUNTY OF HARRIS

I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time
stamped hereon by me, and was duly RECORDED, in the Official Public Records of Real Property of Harris
County, Texas

FEB -6 2013



Stan Stewart
COUNTY CLERK
HARRIS COUNTY, TEXAS

FILED
2013 FEB -6 PM 3:51
Stan Stewart
COUNTY CLERK
HARRIS COUNTY, TEXAS

NO. 2017-738074 SPECIAL WARRANTY DEED
EDA SCHUNK THOMPSON, SHERIDAN COUNTY CLERK
PHILLIPS 66 COMPANY 1075 W SAM HOUSTON PKWY N STE
HOUSTON TX 77043