

MEMORANDUM

Ent 304705 Bk 874 Pg 436-438  
Date: 18-JUL-2006 2:47PM  
Fee: \$14.00 Check Filed By: MWC  
ELIZABETH PALMIER, Recorder  
WASATCH COUNTY CORPORATION  
For: PETROLEUM WHOLESALE LP

STATE OF UTAH

§  
§  
§

COUNTY OF Wasatch

On the 23rd day of February, 2006, an agreement was entered into by and between **PETROLEUM WHOLESALE L.P. ("PWI")** and Wagon Wheel, Inc. for the specific purpose of marketing motor fuel.

This agreement affects the relationship of the parties, with regard to that certain tract of real property and improvements located thereon and described as follows:

Address: 210 North Main  
Heber City, Utah 84032

Legal Description: See attached Exhibit "A".


commonly known as Mr. G's Gas-n-Goodies (PWI #919).

EXECUTED this 23rd day of February, 2006.

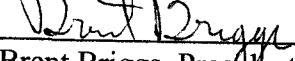
**PETROLEUM WHOLESALE, L. P.**

By: PWI GP L.L.C.,  
General Partner

By: PWI Holdings L.L.P.,  
Member

By:   
Richard Osburn  
Vice President

Marketer:  
Wagon Wheel, Inc

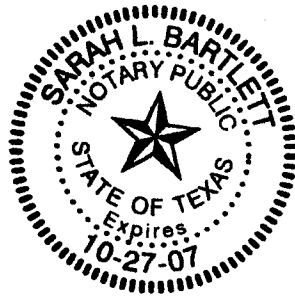
By:   
Brent Briggs, President

**ACKNOWLEDGMENT**

STATE OF TEXAS           §  
  §  
COUNTY OF HARRIS       §

BEFORE ME, the undersigned authority, on this day personally appeared Richard Osburn, known to me to be the person whose name is subscribed to the foregoing instrument as Vice President of Petroleum Wholesale L.P., a Texas limited partnership, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of the said limited partnership.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this, the 21<sup>st</sup> day of February, 2006.



*Sarah L. Bartlett*  
\_\_\_\_\_  
Notary Public  
State of Texas

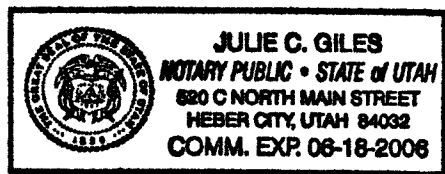
STATE OF UTAH           §  
  §  
COUNTY OF WASATCH   §

BEFORE ME, the undersigned authority, on this day personally appeared Brent Briggs, known to me to be the person whose name is subscribed to the foregoing instrument as President of Wagon Wheel, Inc., and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of the said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this, the 23 day of Feb., 2006.

*Julie C. Giles*  
\_\_\_\_\_  
Notary Public  
State of Utah

**RETURN TO:**  
**Petroleum Wholesale L.P.**  
**3648 FM 1960 West, Suite 200**  
**Houston, Texas 77068**



**EXHIBIT "A"**

**Legal Description**  
**PWI #919**  
**210 North Main**  
**Heber City, Utah 84032**

BEGINNING at the Southwest corner of Lot 2, Block 115 of the Heber City Survey Building Lots; THENCE North 00°37'30" East 79.32 feet; THENCE South 89°09'30" East 100 feet; THENCE South 00°37'30" West 79.32 feet; THENCE North 89°09'30" West 100 feet back to the Point of Beginning.

Tax Parcel No. OHE-0914-0-115-035