

The Document Prepared By and
After Recording Return To:

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SPECIAL WARRANTY DEED

THIS SPECIAL WARRANT DEED, (“Deed”), is made as of the 1st day of October, 2010 between **MORTON INTERNATIONAL, LLC**, an Indiana limited liability company (formerly Morton International, Inc., an Indiana corporation), with its principal office at 123 North Wacker Drive, Chicago, Illinois 60601-1743, (“Grantor”) to **MORTON SALT, INC.**, a Delaware corporation, with its principal office at 123 North Wacker Drive, Chicago, Illinois 60601-1643, (“Grantee”).

WITNESSETH

Grantor, in consideration of the sum of Ten Dollars and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, hereby **CONVEYS AND WARRANTS** against all claiming by, through or under it to Grantee, all right, title and interest of Grantor in and to:

(i) those certain parcels of land situated in Tooele County, State of Utah, described in Exhibit A attached hereto and hereby made a part hereof, subject to any easements, covenants and restrictions of record (the “Real Property”); and

(ii) all buildings, improvements and fixtures located on, and constituting a portion of, the Real Property and all water rights, water interests, riparian rights, evaporation ponds, canals, water courses, mineral rights, leases and interests and royalty agreements, easements, rights of way, and all other estates, rights, titles and interests of Grantor which pertain to or are appurtenant to the Real Property.

The officers who sign this Deed hereby certify that this Deed and the transfer represented thereby was duly authorized under a resolution duly adopted by the board of directors of the Grantor by unanimous consent.

IN WITNESS WHEREOF, the Grantor has caused its corporate name to be hereunder affixed by its duly authorized officer as of the 1st day of October, 2010.

MORTON INTERNATIONAL, LLC,
an Indiana limited liability company

By: *Andrew J. Kotlarz*
Name: Andrew J. Kotlarz
Title: Vice President, CFO and Treasurer

STATE OF ILLINOIS)
)
COUNTY OF COOK)

I, the undersigned, Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that **Andrew J. Kotlarz**, the Vice President, CFO and Treasurer of **Morton International, LLC**, an Indiana limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me on the date set forth below and acknowledged that he signed and delivered the said instrument as his own free and voluntary act on behalf of the limited liability company for the uses and purposes therein set forth.

Given under my hand and seal this 27th day of September, 2010.



Wanda Rogers
Notary Public

My commission expires:

July 12, 2014

EXHIBIT A**Legal Description**

PARCEL 1:

Township 1 South, Range 5 West:

Lots 12, 13, and 14 in Block 21, BURMESTER TOWNSITE.

Lots 8 and 9 in Block 27, BURMESTER TOWNSITE.

Lots 6, 13 and 14 in Block 28, BURMESTER TOWNSITE.

Commencing at the Northwest corner of Section 32 and running thence South on the section line to the point of intersection of same with the North side of Western Pacific Railroad right of way; thence Southeast along the North side of the said right of way to the point where the same intersects the East boundary line of said Section 32; thence North on said section line to the Northeast corner of said Section 32; thence West along the North boundary line of said Section 32 to the place of beginning.

Commencing at a point where the North side of the Western Pacific right of way intersects the East boundary line of Section 31; thence North along said boundary line 1562 feet; thence West along the boundary line between Section 30 and Section 31, 3,575 feet to the intersection of said boundary line with the North line of the said Western Pacific right of way; thence South 68°8' East along the North line of the said Western Pacific right of way to the place of beginning.

Commencing at a point where the North line of the Western Pacific Railroad right of way intersects the East boundary of Section 31; thence North 380 feet, thence Westerly parallel to railroad right of way 1233 feet; thence South 380 feet to the North side of railroad right of way, thence Southeasterly along the North side of said railroad right of way 1233 feet to place of beginning.

Lot 4; the Southeast quarter of the Southwest Quarter; the South half of the Southeast quarter of Section 30; Lot 4 of Section 29.

The Northeast quarter of the Southwest quarter of Section 30.

Lot 3 of Section 30.

Tract beginning at the Northwest corner of Section 31, thence South along the West line of said Section 1,230 feet; thence North 75°48' East 1,068 feet; thence North 57°35' East 400 feet; thence North 34°15' East 560.3 feet to the South right of way line of Western Pacific Railroad; thence North 68°17' West along said right of way line 786 feet to point on the North Section line of said Section 31; thence West along said Section line 958.2 feet, to the Northwest corner of said Section 31, the place of beginning. Also such portions of Blocks 37, 38, 39, 49, 50 and 56 of Burmester Townsite as may be included in the above described tract of land.

The South half of Section 31, excepting the following described tract: Commencing at the center of Section 31 and running thence East 2,640 feet to the East quarter corner of said Section; thence South 825 feet; thence North 76°46' West, 2,712 feet to the center line of said Section; thence North 198 feet to the point of beginning.

Tract commencing at the West quarter corner of Section 31 and running thence North along said Section line, 1,100 feet; thence South $74^{\circ}24'$ East 2,559 feet to center line of said Section; thence South 396 feet to center of said Section; thence West 2,465 feet to the point of beginning, including such portions of Blocks 7, 17, 18, 34, 35 and 36 of Burmester Townsite as may be included in the above described tract of land.

Tract commencing at the Southwest corner of Section 32 and running thence East 2,643 feet to the South quarter corner of said Section; thence North 880 feet; thence North $23^{\circ}36'$ West 1,645.5 feet; thence on a 4° curve to the left, 300 feet; thence West 1,840 feet to the West quarter corner of said Section; thence South 2,642 feet to the point of beginning.

LESS AND EXCEPTING a parcel of land for a connection road incident to the construction of a freeway known as Project No. 80-2, being part of an entire tract of property, in the Southeast quarter of the Southwest quarter of Section 32, Township 1 South, Range 5 West, and in Lot 3 and Lot 4 of Section 5, Township 2 South, Range 5 West, Salt Lake Base and Meridian. The boundaries of said parcel of land are described as follows:

Beginning at the Southwest corner of said Lot 4; thence North 108 feet, more or less, along the West line of said Lot 4 to a point 75.0 feet perpendicularly distant Northwesterly from the center line of said connection road; thence North $51^{\circ}47'45''$ East 2075 feet, more or less, to a point 75.0 feet perpendicularly distant Northwesterly from said center line at Engineer Station 332+38.85; thence South $38^{\circ}12'15''$ East 150.0 feet; thence South $51^{\circ}47'45''$ West 2058 feet, more or less, to the South line of said Lot 4; thence West 105 feet, more or less, along said South line to the point of beginning as shown on the official map of said project on file in the office of the State Road Commission of Utah.

Tract commencing at a point 586.2 feet East from the South quarter corner of Section 32 and running thence North $23^{\circ}36'$ West 1,506.4 feet; thence North 854.5 feet; thence East 765.8 feet to Western Pacific Railroad Company South right of way 2,010 feet to East Section line; thence South 1,490.5 feet to the Southeast corner of said Section; thence West 2,053.8 feet to the point beginning.

Tract beginning at the South quarter corner of Section 32 and running thence North 880 feet, more or less, to a point where the North-South center line of said Section intersects the right of way of the Grants-Tooele Branch Line of the Western Pacific Railroad Company; thence South $23^{\circ}36'$ East, along said right of way, to a point where said right of way intersects the South line of said Section 32; thence West 477.5 feet, more or less, to the place of beginning.

The following right of way for a pipe line over, and across the following described property: Lot 4 Southwest quarter, Southeast quarter, East half, Southwest quarter and Northwest quarter of Southwest quarter of Section 33, North half, Southeast quarter, Southwest quarter, Northeast quarter, South half Northwest quarter and Northwest quarter of Northwest quarter of Section 32, the line of said pipe line being particularly described as follows, to-wit: Beginning at the Southeast corner of Section 33, Township 1 South, Range 5 West, Salt Lake Base and Meridian, thence North $69^{\circ}0'$ West 11,195 feet to the line between Sections 31 and 32, Township 1 South, Range 5 West, Salt Lake Base and Meridian said point being South $0^{\circ}40'$ East 1180 feet from the Northwest corner of said Section 32, being a total length of pipe line of 2.120 miles, the same being situated in Tooele County, State of Utah.

PARCEL 2:

Township 1 South, Range 6 West:

The Southwest quarter; Lots 3 and 4, and the West half of the Southeast quarter of Section 25.

Section 36.

LESS AND EXCEPTING the following described tract of land from Parcels 1 and 2 shown above:

Parcel No. 80-2:11:A

A parcel of land consisting of four tracts in fee for a freeway known as Project No. 80-2, being part of an entire tract of property in the Southwest quarter and South half of the Southeast quarter of Section 25 and the North half of the Northeast quarter of Section 36, Township 1 South, Range 6 West, Lot 1 of Section 31, the Southwest quarter, the Northwest quarter of the Southeast quarter, and the South half of the Southwest quarter of Section 32, Township 1 South, Range 5 West, and Lot 3 of Section 5, Township 2 South, Range 5 West, Salt Lake Base and Meridian. The boundaries of said four tracts of land are described as follows:

Beginning on the West line of said Section 25 at a point 105.0 feet radially distant Southwesterly from the center line of the East bound lane of said project, which point is approximately 579 feet North from the Southwest corner of the Northwest quarter of the Southwest quarter of said Section 25; thence Southeasterly 870 feet, more or less, along the arc of an 11,354.16 foot radius curve to the right to a point perpendicularly opposite Southwesterly from said center line at Engineer Station 4544-98.21 back which equals Engineer Station 4544+98.32 ahead (Note: Tangent to said curve at the point of beginning bears approximately South 66°54' East); thence South 62°34'18" East 5702 feet, more or less, to a Southeasterly boundary line of said entire tract; thence North 75°48' East 438.1 feet to a Southeasterly corner of said entire tract; thence North 57°35' East 134.8 feet to a point 305.0 feet perpendicularly distant Northeasterly from said center line; thence North 62°34'18" West 6102 feet, more or less, to a point perpendicularly opposite from said center line at Engineer Station 4544+98.32 back which equals Engineer Station 4544+98.21 ahead; thence North 62°34'18" West 24.69 feet to a point of tangency with an 11,564.16 foot radius curve to the left; thence Northwesterly 1041 feet, more or less, along the arc of said curve to said West line of Section 25; thence South 432 feet, more or less, to the point of beginning.

Also Beginning on the West line of said Section 32 at a point 50.0 feet radially distant Northeasterly from the center line of Frontage Road No. 4 of said project, which point is 145.39 feet South from the West quarter corner of said Section 32; thence Southeasterly 163.3 feet along the arc of an 8036.54 foot radius curve to the left to a point perpendicularly opposite Northeasterly from said center line at Engineer Station 51+54.43 (Note: Tangent to said curve at the point of beginning bears approximately South 69°56'55" East); thence South 71°05'33" East 282.39 feet to a point of tangency with a 630.51 foot radius curve to the left; thence Easterly 515.56 feet along the arc of said curve; thence North 62°03'29" East 256.34 feet to a point of tangency with a 760.95 foot radius curve to the right; thence Easterly and Southeasterly 839.91 feet along the arc of said curve; thence South 54°42'06" East 47 feet, more or less, to a point on the existing Southwesterly right of way line of the Western Pacific Railroad (Grants-Tooele Branch Line); thence Southeasterly 1431 feet, more or less, along said Southwesterly right of way line of said railroad to a point 175.0 feet perpendicularly distant Southerly from the center line of the East bound lane of said project; thence North 75°24'33" West 1344.07 feet to a point of tangency with an 11,634.16 foot radius curve to the right; thence Westerly 358.67 feet along the arc of said curve; thence Southerly and Southeasterly 283.34 feet along the arc of a 167.00 foot radius curve to a point 75.0 feet perpendicularly distant Northeasterly from the center line of Ramp G of said project at Engineer Station 27+00.10 (Note: Tangent to said curve at the point of beginning bears South 59°00'22" West); thence South 38°12'15" East 1462.49 feet; thence South 51°47'45" West 150.0 feet; thence North 38°12'15" East 1943.10 feet to a point of tangency with a 1016.35 foot radius curve to the left; thence Northwesterly 490.40 feet along the arc of said curve; thence North 65°51'00" West 55.70 feet to the West line of said Section 32; thence North 582.33 feet to the point of beginning.

Also beginning at a point 75.0 feet perpendicularly distant Northwesterly from the center line of the Burmester Cross Road at Engineer Station 332+38.85, said point being approximately 1635 feet East and 70 feet North from the Southwest corner of said Section 32; thence North 51°47'45" East 893.50 feet to a point of tangency with a 497.96 foot radius curve to the left; thence Northeasterly and Northerly 560 feet, more or less, along the arc of said curve to a point 175.0 feet perpendicularly distant Southwesterly from the center line of the East bound lane of said project; thence South 75°24'33" East 25 feet, more or less, to the Southwesterly right of way line of the Western Pacific Railroad (Warren Spur); thence Southeasterly 295.9 feet along said Southwesterly railroad right of way line to a point 75.0 feet radially distant Easterly from the center line of said Burmester Cross Road at Engineer Station 345+05.75; thence Southwesterly 422.28 feet along the arc of a 647.96 foot radius curve to the right to a point opposite Engineer Station 341+32.35 of said Burmester Cross Road (Note: Tangent to said curve at the point of beginning bears South 14°27'20" West); thence South 51°47'45" West 893.50 feet; thence North 38°12'15" West 150.0 feet to the point of beginning.

Also beginning on the East line of said Section 32 at a point 105.0 feet perpendicularly distant Southerly from the center line of the East bound lane of said project, which point is 451.6 feet North from the Southeast corner of said Section 32; thence North 75°24'33" West 1170.9 feet to a point perpendicularly opposite Southerly from said center line at Engineer Station 4695+00; thence Westerly 1002.4 feet along a straight line to a point 175.0 feet perpendicularly distant Southerly from said center line at Engineer Station 4685+00; thence North 75°24'33" West 400 feet, more or less, to a point on the existing Northeasterly right of way line of the Western Pacific Railroad (Grants-Tooele Branch Line); thence Northwesterly and Northerly 639 feet, more or less, along said Northeasterly right of way line to a point 375.0 feet perpendicularly distant Northerly from said center line; thence South 75°24'33" East 690 feet, more or less, to a point perpendicularly opposite Northerly from said center line at Engineer Station 4685+00; thence Easterly 1002.4 feet along a straight line to a point 305.0 feet perpendicularly distant Northerly from said center line at Engineer Station 4695+00; thence South 75°24'33" East 1063.6 feet to said East line of Section 32; thence South 423.8 feet to the point of beginning.

PARCEL 3:

Township 2 South, Range 4 West:

Section 6; Lot 1.

Section 7; Lots 1, 2, 3, 4 and Southeast quarter of Northeast quarter.

LESS AND EXCEPTING the following described tract of land:

A parcel of land in fee for a freeway known as Project No. 80-2, being part of an entire tract of property, in Lot 2 and the Southeast quarter of the Northeast quarter of Section 7, Township 2 South, Range 4 West, Salt Lake Base and Meridian. The boundaries of said parcel of land are described as follows:

Beginning on the East line of said Section 7 at a point approximately 353 feet South from the Northeast corner of said Southeast quarter of the Northeast quarter, said point being 120.0 feet radially distant Southerly from the center line of the East bound lane of said project thence Westerly 2115 feet, more or less, along the arc of a 25,584.79 foot radius curve to the right to a point on the Salt Lake Meander Line (Note: Tangent to said curve at its point of beginning bears approximately South 86°20'06" West); thence Northeasterly 513 feet, more or less, along said meander line to a point 105.0 feet radially distant Northerly from the center line of the West bound lane of said project; thence Easterly 1741 feet, more or less, along the arc of a 25,141.61 foot radius curve to the left to said East line of Section 7 (Note: Tangent

to said curve at its point of beginning bears approximately South 89°22'19" East); thence South 353 feet, more or less, to the point of beginning.

PARCEL 4:

Township 2 South, Range 5 West:

Section 4; Lots 1, 2, 3, 4 and 5.

Section 5; Lots 1, 2 ~~and 3 and 4~~ 3 and 4

Section 9; Lot 1.

Section 11; Lots 2, 3 and 4.

Section 10; Lots 1, 2, 3, 4 and the South half of the Southwest quarter and the Northeast quarter of the Southwest Quarter.

All of the Southeast quarter of the Northwest quarter of the Northeast quarter and the Southwest quarter of the Northeast quarter of the Northeast quarter of Section 7.

LESS AND EXCEPTING the following described tract of land:

A parcel of land for a connection road incident to the construction of a freeway known as Project No. 80-2, being part of an entire tract of property, in the Southeast quarter of the Southwest quarter of Section 32, Township 1 South, Range 5 West, and in Lot 3 and Lot 4 of Section 5, Township 2 South, Range 5 West, Salt Lake Base and Meridian. The boundaries of said parcel of land are described as follows:

Beginning at the Southwest corner of said Lot 4; thence North 108 feet, more or less, along the West line of said Lot 4 to a point 75.0 feet perpendicularly distant Northwesterly from the center line of said connection road; thence North 51°47'45" East 2075 feet, more or less, to a point 75.0 feet perpendicularly distant Northwesterly from said center line at Engineer Station 332+38.85; thence South 38°12'15" East 150.0 feet; thence South 51°47'45" West 2058 feet, more or less, to the South line of said Lot 4; thence West 105 feet, more or less, along said South line to the point of beginning as shown on the official map of said project on file in the office of the State Road Commission of Utah.

TAX ID NOS.

1-3-15	4-83-1
1-2-9	4-83-4
1-3-19	5-24-1
1-3-24	5-25-2
4-75-1	5-53-1
4-73-3	5-53-5
4-73-4	5-53-7
4-74-3	5-54-11
4-74-3	5-55-4
4-75-2	5-56-1