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Sara Hardner Leon
Darrick W. Eugene
Michelle Alcala
Mackenzie Lewis
Casandra Johnson
William C. Bednar, Of Counsel



Jay Youngblood
Tyler, Texas
John J. Janssen, Ph.D.
Corpus Christi, Texas
Geneva L. Taylor
Houston, Texas
Rick W. Powell
Pittsburg/Lewisville, Texas

February 15, 2018

Via Hand Delivery

Local Government Assistance & Economic Analysis
Texas Comptroller of Public Accounts
111 E. 17th Street
Austin, Texas 78774

Re: Application for a Chapter 313 Value Limitation Agreement between the Barbers Hill Independent School District and Oneok Hydrocarbon, LP

First Year of Qualifying Time Period: 2019

First Year of Limitation: 2020

Dear Local Government Assistance and Economic Analysis Division:

The Barbers Hill Independent School District Board of Trustees approved the enclosed Application for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes at a duly called meeting held on January 29, 2018. The Application was determined to be complete on February 14, 2018. The proposed project is a new Natural Gas Liquid (NGL) fractionation unit that will be capable of producing 125,000 barrels per day of natural gas liquids.

Please note that the Applicant is seeking a waiver of the job creation requirement as set forth in Texas Tax Code §313.051(b).

A copy is being provided to the Chambers County Appraisal District by copy of this correspondence. The Board of Trustees believes this project will be beneficial to the District and looks forward to your review and certification of this Application.

Thank you so much for your kind attention to this matter.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Sara Leon".

Sara Hardner Leon

SHL:sl

Enclosures

1001 ESE Loop 323, Ste. 450 Tyler, Texas 75701 t: 903-526-6618 f: 903-526-5766	115 Wild Basin Rd., Ste. 106 Austin, Texas 78746 t: 512-494-1177 f: 512-494-1188	7324 Southwest Freeway, Ste. 365 Houston, Texas 77074 t: 713-779-7500 f: 713-485-0169	802 N. Carancahua, Ste. 665 Corpus Christi, Texas 78401 t: 361-452-2804 f: 361-452-2743
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www.powell-leon.com
Toll Free: 800-494-1971

cc: Mr. Mitch McCullough
Chief Appraiser
Chambers County Appraisal District
Post Office Box 1520
Anahuac, Texas 77514

Via Electronic Mail: Mike@keatax.com

Mr. Mike Fry
Director of Energy Services
KE Andrews & Company

Via Electronic Mail: gpoole@bhisd.net

Dr. Greg Poole
Superintendent of Schools
Barbers Hill Independent School District

Via Electronic Mail: bmcmanus@bhisd.net

Ms. Rebecca McManus
Assistant Superintendent of Finance
Barbers Hill Independent School District

January 29th, 2018

Barbers Hill ISD
Dr. Greg Poole
PO BOX 1108
Mont Belvieu, TX 77580

Re: Application for Section 313 - Value Limitation Agreement

Dear Dr. Greg Poole:

Oneok Hydrocarbon, LP is considering plans to build a fourth (4) fractionation facility inside Barbers Hill ISD, that will allow Oneok Hydrocarbon, LP the ability to process raw natural gas into useable products. The estimated investment for this project is \$265,000,000.

The positive economic impact stretches beyond the investment by providing hundreds of jobs during the construction phase, and at least 15 full time local jobs once construction is complete.

Oneok Hydrocarbon, LP is committed to the growth and welfare of the community. We believe our investment in Mont Belvieu affirms our dedication to maintaining a considerable presence in the area.

Attached is our application for property tax abatement. We respectfully request this 10-year limitation under The Appraised Value Limitation on Qualified Property (Chapter 313 of the Texas Tax Code).

Please feel free to contact me if you have any questions. I can be reached via telephone 469-298-1594 or by email mfry@keatax.com.

Sincerely,

A handwritten signature in blue ink, appearing to read "Mike Fry", with a stylized flourish at the end.

Mike Fry
Senior Property Tax Consultant

Enclosures

TAB 01

Application



Application for Appraised Value Limitation on Qualified Property (Tax Code, Chapter 313, Subchapter B or C)

Economic Development
and Analysis
Form 50-296-A

INSTRUCTIONS: This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
 - the date on which the school district received the application;
 - the date the school district determined that the application was complete;
 - the date the school board decided to consider the application; and
 - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 9 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules. For more information, see guidelines on Comptroller's website.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, issue a certificate for a limitation on appraised value to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application not later than the 150th day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at www.texasahead.org/tax_programs/chapter313/. There are links to the Chapter 313 statute, rules, guidelines and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

SECTION 1: School District Information

1. Authorized School District Representative

January 29, 2018

Date Application Received by District

Becky

McManus

First Name

Last Name

Assistant Superintendent

Title

Barbers Hill Independent School District

School District Name

9600 Eagle Drive

Street Address

PO Box 1108

Mailing Address

Mont Belvieu

Texas

77580

City

State

ZIP

281-576-2221

281-576-5879

Phone Number

Fax Number

BMcManus@bhisd.net

Mobile Number (optional)

Email Address

2. Does the district authorize the consultant to provide and obtain information related to this application?



Yes



No

The Economic Development and Analysis Division at the Texas Comptroller of Public Accounts provides information and resources for taxpayers and local taxing entities.

For more information, visit our website:
www.TexasAhead.org/tax_programs/chapter313/

50-296-A • 05-14/2

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SECTION 1: School District Information (continued)

3. Authorized School District Consultant (If Applicable)

Sara	Leon
First Name	Last Name
Attorney	
Title	
Powell & Leon, LLP	
Firm Name	
512-494-1177	512-494-1188
Phone Number	Fax Number
	sleon@powell-leon.com
Mobile Number (optional)	Email Address

4. On what date did the district determine this application complete? February 14, 2018
5. Has the district determined that the electronic copy and hard copy are identical? ☒ Yes ☐ No

SECTION 2: Applicant Information

1. Authorized Company Representative (Applicant)

Tim	Blake
First Name	Last Name
VP Oneok Tax	Oneok Hydrocarbon, LP
Title	Organization
100 West Fifth Street, Tax 14-5	
Street Address	
Tax 14-5, PO Box 871	
Mailing Address	
Tulsa	Oklahoma
City	State
918-588-7109	74102-0871
Phone Number	ZIP
	918-588-7145
	Fax Number
	Tim.Blake@oneok.com
Mobile Number (optional)	Business Email Address

2. Will a company official other than the authorized company representative be responsible for responding to future information requests? ☒ Yes ☐ No
- 2a. If yes, please fill out contact information for that person.

Marshall	Mungle
First Name	Last Name
Tax Manager	Oneok Hydrocarbon, LP
Title	Organization
100 West Fifth Street, Tax 14-5	
Street Address	
Tax 14-5, PO Box 871	
Mailing Address	
Tulsa	Oklahoma
City	State
918-588-7700	74102-0871
Phone Number	ZIP
	918-588-7145
	Fax Number
	Marshall.Mungle@oneok.com
Mobile Number (optional)	Business Email Address

3. Does the applicant authorize the consultant to provide and obtain information related to this application? ☒ Yes ☐ No

For more information, visit our website: www.TexasAhead.org/tax_programs/chapter313/

SECTION 2: Applicant Information (continued)**4. Authorized Company Consultant (If Applicable)**

Mike

Fry

First Name

Last Name

Director

Title

KE Andrews & Company

Firm Name

469-298-1618

469-298-1619

Phone Number

Fax Number

mfry@keatax.com

Business Email Address

SECTION 3: Fees and Payments

1. Has an application fee been paid to the school district? ☒ Yes ☐ No

The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in **Tab 2** proof of application fee paid to the school district.

For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)? ☐ Yes ☒ No ☐ N/A
3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? ☐ Yes ☒ No ☐ N/A

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? Oneok Hydrocarbon, LP
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 14812520568
3. List the NAICS code 325120
4. Is the applicant a party to any other pending or active Chapter 313 agreements? ☒ Yes ☐ No
- 4a. If yes, please list application number, name of school district and year of agreement
193 Barbers Hill-2010 252 Barbers Hill-2012

SECTION 5: Applicant Business Structure

1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) Limited Partnership
2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? ☐ Yes ☒ No
- 2a. If yes, attach in **Tab 3** a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.
3. Is the applicant current on all tax payments due to the State of Texas? ☒ Yes ☐ No
4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? ☐ Yes ☐ No ☒ N/A
5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in **Tab 3**)

SECTION 6: Eligibility Under Tax Code Chapter 313.024

1. Are you an entity subject to the tax under Tax Code, Chapter 171? ☒ Yes ☐ No
2. The property will be used for one of the following activities:
 - (1) manufacturing ☒ Yes ☐ No
 - (2) research and development ☐ Yes ☒ No
 - (3) a clean coal project, as defined by Section 5.001, Water Code ☐ Yes ☒ No
 - (4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code ☐ Yes ☒ No
 - (5) renewable energy electric generation ☐ Yes ☒ No
 - (6) electric power generation using integrated gasification combined cycle technology ☐ Yes ☒ No
 - (7) nuclear electric power generation ☐ Yes ☒ No
 - (8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7) ☐ Yes ☒ No
 - (9) a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051 ☐ Yes ☒ No
3. Are you requesting that any of the land be classified as qualified investment? ☐ Yes ☒ No
4. Will any of the proposed qualified investment be leased under a capitalized lease? ☐ Yes ☒ No
5. Will any of the proposed qualified investment be leased under an operating lease? ☐ Yes ☒ No
6. Are you including property that is owned by a person other than the applicant? ☐ Yes ☒ No
7. Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment? ☐ Yes ☒ No

SECTION 7: Project Description

1. In **Tab 4**, attach a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.
2. Check the project characteristics that apply to the proposed project:

<input checked="" type="checkbox"/> Land has no existing improvements	<input type="checkbox"/> Land has existing improvements (<i>complete Section 13</i>)
<input type="checkbox"/> Expansion of existing operation on the land (<i>complete Section 13</i>)	<input type="checkbox"/> Relocation within Texas

SECTION 8: Limitation as Determining Factor

1. Does the applicant currently own the land on which the proposed project will occur? ☒ Yes ☐ No
2. Has the applicant entered into any agreements, contracts or letters of intent related to the proposed project? ☐ Yes ☒ No
3. Does the applicant have current business activities at the location where the proposed project will occur? ☐ Yes ☒ No
4. Has the applicant made public statements in SEC filings or other documents regarding its intentions regarding the proposed project location? ☐ Yes ☒ No
5. Has the applicant received any local or state permits for activities on the proposed project site? ☐ Yes ☒ No
6. Has the applicant received commitments for state or local incentives for activities at the proposed project site? ☐ Yes ☒ No
7. Is the applicant evaluating other locations not in Texas for the proposed project? ☒ Yes ☐ No
8. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities? ☐ Yes ☒ No
9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project? ☐ Yes ☒ No
10. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas? ☒ Yes ☐ No

Chapter 313.026(e) states "the applicant may submit information to the Comptroller that would provide a basis for an affirmative determination under Subsection (c)(2)." If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

SECTION 9: Projected Timeline

1. Application approval by school board January 2018
 2. Commencement of construction September 2018
 3. Beginning of qualifying time period January 2019
 4. First year of limitation 2020
 5. Begin hiring new employees June 2019
 6. Commencement of commercial operations December 2019
 7. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date (date your application is finally determined to be complete)? ☒ Yes ☐ No
- Note:** Improvements made before that time may not be considered qualified property.
8. When do you anticipate the new buildings or improvements will be placed in service? December 2019

SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located Chambers County
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Chambers County CAD
3. Will this CAD be acting on behalf of another CAD to appraise this property? ☐ Yes ☒ No
4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:

County: <u>Chambers County, .496790, 100%</u> <small>(Name, tax rate and percent of project)</small>	City: <u>Mont Belvieu, .436710 100%</u> <small>(Name, tax rate and percent of project)</small>
Hospital District: <u>N/A</u> <small>(Name, tax rate and percent of project)</small>	Water District: <u>N/A</u> <small>(Name, tax rate and percent of project)</small>
Other (describe): <u>N/A</u> <small>(Name, tax rate and percent of project)</small>	Other (describe): <u>N/A</u> <small>(Name, tax rate and percent of project)</small>
5. Is the project located entirely within the ISD listed in Section 1? ☒ Yes ☐ No
 - 5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? ☐ Yes ☒ No
 - 6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

SECTION 11: Investment

NOTE: The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as Subchapter B or Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at www.texasahead.org/tax_programs/chapter313/.

1. At the time of application, what is the estimated minimum qualified investment required for this school district? 80,000,000.00
 2. What is the amount of appraised value limitation for which you are applying? 80,000,000.00
- Note:** The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? ☒ Yes ☐ No
 4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
 - a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 7**);
 - b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (**Tab 7**); and
 - c. a detailed map of the qualified investment showing location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, with vicinity map (**Tab 11**).
 5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? ☒ Yes ☐ No

SECTION 12: Qualified Property

1. Attach a detailed description of the qualified property. [See §313.021(2)] (If qualified investment describes qualified property exactly, you may skip items a, b and c below.) The description must include:
 - 1a. a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (Tab 8);
 - 1b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your qualified property (Tab 8); and
 - 1c. a map of the qualified property showing location of new buildings or new improvements with vicinity map (Tab 11).
2. Is the land upon which the new buildings or new improvements will be built part of the qualified property described by §313.021(2)(A)? ☐ Yes ☒ No
 - 2a. If yes, attach complete documentation including:
 - a. legal description of the land (Tab 9);
 - b. each existing appraisal parcel number of the land on which the new improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property (Tab 9);
 - c. owner (Tab 9);
 - d. the current taxable value of the land. Attach estimate if land is part of larger parcel (Tab 9); and
 - e. a detailed map showing the location of the land with vicinity map (Tab 11).
3. Is the land on which you propose new construction or new improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303? ☒ Yes ☐ No
 - 3a. If yes, attach the applicable supporting documentation:
 - a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office (Tab 16);
 - b. legal description of reinvestment zone (Tab 16);
 - c. order, resolution or ordinance establishing the reinvestment zone (Tab 16);
 - d. guidelines and criteria for creating the zone (Tab 16); and
 - e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map (Tab 11)
 - 3b. If no, submit detailed description of proposed reinvestment zone or enterprise zone with a map indicating the boundaries of the zone on which you propose new construction or new improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone? N/A

SECTION 13: Information on Property Not Eligible to Become Qualified Property

1. In Tab 10, attach a specific and detailed description of all **existing property**. This includes buildings and improvements existing as of the application review start date (the date the application is determined to be complete by the Comptroller). The description must provide sufficient detail to locate all existing property on the land that will be subject to the agreement and distinguish existing property from future proposed property.
2. In Tab 10, attach a specific and detailed description of all **proposed new property that will not become new improvements** as defined by TAC 9.1051. This includes proposed property that: functionally replaces existing or demolished/removed property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property; or is otherwise ineligible to become qualified property. The description must provide sufficient detail to distinguish existing property (question 1) and all proposed new property that cannot become qualified property from proposed qualified property that will be subject to the agreement (as described in Section 12 of this application).
3. For the property not eligible to become qualified property listed in response to questions 1 and 2 of this section, provide the following supporting information in Tab 10:
 - a. maps and/or detailed site plan;
 - b. surveys;
 - c. appraisal district values and parcel numbers;
 - d. inventory lists;
 - e. existing and proposed property lists;
 - f. model and serial numbers of existing property; or
 - g. other information of sufficient detail and description.
4. Total estimated market value of existing property (that property described in response to question 1): \$ 0.00
5. In Tab 10, include an appraisal value by the CAD of all the buildings and improvements existing as of a date within 15 days of the date the application is received by the school district.
6. Total estimated market value of proposed property not eligible to become qualified property (that property described in response to question 2): \$ 0.00

Note: Investment for the property listed in question 2 may count towards qualified investment in Column C of Schedules A-1 and A-2, if it meets the requirements of 313.021(1). Such property cannot become qualified property on Schedule B.

SECTION 14: Wage and Employment Information

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? 0
2. What is the last complete calendar quarter before application review start date:
☐ First Quarter ☐ Second Quarter ☒ Third Quarter ☐ Fourth Quarter of _____ (year)
3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)? 20
Note: For job definitions see TAC §9.1051 and Tax Code §313.021(3).
4. What is the number of new qualifying jobs you are committing to create? 15
5. What is the number of new non-qualifying jobs you are estimating you will create? 0
6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? ☒ Yes ☐ No
 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).
 - a. Average weekly wage for all jobs (all industries) in the county is 1,229.00
 - b. 110% of the average weekly wage for manufacturing jobs in the county is 2,365.83
 - c. 110% of the average weekly wage for manufacturing jobs in the region is 1,210.97
8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? ☐ §313.021(5)(A) or ☒ §313.021(5)(B)
9. What is the minimum required annual wage for each qualifying job based on the qualified property? 62,970.60
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 62,970.60
11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? ☒ Yes ☐ No
12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.021(3)(F)? ☐ Yes ☒ No
 12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).
13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? ☐ Yes ☒ No
 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.
2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. (not required)
3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

Application for Appraised Value Limitation on Qualified Property

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print
here

Becky McMann
Print Name (Authorized School District Representative)

Assistant Superintendent of Finance
Title

sign
here

Becky McMann
Signature (Authorized School District Representative)

January 29, 2018
Date

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print
here

Tim Blake
Print Name (Authorized Company Representative (Applicant))

VP Oneok Tax
Title

sign
here

[Signature]
Signature (Authorized Company Representative (Applicant))

January 19, 2018
Date



GIVEN under my hand and seal of office this, the

19 day of January, 2018

Kim Baucom
Notary Public in and for the State of Texas, Oklahoma

My Commission expires: 12-7-2020

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.

TAB 02

Proof of Payment of Application Fee

Proof of payment of filing fee received by the
Comptroller of Public Accounts per TAC Rule
§9.1054 (b)(5)

*(Page Inserted by Office of Texas Comptroller of
Public Accounts)*

TAB 03

Documentation of Combined Group Membership

N/A

TAB 04

Detailed Description of Project

Oneok Hydrocarbon, LP
Project Description

Detailed Description and Process for Proposed Project

Oneok Hydrocarbon, LP is proposing to build a 4th (fourth) NGL fractionation unit (MB4 Fractionation Plant). Projected timeline for Oneok to start construction is September of 2018 and start hiring the new employees in June of 2019. This should allow for completion and commencement of commercial operations to start in December of 2019.

This facility will be constructed within the reinvestment zone that was put in place for Fractionation Plants MB2, MB3, and the EP Splitter project. It will operate independently and is not dependent upon or offer enhancements to the operation of those existing plants.

MB4 Fractionation Plant will have a production capacity of 125,000 barrels per day of natural gas liquids. The plant will produce industrial gases including ethane, propane, butane, n-butane and natural gasoline (CS+) products from incoming Y-Grade natural gas liquids (NGL's).

The manufacturing process consists of first pre-treating the incoming NGL's with feed filters, coalescers and amine contactors to remove any impurities such as particulates, sulfides and carbon dioxide. Any residual moisture is removed from the treated NGL's by dehydrators. The NGL's are then heated under pressure and fed into the De-Ethanizer Unit where it is separated into an overhead gas phase and an NGL phase. Ethane in the overhead gas phase is further purified and sent to product storage. The remaining NGL's are then heated under pressure and fed into the De-Propanizer Unit where it is separated into an overhead gas phase and an NGL phase. Propane in the overhead gas phase is further purified and sent to product storage.

The remaining NGL's are then heated under pressure and fed into the De-Butanizer Unit where it is separated into an overhead gas phase of mixed Butanes and natural gasolines. The mixed Butane in the overhead gas phase is sent to the Butane Splitter (De-IsoButanizer) where it is separated into n-Butane and Iso-Butane. Natural gasolines are sent off-site for sale via pipeline.

The MB4 Fractionation Plant will include the following main processing units and utility systems which are classified as "Qualified Investment"

List of Improvements

Plant Components

- Pre-treatment Systems
- De-Ethanizer Unit
- De-Propanizer Unit
- De-butanizer Unit
- Towers
- Butane Splitter (De-Isobutanizer)
- All appurtenant components
- Heat Medium
- Gasoline Treater
- Compression Equipment
- Additional storage facilities for Y-grade liquids and other components

The fractionation process is accomplished by applying heat and pressure to the mixture of raw NGL hydrocarbons and separating each discrete product at the different boiling points for each NGL component of the mixture. The raw NGL mixture is passed through a specific series of distillation towers: deethanizer, depropanizer, debutanizer, and deisobutanizer. The name of each of these towers corresponds to the NGL component that is separated in that tower. The raw NGL mixture first passes through the deethanizer, where its temperature is increased to the point where ethane (the lightest component) boils off the top of the tower as a gas and is condensed into a purity liquid that is routed to storage. The heavier components in the mixture at the bottom of the tower (i.e., propane, butane, iso butane, and natural gasoline) are routed to the second tower (depropanizer), where the process is repeated and the net lightest component (propane) is separated. This process is repeated until the mixture of liquids has been separated into its purity components. This facility will also be built with the necessary equipment to produce International Grade Propane.

Demand for NGLs

Sources of U.S. NGL demand include petrochemical consumption, gasoline blending, heating and fuel, and exports. Demand is driven primarily by the petrochemical industry, which accounts for 40-50% of total consumption. The U.S. petrochemical industry uses NGL products as feedstock (i.e. raw material) to produce ethylene, propylene, and butadiene (also known as olefins).

The following factors influence demand for each individual NGL component:

- **Ethane.** Essentially all of the ethane extracted from natural gas is consumed by the petrochemical industry as a feedstock for ethylene production. (Ethylene is a building block for polyethylene, which is the most popular plastic in the world.)
- **Propane.** Approximately 25-30% of propane is used as a feedstock by the petrochemical industry to produce ethylene and propylene.
(Like ethylene, propylene is an important building block used in the manufacture of plastics.) The bulk of the remaining demand for propane is primarily as a heating fuel in the residential and commercial markets.
- **Normal butane.** Normal butane is used as a petrochemical feedstock for the production of ethylene and butadiene (used to make synthetic rubber), as a blendstock for motor gasoline, and as a feedstock to create isobutene.
- **Isobutane.** Isobutane has the same molecular formula as normal butane, but a different structural formula (i.e., atoms are rearranged). Isobutane is used in refinery alkylation to enhance the octane content of motor gasoline.
- **Natural gasoline.** Natural gasoline is used primarily as a blendstock.

TAB 05

Limitation as Determining Factor

Tab 5 Limitation as Determining Factor w/ability to locate or relocate:

Oneok Hydrocarbon, LP (or “the Company”) is an energy company which primarily consist of facilities that gather, fractionate, treat, store, and/or distribute both NGL’s and refined products. Oneok Hydrocarbon LP currently operates over 2,600 miles of pipeline, 3 gas processing plants, 6 fractionation facilities. Locations for these operations included Kansas, Oklahoma, Texas.

As the primary available property tax incentive in Texas, a 313 agreement is vital to the proposed MB 4 Fractionation economics just as potential customer response will be. Both factors will be considered before any determination is made. Moreover, multiple other potential projects are presently competing for the same capital expenditures by our company, including possible plants in Oklahoma that would be eligible for a 5-year, 100% property tax abatement under that state’s Manufacturing Exemption program.

TAB 06

Located 100% in Chambers County & Barbers Hill ISD

TAB 07

Description of Qualified Investment

Oneok Hydrocarbon, LP
Project Description

Detailed Description and Process for Proposed Project

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List of Improvements

Plant Components

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- All appurtenant components
- Heat Medium
- Gasoline Treater
- Compression Equipment
- Additional storage facilities for Y-grade liquids and other components

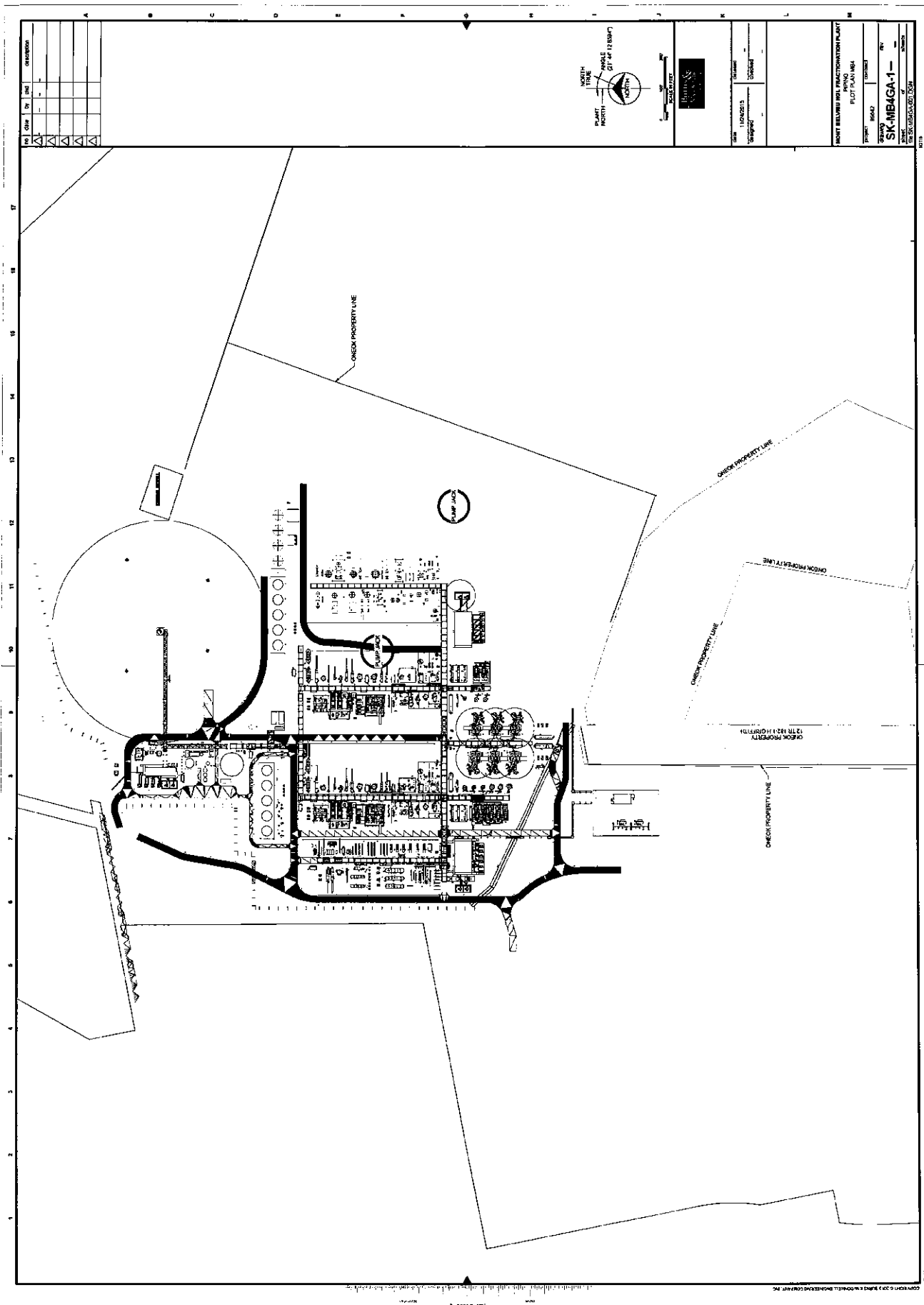
The fractionation process is accomplished by applying heat and pressure to the mixture of raw NGL hydrocarbons and separating each discrete product at the different boiling points for each NGL component of the mixture. The raw NGL mixture is passed through a specific series of distillation towers: deethanizer, depropanizer, debutanizer, and deisobutanizer. The name of each of these towers corresponds to the NGL component that is separated in that tower. The raw NGL mixture first passes through the deethanizer, where its temperature is increased to the point where ethane (the lightest component) boils off the top of the tower as a gas and is condensed into a purity liquid that is routed to storage. The heavier components in the mixture at the bottom of the tower (i.e., propane, butane, iso butane, and natural gasoline) are routed to the second tower (depropanizer), where the process is repeated and the net lightest component (propane) is separated. This process is repeated until the mixture of liquids has been separated into its purity components. This facility will also be built with the necessary equipment to produce International Grade Propane.

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- **Natural gasoline.** Natural gasoline is used primarily as a blendstock.



TAB 08

Description of Qualified Property

Oneok Hydrocarbon, LP
Project Description

Detailed Description and Process for Proposed Project

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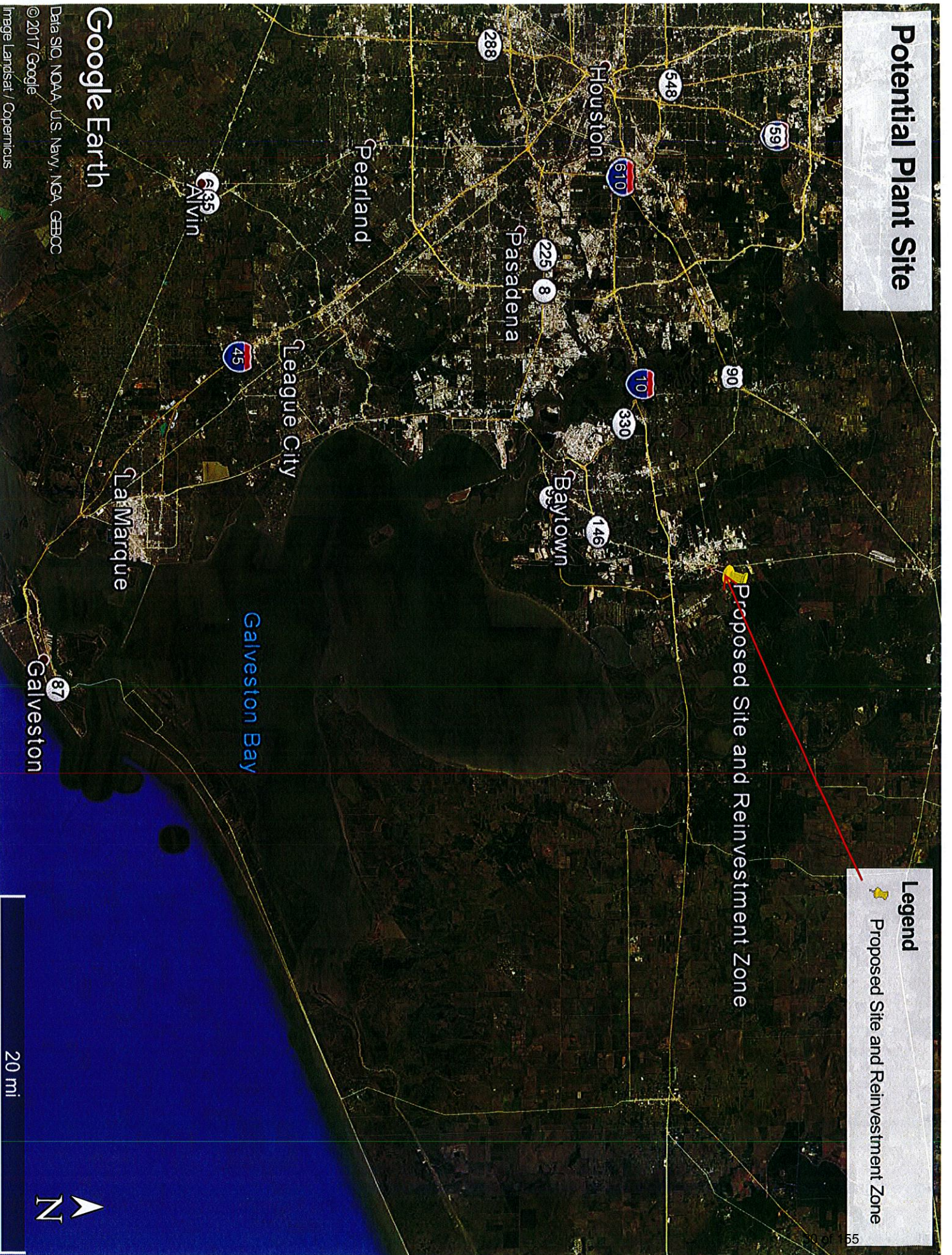
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Potential Plant Site

Legend

-  Proposed Site and Reinvestment Zone

Proposed Site and Reinvestment Zone



Google Earth

Data SIO, NOAA, U.S. Navy, NGA, GEBCO
© 2017 Google
Image Landsat / Copernicus


20 mi



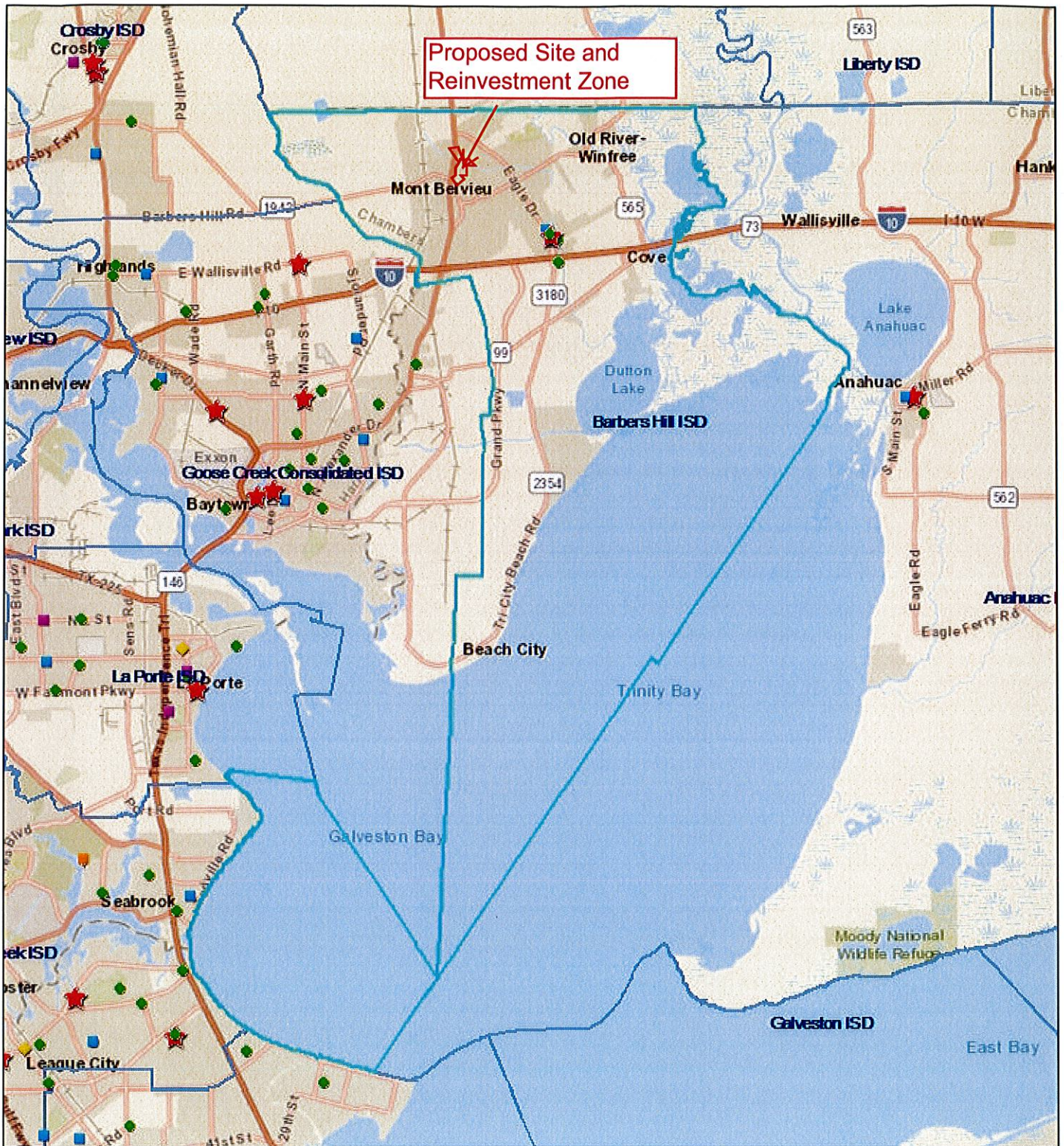
Barbers Hill ISD Map

Reinvestment Zone Boundary
(red outline)

Barbers Hill ISD Boundary
(yellow outline)

- Legend**
-  Barbers Hill Independent School District
 -  Reinvestment Zone



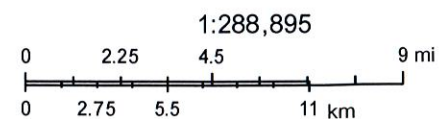


August 11, 2017

Current_Schools

- Elementary School
- Middle School
- Junior High School
- ★ High School

- ◆ Academy/Charter School
- Other Schools
- Texas_Outline
- Current_Districts



Sources: Esri, HERE, DeLorme, USGS, Intermap, INCREMENT P, NRCan, Esri Japan, METI, Esri China (Hong Kong), Esri Korea, Esri (Thailand), MapmyIndia, NGCC, © OpenStreetMap contributors, and the GIS User Community

Potential Plant Site

Legend

-  Proposed Site and Reinvestment Zone

Proposed Site and Reinvestment Zone

Crosby Barbers Hill Rd 1942

207

Crosby Rd

E Freeway Service Rd 10

Hwy 99

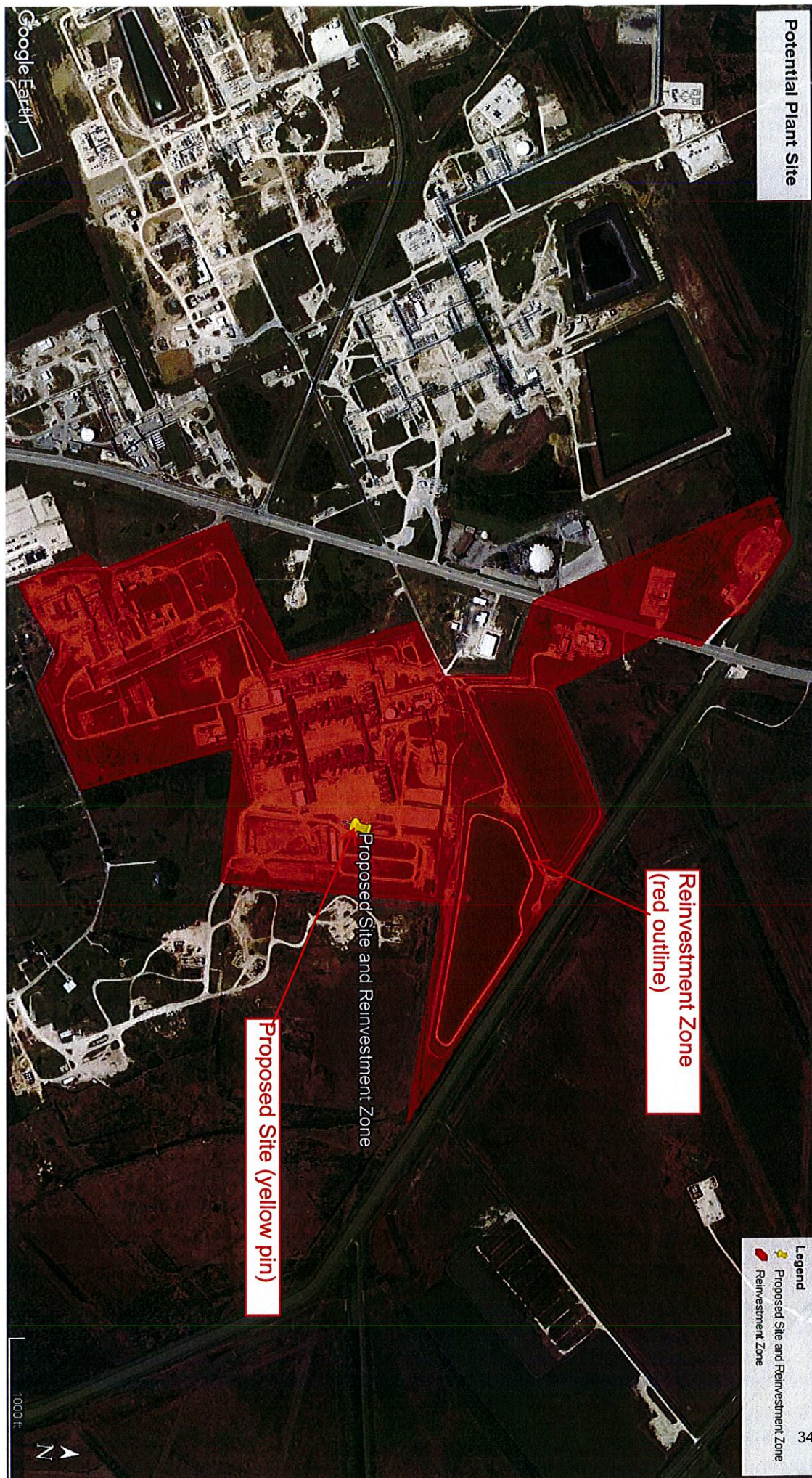
10 Frontage

Google Earth

© 2017 Google

3 mi





Potential Plant Site

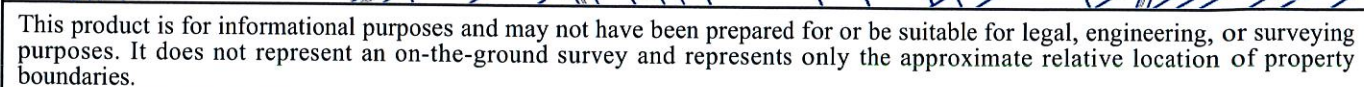
Reinvestment Zone
(red outline)

Proposed Site and Reinvestment Zone

Proposed Site (yellow pin)

Legend
Proposed Site and Reinvestment Zone
Reinvestment Zone

1000 ft



Reinvestment Zone

Legend



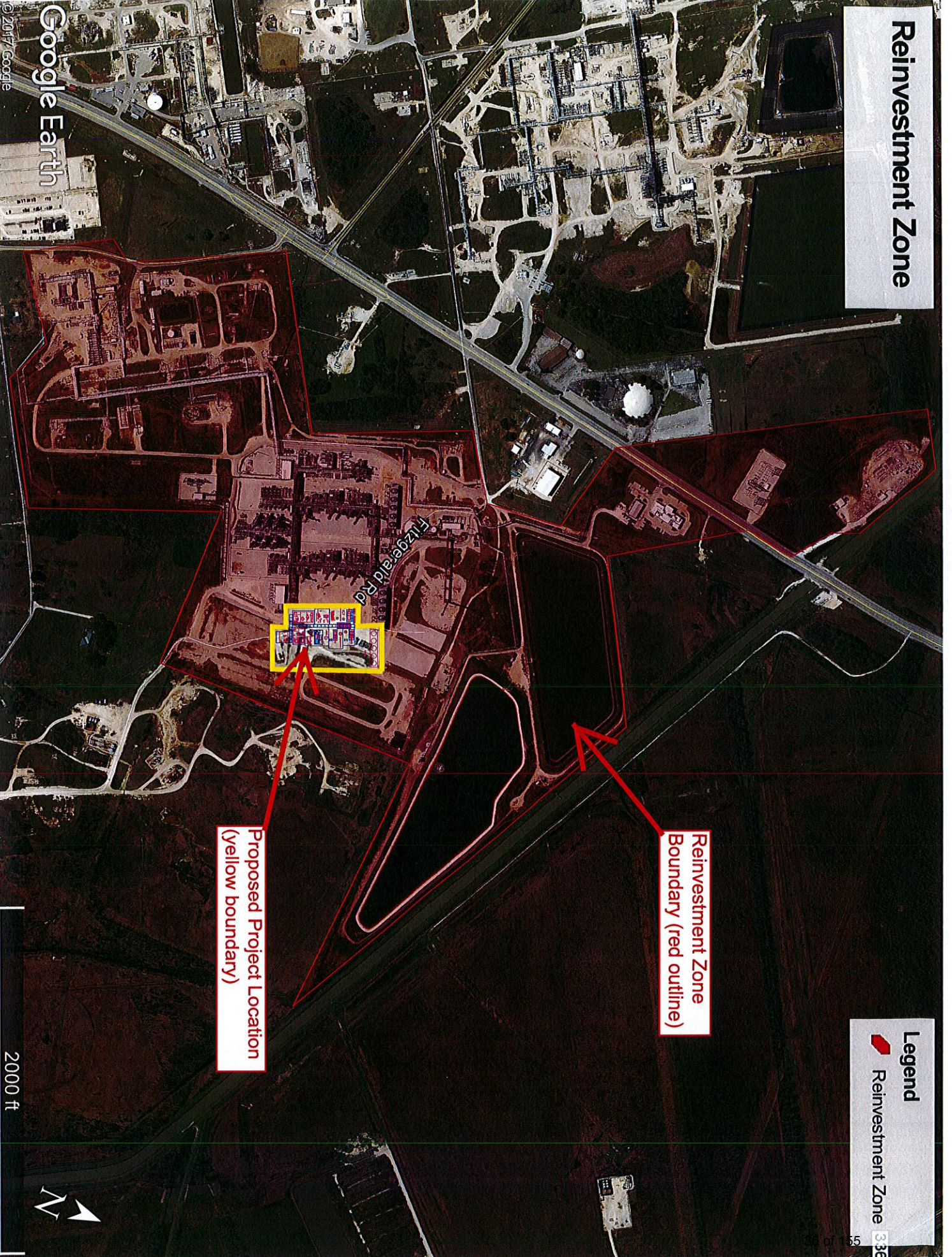
Reinvestment Zone

Reinvestment Zone
Boundary (red outline)

Proposed Project Location
(yellow boundary)

Google Earth
© 2017 Google

2000 ft



TAB 09

Description of Land

Chambers County Appraisal District

Chief Appraiser - Mitch McCullough



Official Website

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Real Estate Roll Search Results: --- 67 matches found

Account / Geo Number	Market Value	Parcel Id	Property Type	Owner Name	Property Location	City/State/Zip
25170-00012-00000-000702	2,250	20340	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	11360 FITZGERALD	MONT BELVIEU TX
00012-00100-00000-090001	2,500	20512	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-21500-00100-100001	13,590	20554	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-18603-00000-090001	6,540	624	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	1809 E WINFREE RD	MONT BELVIEU TX 77523
26000-00012-00200-001100	1,920	894	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	1527 SONNY LN	MONT BELVIEU TX
00012-00303-00100-090001	351,250	22520	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	11820 HWY 146	MONT BELVIEU TX 77523
00489-00900-00200-070001	214,570	1204	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	HWY 146	
00489-01700-00000-070001	1,184,580	1382	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		
00012-19701-00100-090001	1,130	1915	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE	MONT BELVIEU TX 77523
00012-00201-00000-090100	1,983,940	24604	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	12606 HWY 146	MONT BELVIEU TX 77523
						1 2 3 4 5 6 7

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Real Estate Roll Search Results: --- 67 matches found

Account / Geo Number	Market Value	Parcel Id	Property Type	Owner Name	Property Location	City/State/Zip
00012-16500-00700-090001	16,960	3125	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	1303 WINFREE RD	MONT BELVIEU TX 77523
00012-00201-00100-130001	9,500	27153	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
61900-00024-00000-000100	154,130	52255	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
61900-00350-00000-000100	17,370	52257	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		
00012-20700-00000-060001	3,420	52493	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	FM 565	MONT BELVIEU TX 77523
00012-17700-00300-090001	7,890	4391	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE RD	MONT BELVIEU TX 77523
25170-00012-00000-000600	10,690	4392	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
25170-00012-00000-000701	8,440	4393	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU YX
00012-18000-00000-090001	11,270	4394	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE RD	MONT BELVIEU TX 77523
25170-00012-00000-001100	20,250	4397	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	FITZGERALD	MONT BELVIEU TX
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25170-00012-00000-000300	10,690	5168	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
25170-00012-00000-000400	10,680	5171	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
00012-17900-00100-090001	3,620	5172	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE RD	MONT BELVIEU TX 77523
00012-22400-00100-100001	3,150	5175	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-00303-00000-090001	34,470	5395	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	HWY 146	MONT BELVIEU TX 77523
00012-22400-00100-100100	9,640	53857	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-25403-00000-100100	39,960	55019	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	FM 565	MONT BELVIEU TX 77523
00012-05400-00100-090100	2,000	55020	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE RD	MONT BELVIEU TX 77523
25170-00012-00000-000802	940	33535	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
00012-18602-00100-090001	514,640	10004	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	1719 WINFREE RD	MONT BELVIEU TX 77523
						1 2 3 4 5 6 7

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25170-00012-00000-000500	10,690	10050	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
00012-25405-00100-100001	21,420	11894	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	FM 565	MONT BELVIEU TX 77523
25170-00012-00000-000200	10,690	12114	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
00012-18100-00100-090001	11,270	12115	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE RD	MONT BELVIEU TX 77523
00012-18601-00000-090001	97,000	12285	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-20800-00300-090001	2,390	12710	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-22302-00000-090001	3,870	12711	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-19300-00000-090001	35,960	12716	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE RD	MONT BELVIEU TX 77523
00012-04400-00000-090001	12,810	12719	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	HWY 146	MONT BELVIEU TX 77523
00012-24002-00000-090001	29,330	12722	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
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00012-24302-00000-090001	32,360	12723	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-20701-00000-090001	60,520	12733	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	1841 FM 565 N	MONT BELVIEU TX 77523
00012-20800-00100-090001	2,390	12734	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-21202-00000-100001	5,400	12735	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-25405-00000-090001	23,220	12740	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	FM 565	MONT BELVIEU TX 77523
00012-21102-00000-100001	11,520	12763	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-25401-00000-090001	88,410	12777	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	FM 565	MONT BELVIEU TX 77523
25170-00012-00000-000100	10,690	14578	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
00012-18200-00100-090001	11,270	14579	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE RD	MONT BELVIEU TX 77523
00012-18602-00100-090110	62,280	42977	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE	MONT BELVIEU TX 77523
						1 2 3 4 5 6 7

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Chambers County Appraisal District

Chief Appraiser - Mitch McCullough



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Real Estate Roll Search Results: --- 67 matches found

Account / Geo Number	Market Value	Parcel Id	Property Type	Owner Name	Property Location	City/State/Zip
00012-21600-00100-100001	23,290	15969	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
25170-00012-00000-001000	33,250	16186	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
25170-00012-00000-000900	32,110	16187	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
25170-00012-00000-000800	31,190	16189	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
00012-16500-00000-090001	6,976,470	16190	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE RD	MONT BELVIEU TX 77523
31000-00012-00100-001300	1,550	16191	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
31000-00012-00100-000100	1,860	16192	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
31000-00012-00100-001400	14,900	16193	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
00012-24102-00000-060001	107,750	16194	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-04200-00100-090001	32,630	17617	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
						1 2 3 4 5 6 7

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Real Estate Roll Search Results: --- 67 matches found

Account / Geo Number	Market Value	Parcel Id	Property Type	Owner Name	Property Location	City/State/Zip
25170-00012-00000-001120	2,250	45275	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	11332 FITZGERALD RD	MONT BELVIEU TX 77523
00012-00100-00000-090100	8,420	45833	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	HWY 146	MONT BELVIEU TX 77523
00012-19500-00000-090100	500	45847	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-16500-00000-090100	11,350	46213	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	WINFREE RD	MONT BELVIEU TX 77523
25170-00012-00000-000801	40	46270	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX
00012-25502-00000-090100	8,480	46351	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC		MONT BELVIEU TX 77523
00012-19600-00300-090001	2,600	19547	Real Estate	ONEOK MONT BELVIEU STORAGE CO LLC	1823 WINFREE	MONT BELVIEU TX 77523
						1 2 3 4 5 6 7

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ONEOK MONT BELVIEU PROPERTY

ACQUIRED FROM VALERO

(Attached to and made a part of Special Warranty Deed by and between Valero Refining-Texas, L.P., as Grantor, and ONEOK Mont Belvieu Storage Company, L.L.C., as Grantee.)

PARCEL A: TRACT OF 55.30 ACRES
SITUATED IN THE HENRY GRIFFITH LEAGUE, A-12
CHAMBERS COUNTY, TEXAS

Metes and bounds description of a 55.30 acre tract of land situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, said 55.30 acre tract being out of that certain 57.07 acre tract conveyed to Valero Refining-Texas, L.P. as recorded in Volume 04-669, Page 586, Chambers County Official Public Records (C.C.O.P.R.), said 55.30 acre tract being more particularly described by metes and bounds as follows:

All bearings are based on deed bearings and the Texas Coordinate System, South Central Zone.

BEGINNING at an old 2" iron pipe in concrete, accepted as the Southerly corner of the Annie Higgins Subdivision No. 1 as recorded in Volume 27, Page 43, Chambers County Deed Records (C.C.D.R.);

THENCE, along the Westerly line of said Annie Higgins Subdivision, North 32°49'21" West, 238.04 feet to a 5/8" iron rod with plastic cap set in the curved Easterly ROW line of State Highway Loop No. 207 (width varies);

THENCE, 207.29 feet Northwesterly along a non-tangent curve to the left having a radius of 607.96 feet, a delta of 19°32'08" and a chord bearing North 23°03'16" West, 206.29 feet to a found 1" iron pipe;

THENCE, along said Easterly ROW line, North 32°49'21" West, 690.13 feet to a 1/2" iron rod found for the most Westerly Northwest corner of the herein described tract;

THENCE, North 57°23'00" East, 194.43 feet to a found 5/8" iron rod;

THENCE, North 57°12'26" East, 190.41 feet to a found 3/4" iron pipe;

THENCE, North 57°03'23" East, 499.46 feet to a found 1" iron pipe in concrete;

THENCE, North 57°08'27" East, at 154.94 feet pass a found 1/2" iron rod in concrete, and continuing for a total distance of 165.00 feet to a found 1" iron pipe;

(937521;)

THENCE, North 22°04'28" West, at 936.76 feet pass a 4"x4" concrete monument found for reference in the Southerly ROW line of Fitzgerald Road (60' wide), and continuing for a total distance of 967.41 feet to a 1-1/2" iron pipe found in the center of Fitzgerald Road, said iron pipe being the most Northerly Northwest corner of the herein described tract;

THENCE, along the centerline of said Fitzgerald Road, North 57°05'33" East, 368.29 feet to a 1/2" iron rod with cap set in asphalt for a corner of a Charles Dyer tract as recorded in Volume 455, Page 150, Chambers County Deed Records (C.C.D.R.), said corner being South 57°05'33" West, 27.0 feet from a 3" iron pipe found at the Northeast corner of said 57.07 acre tract;

THENCE, along the Westerly line of said Dyer tract, South 25°21'57" East, 30.26 feet to a found 1/2" iron rod in concrete;

THENCE, along the Southerly line of said Dyer tract and the Southerly ROW line of Fitzgerald Road, North 57°05'33" East, 25.00 feet to a 4"x4" concrete monument found for corner;

THENCE, South 21°38'58" East, 1507.82 feet to 4"x4" concrete monument found for corner of a second Charles Dyer tract as recorded in said Volume 455, Page 150;

THENCE, along the Northerly line of said second Dyer tract, South 41°20'40" West, 145.08 feet to a found 4" x 4" concrete monument;

THENCE, along the Westerly line of said second Dyer tract, South 22°06'11" East, 25.31 feet to a 4" x 4" concrete monument found in the South line of Home Tract 8 of the Fitzgerald partition as recorded in Volume 309, Page 667, C.C.D.R.;

THENCE, along the Southerly line of Home Tract 8, South 56°44'00" West, 3.22 feet to a 4"x4" concrete monument found at the Northwesterly corner of Oil Tract 6;

THENCE, along the Westerly line of Oil Tract 6, South 21°32'23" East, 1099.58 feet to a 1" iron pipe found in the Northerly ROW line of Winfree Road;

THENCE, along the Northerly ROW line of Winfree Road, South 57°27'17" West, at 233.83 feet pass a found 1-1/4" iron pipe in concrete, and continuing for a total distance of 260.00 feet to a found 1-1/4" iron pipe in concrete;

THENCE, along the Southerly line of a 10 foot wide easement to Chambers County for road right of way as recorded in Volume 176, Page 82, C.C.D.R., South 57°22'43" West, 438.40 feet to a found 1" iron pipe;

THENCE, North 32°37'50" West, 172.00 feet to found 1/2" iron rod;

THENCE, South 57°21'54" West, 379.21 feet to a found 1/2" iron rod;

THENCE, North 24°44'21" West, 28.48 feet to a found 1/2" iron rod;

{937521;}

THENCE, South 57°21'54" West, 100.50 feet to a 1/2" iron rod found in the Northeasterly ROW line of State Highway Loop 207;

THENCE, along said Northeasterly ROW line, North 24°44'21" West, 46.26 feet to a 1/2" iron rod found at an angle point in said ROW line;

THENCE, along said Northeasterly ROW line, North 23°15'15" West, 192.92 feet to a 1" iron pipe found at the beginning of a non-tangent curve to the right;

THENCE, 133.33 feet along said curve to the right having a radius of 681.20 feet, a delta of 11°12'52", and a chord bearing North 19°07'55" West, 133.11 feet to a found 1" iron pipe;

THENCE, North 57°35'12" East, 104.19 feet to the POINT OF BEGINNING and containing 55.30 acres of land.

PARCEL A, TRACT 2: TRACT OF 1.6215 ACRES
SITUATED IN THE HENRY GRIFFITH LEAGUE, A-12
CHAMBERS COUNTY, TEXAS

Mets and bounds description of a 1.6215 acre tract of land situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, said 1.6215 acre tract being out of that certain 57.07 acre tract conveyed to Valero Refining-Texas, L.P. as recorded in Volume 04-669, Page 586, Chambers County Official Public Records (C.C.O.P.R.), said 1.6215 acre tract being Oil Tract 5 of the Fitzgerald partition as recorded in Volume 309, Page 667, Chambers County Deed Records, said 1.6215 acre tract being more particularly described by metes and bounds as follows:

All bearings are based on deed bearings and the Texas Coordinate System, South Central Zone.

BEGINNING at a 2" iron pipe found at the Southeast corner of said Oil Tract 5, said "POINT OF BEGINNING" being in the Northerly ROW line of Winfree Road (width varies);

THENCE, along the Southerly line of said Oil Tract 5, South 59°50'34" West, 64.97 feet to a 5/8" iron rod found at the Southwest corner of said Oil Tract 5;

THENCE, along the Westerly line of said Oil Tract 5, North 21°33'01" West, 1100.47 feet to a 5/8" iron rod found in the Southerly line of Home Tract 8 of said Fitzgerald partition;

THENCE, along the Southerly line of said Oil Tract 5, said Southerly line being the Southerly line of a Charles Dyer tract as recorded in Volume 455, Page 150, C.C.D R., North 56°47'17" East, 65.27 feet to a 5/8" iron rod with plastic cap set for corner;

THENCE, along the Easterly line of said Oil Tract 5, South 21°34'00" East, 1103.94 feet to the POINT OF BEGINNING and containing 1.6215 acres of land.

(937521;)

PARCEL B: TRACT OF 47.37 ACRES
SITUATED IN THE HENRY GRIFFITH LEAGUE, A-12
CHAMBERS COUNTY, TEXAS

Metes and bounds description of a 47.37 acre tract of land situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, said 47.37 acre tract being that same 47.37 acre tract conveyed to Valero Refining-Texas, L.P. as recorded in Volume 04-669, Page 586, Chambers County Official Public Records (C.C.O.P.R.), said 47.37 acre tract being part of Prairie Tract 1 and part of Prairie Tract 2 described in the partition of the F.M. Fitzgerald lands as recorded in Volume 309, Page 667, C.C.D.R., said 47.37 acre tract being more particularly described by metes and bounds as follows:

All bearings are based on deed bearings and the Texas Coordinate System, South Central Zone.

BEGINNING at a 3" iron pipe found in the most Southerly corner of Prairie Tract 1 and the herein described tract, said 3" iron pipe being at the intersection of the centerline of Fitzgerald Road (60' wide) with the Easterly ROW line of Old Dayton-Barbers Hill Road (width varies-abandoned);

THENCE, along said Easterly ROW line of Old Dayton-Barbers Hill Road as abandoned in Volume 02-576, Page 172, C.C.O.P.R., North 07°30'31" West, at 33.21 feet pass a found 1" iron pipe, and continuing for a total distance of 755.27 feet to a 1" iron pipe found for corner;

THENCE, along the Northerly line of Prairie Tract 2, same being the Southerly line of a call 12.152 acre tract as recorded in Volume 393, Page 366, C.C.D.R., North 57°20'13" East, 1005.92 feet to a 1" iron pipe found in the Southwesterly line of the Coastal Water Authority (CWA) canal (no deed description found), from which iron pipe a found 4"x4" concrete monument bears North 65°20'17" West, 0.94 feet;

THENCE, along the Southwesterly line of said CWA canal, as fenced and marked with concrete monuments, as follows:

South 65°20'17" East, 297.01 feet to a found 4"x4" concrete monument;
South 65°19'45" East, 401.27 feet to a found 4"x4" concrete monument;
South 64°47'04" East, 415.56 feet to a found 4"x4" concrete monument;
South 64°47'54" East, 400.43 feet to a found 4"x4" concrete monument;
South 64°46'48" East, 397.01 feet to a found 4"x4" concrete monument;
South 64°46'07" East, 402.56 feet to a found 4"x4" concrete monument;
South 64°27'36" East, 47.66 feet to a found fence corner post for corner;

THENCE, South 42°21'52" West, 86.44 feet to a turnbuckle found in the most Southerly line of said Prairie Tract 1, said turnbuckle being in the North line of a call 50.44 acre tract as recorded in Volume 97-330, Page 563, C.C.O.P.R.;

THENCE, along the Northerly line of said 50.44 acre tract and the Northerly line of the Home Tracts of said Fitzgerald partition, same being the Southerly line of said Prairie Tract 1, South

{937521;}

87°02'28" West, at 1323.87 feet pass an old 1-1/2" iron pipe found at the Northeast corner of Home Tract 1 of said partition, and continuing for a total distance of 1749.23 feet to an old 1-1/2" iron pipe found at the Northeast corner of Home Tract 4;

THENCE, South 87°10'29" West, 21.09 feet to a 1/2" iron rod found at the Southeast corner of a Mobil Oil Company Pump Station 0.34 acre lease tract as recorded in Volume 177, Page 633, C.C.D.R.;

THENCE, North 02°58'38" West, 100.59 feet to a 1/2" iron rod found at the Northeast corner of said 0.34 acre tract;

THENCE, South 87°10'29" West, 150.00 feet to a 1/2" iron rod found at the Northwest corner of said 0.34 acre tract;

THENCE, South 02°58'38" East, 100.59 feet to a 6' chain link fence corner found at the Southwest corner of said 0.34 acre lease tract and being in the Southerly line of Prairie Tract 1;

THENCE, South 87°10'29" West, 773.03 feet to a found 5/8" iron rod;

THENCE, South 56°54'26" West, 166.15 feet to the POINT OF BEGINNING and containing 47.37 acres of land.

PARCEL C: TRACT OF 0.6433 ACRES
SITUATED IN THE HENRY GRIFFITH LEAGUE, A-12
CHAMBERS COUNTY, TEXAS

Mets and bounds description of a 0.6433 acre tract situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, said 0.6433 acre tract being that same 0.6433 acre tract conveyed to Valero Refining-Texas, L.P. as recorded in Volume 04-669, Page 586, Chambers County Official Public Records, said 0.6433 tract being the Easterly portion of Old Dayton-Barbers Hill Road adjoining a call 47.375 acre tract and containing a call 0.497 acre tract both as recorded in Volume 01-526, Page 745, Chambers County Official Public Records (C.C.O.P.R.), said 0.6433 acre tract being that same called 0.664 acre tract out of said Old Dayton-Barbers Hill Road as abandoned and recorded in Volume 02-576, Page 172, C.C.O.P.R. and as shown on plat recorded in Volume 'A', Page 228, Chambers County Map Records, said 0.6433 acre tract being more particularly described by metes and bounds as follows:

All bearings are based on deed bearings and the Texas Coordinate System, South Central Zone.

COMMENCING at a 3" iron pipe found in the most Southerly corner of said 47.375 acre tract, said 47.375 acre tract being that same 47.37 acre tract as recorded in said Volume 04-669, Page 586, C.C.O.P.R., said 3" iron pipe being at the intersection of the centerline of Fitzgerald Road (60' wide) with the Easterly ROW line of said Old Dayton-Barbers Hill Road, said Easterly ROW line being the West line of said 47.37 acre tract;

{937521;}

THENCE, along the West line of said 47.37 acre tract, North 07°30'31" West, 33.21 feet to a 1" iron pipe found for the POINT OF BEGINNING and Southeast corner of the herein described 0.6433 acre tract, said "POINT OF BEGINNING" being at the intersection of said West line with the projection of the Northwestern ROW line of Fitzgerald Road, said "POINT OF BEGINNING" being the Southeast corner of said 0.664 acre tract;

THENCE, South 57°05'33" West, 44.58 feet with the projected Northwestern line of Fitzgerald Road to a 5/8" iron rod with plastic cap set for corner;

THENCE, North 07°16'35" West, 723.65 feet (call=723.92') to a 5/8" iron rod with plastic cap set for the Northwest corner of the herein described 0.6433 acre tract;

THENCE, North 57°20'13" East, 41.25 feet to a 1" iron pipe found at the most Westerly Northwest corner of said 47.37 acre tract;

THENCE, along said Easterly ROW line of Old Dayton-Barbers Hill Road, same being the West line of said 47.37 acre tract, South 07°30'31" East, 722.06 feet (call=722.61') to the POINT OF BEGINNING and containing 0.6433 acres of land.

DYER PROPERTY ACQUISITION

{937521;}

GENERAL WARRANTY DEED

STATE OF TEXAS)
) ss.
COUNTY OF CHAMBERS)

OFFICIAL PUBLIC RECORDS
CHAMBERS COUNTY, TEXAS
Heather H. Hawthorne, County Clerk

That **B-J DYER FAMILY LIMITED PARTNERSHIP**, a Texas limited partnership, **CHARLES D. DYER** and **MARY BETH DYER**, husband and wife, **BRYANT DYER** and **RHONDA R. DYER**, husband and wife, **ANDY VIRUETTE, JR.** and **JULIE DYER VIRUETTE**, husband and wife (collectively, "Grantors"), for and in consideration of the sum of Ten and no/100 Dollars (\$10.00) paid to Grantors and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged have GRANTED, SOLD and CONVEYED and do hereby GRANT, SELL and CONVEY unto **ONEOK MONT BELVIEU STORAGE COMPANY, L.L.C.**, a Delaware limited liability company ("Grantee"), all right title and interest of every kind and character, including any life estate, homestead, reversionary or easement rights (except as hereinafter provided) in and to that certain land located in the City of Mont Belvieu, Chambers County, Texas, being more particularly described on Exhibit "A", attached hereto and made a part hereof, together with all improvements located on such land (such land and improvements being collectively referred to as the "Property") LESS AND EXCEPT any interest in and to oil, gas and other minerals or royalties therein and thereunder, and all rights, interests and estates of whatsoever nature incident thereto or arising therefrom, PROVIDED THAT Grantors shall retain no right to use the surface for production, development, ingress or egress or the right to use the surface in any way in connection therewith, and SUBJECT TO the easements, rights of way, gas storage agreements and gas storage easements, restrictive covenants of record, special assessments not yet due, and those items listed on Exhibit "B" attached hereto and made a part hereof.

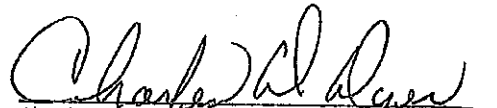
Handwritten: NO INCLUDING ANY ROLL-BACK TAXES

TO HAVE AND TO HOLD the Property unto the Grantee, Grantee's successors and assigns forever, subject to the reservation in favor of Grantors as provided above, and Grantors, their successors and assigns, hereby covenant, promise and agree to and with Grantee that (i) at the delivery of these presents that Grantors are lawfully seized in their own right of an absolute and indefeasible estate of inheritance in fee simple, of and in all and singular the above granted and described premises, with the appurtenances, and that the same are free, clear and discharged of and from all former grants, charges, taxes, judgments, mortgages, liens and encumbrances of whatsoever nature, except and subject to those matters described above, and (ii) Grantors do hereby bind themselves, their heirs, successors and assigns to warrant and forever defend, all and singular, the Property unto the said Grantee, its successors and assigns, against all persons whomsoever claiming or to claim the same or any part thereof.

EXECUTED as of the 15 th day of April, 2008, but effective for all purposes as of 4 : 45
P.m. central time on April 15, 2008.


B-J DYER FAMILY LIMITED PARTNERSHIP
a Texas limited partnership,

By:
(Signatories below execute this conveyance as both
members of the Partnership and as individual interest
holders)


Charles D. Dyer


Mary Beth Dyer aka Mary Elizabeth Dyer


Bryant Dyer


Rhonda R. Dyer



Andy Viruette, Jr.


Julie Dyer Viruette fka Julie Dyer Eades

ACKNOWLEDGEMENT

STATE OF TEXAS)
) ss.
COUNTY OF Chambers)

This instrument was acknowledged before me on the 15 th day of April, 2008, by **CHARLES D. DYER** and **MARY BETH DYER**, husband and wife, **BRYANT DYER** and **RHONDA R. DYER**, husband and wife, and **ANDY VIRUETTE, JR.** and **JULIE DYER VIRUETTE**, husband and wife, in their individual capacities and as partners in **B-J DYER FAMILY LIMITED PARTNERSHIP**, a Texas limited partnership.



Notary Public

Notary Commission No. _____

My Commission Expires: _____

[SEAL]

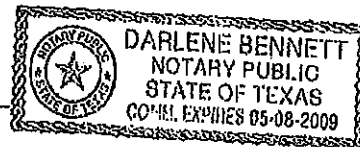


EXHIBIT "A"

FIELD NOTES of a 27.92 acre tract of land situated in the Henry Griffith League, Abstract No. 12, Chambers County, Texas, being all of the following tracts of land:

A) residue of 10 acres called Tract 1, 4.75 acres called Tract 2, 1.61 acres called Tract 3, & 3.75 acres called Tract 4 conveyed to B-J Dyer Family Limited Partnership by Charles D. Dyer, et ux, by deed dated December 28, 2006, and recorded in Volume 923 at Page 706 of the Official Public Records of Chambers County, Texas.

B) 1 acre conveyed to Bryant Dyer, et ux, by Mary Beth Dyer, et vlr, by deed recorded in Volume 453 at Page 234 of the Official Public Records of Chambers County, Texas.

C) residue of 4.75 acres conveyed to Charles D. Dyer by Virginia Lillioh, et al, by deed recorded in Volume 346 at Page 498 of the Deed Records of Chambers County, Texas.

D) 4.7864 acres, 1.61 acres, a tract of land called Tract "A", & a tract of land called Tract "B" conveyed to Bryant Dyer, et al, by Hal K. Jarrell, Trustee, by deed dated December 16, 1997, and recorded in Volume 352 at Page 319 of the Official Public Records of Chambers County, Texas.

This 27.92 acre tract of land is more particularly described by metes and bounds as follows, to-wit:

NOTE: BEARINGS ARE BASED ON DEED BEARINGS AND FOUND MONUMENTS IN THE NORTH AND SOUTH LINES OF SAID 4.7864 ACRES.

BEGINNING at a 1 ½ inch iron pipe found leaning for the Southeast corner of this tract of land, the Southeast corner of said 4.7864 acres, the Southwest corner of 4.75 acres called Tract 4D conveyed to Kinnie Lee Fitzgerald by W. L. Fitzgerald, Jr., by deed dated September 26, 1933, and recorded in Volume 36 at Page 623 of the Deed Records of Chambers County, Texas, and in the North line of 15.43 acres conveyed to B. G. Lawrence by P. O. Wood, et ux, by deed dated February, 1967, and recorded in volume 282 at Page 291 of the Deed Records of Chambers County, Texas.

THENCE South 85°48'45" West with a South line of this tract of land, the South line of said 4.7864 acres, and the North line of said 15.43 acres a distance of 141.39 feet to a 2 inch iron pipe found for an angle corner of this tract of land, the Southwest corner of said 4.7864 acres, the Southeast corner of said 4.75 acres called Tract 2, and an angle corner of said 15.43 acres.

THENCE South 58°53'39" West with a South line of this tract of land, a South line of said 4.75 acres called Tract 2, and the North line of said 15.43 acres a distance of 55.99 feet to a 2 inch iron pipe found for a Southwest corner of this tract of land, a Southwest corner of said 4.75 acres called Tract 2, the Northwest corner of said 15.43 acres, and in the East line of 1.61 acres awarded to Mary O. Scott by deed dated March 30, 1918, and recorded in Volume 309 at Page 667 of the Deed Records of Chambers County, Texas.

THENCE North 24°30'18" West with a West line of this tract of land, a West line of said 4.75 acres called Tract 2, and the East line of said 1.61 acres a distance of 28.67 feet to a 2 inch iron pipe found leaning for an interior corner of this tract of land, an interior corner of said 4.75 acres called Tract 2, and the Northeast corner of said 1.61 acres.

THENCE South 56°50'05" West with a South line of this tract of land, the South lines of said 4.75 acres called Tract 2, the South line of said 3.75 acres called Tract 4, the North line of said 1.61 acres, and the North line of 1.61 acres awarded to Mrs. S. E. Morgan by deed dated March 30, 1918, and recorded in Volume 309 at Page 667 of the Deed Records of Chambers County, Texas, at a distance of 97.66 feet found a 1 ½ inch iron pipe on line, in all a total distance of

126.71 feet to a 2 inch iron pipe found in concrete for an interior corner of this tract of land, the Northwest corner of said Morgan 1.61 acres, and the Northeast corner of said Bryant Dyer 1.61 acres.

THENCE South 21°37'52" East with an East line of this tract of land, the East line of said Bryant Dyer 1.61 acres, and the West line of said Morgan 1.61 acres a distance of 1102.57 feet to a ½ inch iron rod set for the Southeast corner of this tract of land, the Southeast corner of said Bryant Dyer 1.61 acres, and the Southwest corner of said Morgan 1.61 acres in the North right of way line of Winfree Road, 60 foot wide right of way.

THENCE South 57°23'05" West with a South line of this tract of land, the South line of said Bryant Dyer 1.61 acres, and the North right of way line of Winfree Road a distance of 65.11 feet to a ½ inch iron rod set for the Southwest corner of this tract of land, the Southwest corner of said Bryant Dyer 1.61 acres, and the Southeast corner of 1.61 acres awarded to Kinzey Lee Fitzgerald, et al, by deed dated March 30, 1918, and recorded in Volume 309 at Page 667 of the Deed Records of Chambers County, Texas.

THENCE North 21°37'52" West with a West line of this tract of land, the West line of said Bryant Dyer 1.61 acres, and the East line of said Fitzgerald 1.61 acres a distance of 1101.93 feet to a ½ inch iron rod set for an interior corner of this tract of land, the Northwest corner of said Bryant Dyer 1.61 acres, the Northeast corner of said Fitzgerald 1.61 acres, and in the South line of said 3.75 acres called Tract 4.

THENCE South 56°50'05" West with a South line of this tract of land, the South line of said 3.75 acres called Tract 4, the South line of said Tract "B", and the North line of said Fitzgerald 1.61 acres, at a distance of 60.92 feet found a 2 inch iron pipe on line, in all a total distance of 65.42 feet to a 1 inch iron pipe found for an angle corner of this tract of land, the Northwest corner of said Fitzgerald 1.61 acres, and a Northeast corner of part of 57.07 acres called Parcel "A" conveyed to Valero Refining Texas, L.P., by EOTT Energy Liquids, L.P., by deed recorded in Volume 669 at Page 586 of the Official Public Records of Chambers County, Texas. From this corner a capped iron rod found bears South 22°04'15" West a distance of 0.25 feet.

THENCE South 56°36'48" West with a South line of this tract of land, the South line of said Tract "B", and the North line of said part of 57.07 acres a distance of 65.24 feet to a 1 inch iron pipe found for an interior corner of this tract of land, a Northwest corner of said part of 57.07 acres, and the Northeast corner of said 1.61 acres called Tract 3.

THENCE South 21°37'52" East with an East line of this tract of land, the East line of said 1.61 acres called Tract 3, and the West line of said part of 57.07 acres a distance of 1100.39 feet to a ½ inch iron rod set for the Southeast corner of this tract of land, the Southeast corner of said 1.61 acres called Tract 3, and a Southwest corner of said part of 57.07 acres in the North line of said Winfree Road.

THENCE South 57°23'01" West with a South line of this tract of land, the South line of said 1.61 acres called Tract 3, and the North right of way line of Winfree Road, at a distance of 38.91 feet found a concrete monument on line, in all a total distance of 65.11 feet to a 5/8 inch iron rod inside a 1 inch iron pipe found for a Southwest corner of this tract of land, the Southwest corner of said 1.61 acres called Tract 3, and a Southeast corner of said part of 57.07 acres.

THENCE North 21°37'52" West with the West line of this tract of land, the West line of said 1.61 acres called Tract 3, and an East line of said part of 57.07 acres a distance of 1099.50 feet to a concrete monument found broken for a Northwest corner of this tract of land, the Northwest corner of said 1.61 acres called Tract 3, and an interior corner of said part of 57.07 acres.

THENCE North 56°36'48" East with a North line of this tract of land, the North line of said 1.61 acres called Tract 3, and a South line of said part of 57.07 acres, a distance of 2.95 feet to a

concrete monument found broken for a Southwest corner of this tract of land, the Southwest corner of said Tract "B", and a Southeast corner of said part of 57.07 acres.

THENCE North 21°45'25" West with a West line of this tract of land, the West line of said Tract "B", and an East line of said part of 57.07 acres a distance of 25.39 feet to a concrete monument found for an interior corner of this tract of land, the Northwest corner of said Tract "B", and an interior corner of said part of 57.07 acres.

THENCE North 41°14'12" East with a North line of this tract of land, the North line of said Tract "B", and a South line of said part of 57.07 acres a distance of 145.20 feet to a concrete monument found for an interior corner of this tract of land, the Northeast corner of said Tract "B", a Southeast corner of said part of 57.07 acres, and in the West line of said residue of 10 acres.

THENCE North 21°45'25" West with a West line of this tract of land, the West line of said residue of 10 acres, and an East line of said part of 57.07 acres a distance of 1507.93 feet found a concrete monument broken for an interior corner of this tract of land, the Southeast corner of said Tract "A", and a Northeast corner of said part of 57.07 acres at the South line of Fitzgerald Road, 60 foot wide right of way.

THENCE South 56°54'44" West with a South line of this tract of land, the South line of said Tract "A", the South right of way line of Fitzgerald Road, a North line of said part of 57.07 acres a distance of 25.00 feet to a ½ inch iron rod set for a Southwest corner of this tract of land, the Southwest corner of said Tract "A", and an interior corner of said part of 57.07 acres.

THENCE North 31°09'25" West with a West line of this tract of land, the West line of said Tract "A", and an East line of said part of 57.07 acres a distance of 30.01 feet to a ½ inch iron rod set for a Northwest corner of this tract of land, the Northwest corner of said Tract "A", and a Northeast corner of said part of 57.07 acres.

THENCE North 68°54'44" East with a North line of this tract of land, the North line of said Tract "A", the North line of said residue of 10 acres, and the South line of 47.37 acres called Parcel "B" conveyed to Valero Refining Texas, L.P., by EOTT Energy Liquids, L.P., by deed recorded in Volume 669 at Page 586 of the Official Public Records of Chambers County, Texas, at a distance of 28.90 feet found an aluminum disc on line, at a distance of 30.00 feet found a 3 inch iron pipe for the Northeast corner of said Tract "A", the Northwest corner of said residue of 10 acres, and the Southeast corner of said 47.37 acres, in all a total distance of 196.37 feet to a 5/8 inch iron rod found for an angle corner of this tract of land, an angle corner of said residue of 10 acres, and an angle corner of said 47.37 acres.

THENCE North 87°04'28" East with a North line of this tract of land, a North lines of said residue of 10 acres, 3.75 acres called Tract 4, 4.75 acres called Tract 2, 4.7864 acres, the South line of said 47.37 acres, and the South line of a 0.34 of an acre tract of land conveyed in Lease Agreement from Mary O. Scott, et vir, to Magnolia Pipe Line Company by instrument dated April 20, 1956, and recorded in Volume 177 at Page 633 of the Deed Records of Chambers County, Texas, at a distance of 386.82 feet found a 1 ½ inch iron pipe in concrete for the Northeast corner of said residue of 10 acres, and the Northwest corner of said 3.75 acres called Tract 4, in all a total distance of 801.61 feet to a ½ inch iron rod set for the Northeast corner of this tract of land, the Northeast corner of said 4.7864 acres, and the Northwest corner of said Fitzgerald 4.75 acres.

THENCE South 02°36'15" East with an East line of this tract of land, the East line of said 4.7864 acres, and the West line of said Fitzgerald 4.75 acres a distance of 1470.80 feet to the PLACE OF BEGINNING, containing within said boundaries 27.92 acres of land, more or less.

END OF EXHIBIT "A"

EXHIBIT "B"

1. Pipeline right of way dated July 12, 1965, recorded in Volume 265, Page 509 of the Deed Records of Chambers County, Texas, from Louise E. Eckman, et al to Sinclair Pipe Line Company. (Home Tract 7)
2. Pipeline right of way dated August 10, 1965, recorded in Volume 266, Page 267 of the Deed Records of Chambers County, Texas, from Lawson H. Davis, et al to Sinclair Pipe Line Company. (Home Tract 6)
3. Pipeline right of way dated September 24, 1965, recorded in Volume 268, Page 248 of the Deed Records of Chambers County, Texas, from Elda Fitzgerald to Sinclair Pipe Line Company. (Home Tract 11)
4. Pipeline right of way dated September 24, 1965, recorded in Volume 268, Page 359 of the Deed Records of Chambers County, Texas, from Mildred Somers, et al to Sinclair Pipe Line Company. (Home Tract 8)
5. Easement dated November 17, 1965, recorded in Volume 270, Page 259 of the Deed Records of Chambers County, Texas, from Willard Alvester Leavens to Houston Lighting and Power Company. (Home Tract 5)
6. Easement dated February 4, 1976, recorded in Volume 380, Page 721 of the Deed Records of Chambers County, Texas, from Charles D. Dyer to Houston Lighting and Power Company. (Home Tract 7)
7. Easement dated February 4, 1976, recorded in Volume 380, Page 725 of the Deed Records of Chambers County, Texas, from Mary Beth Dyer to Houston Lighting and Power Company. (Home Tract 11)
8. Terms, conditions and stipulations contained in that certain Agreement dated December 17, 1979 regarding the placement and width of underground storage wells, as described in Memorandum recorded in Volume 446, Page 312 of the Deed Records of Chambers County, Texas, by and between Tenneco Oil Company and Charles Dyer and Mary Beth Dyer. (Home Tracts 6, 7 and 11 and Oil Tracts 3 and 6)
9. Pipeline right of way dated December 17, 1979, recorded in Volume 455, Page 156 of the Deed Records of Chambers County, Texas, from Tenneco Oil Company to Charles Dyer. (Home Tract 8)
10. Pipeline right of way dated March 23, 1981, recorded in Volume 476, Page 27 of the Deed Records of Chambers County, Texas, from Charles D. Dyer, et ux to Matador Pipeline, Inc. (Home Tracts 8 and 11 and Oil Tract 3)
11. Pipeline right of way dated March 18, 1992, recorded in Volume 170, Page 896 of the Official Public Records of Chambers County, Texas, from Charles D. Dyer, et ux to Koch Pipelines, Inc., as amended by instrument dated April 15, 1993, recorded in Volume 205, Page 122 of the Official Public Records of Chambers County, Texas. (Home Tracts 7, 8 and 11 and Oil Tract 3)
12. Pipeline right of way dated March 19, 1992, recorded in Volume 170, Page 889 of the Official Public Records of Chambers County, Texas, from Charles D. Dyer et ux to Koch Pipelines, Inc. (Home Tract 7)

13. Pipeline easement rights conveyed in Gift Deed dated December 5, 1996, recorded in Volume 325, Page 245 of the Official Public Records of Chambers County, Texas, from Charles D. Dyer, et ux to Bryant Dyer and Julie Dyer Eades and reconveyed to Charles D. Dyer and Mary E. Dyer by Gift Deed dated June 15, 1999, recorded in Volume 453, Page 228 of the Official Public Records of Chambers County, Texas.
14. Royalty interests in and to all oil, gas and other minerals conveyed in Deed dated June 19, 1958, recorded in Volume 202, Page 218 of the Deed Records of Chambers County, Texas, from Elda Fitzgerald to Mildred Somers, et al.
15. All oil, gas and other minerals from an undivided interest in subject property reserved by conveyance of the Surface Estate Only in Deed dated May 28, 1973, recorded in Volume 348, Page 283 of the Deed Records of Chambers County, Texas, from Joe M. Davis, et al to Charles D. Dyer. (Oil Tract 6 and Home Tract 6)
16. All oil royalties from an undivided interest in subject property reserved in Deed dated June 20, 1975, recorded in Volume 369, Page 778 of the Deed Records of Chambers County, Texas, from Clyde V. Hornback, et al to Charles D. Dyer. (Oil Tract 6 and Home Tract 6)
17. All oil, gas and other minerals, together with the right of ingress and egress for the purpose of exploring for and developing same, reserved in Deed dated September 25, 1975, recorded in Volume 374, Page 477 of the Deed Records of Chambers County, Texas, from Elda Fitzgerald to Mary Beth Dyer. (Home Tract 11)
18. All oil, gas and other minerals, including salt, together with the right of ingress and egress for the purpose of exploring for and developing same, conveyed in Gift Deed dated December 5, 1996, recorded in Volume 325, Page 245 of the Official Public Records of Chambers County, Texas, from Charles D. Dyer, et ux to Bryant Dyer and Julie Dyer Eades, and reconveyed to Charles D. Dyer and Mary E. Dyer by Gift Deed dated June 15, 1999, recorded in Volume 453, Page 228 of the Official Public Records of Chambers County, Texas.
19. All oil, gas and other minerals in, under and that may be produced from subject property reserved in Deed dated December 28, 2006, recorded in Volume 923, Page 706 of the Official Public Records of Chambers County, Texas, from Charles D. Dyer, et ux to B-J Dyer Family Limited Partnership. (Home Tracts 6, 7 and 11 and Oil Tract 6)
20. Subject to the terms, conditions and stipulations contained in any valid and existing oil, gas and/or minerals lease affecting subject property, any ratifications or renewals thereof, any oil or gas units designated under the terms thereof, and/or the rights of all parties thereto and thereunder, including but not limited to those certain oil, gas and mineral leases recorded in Volume 16, Page 177, Volume 21, Page 291, Volume 30, Page 625, Volume 553, Pages 7, 11, 15, 19 and 23 and Volume 561, Pages 293, 297, 301, 305 and 309, all of the Deed Records of Chambers County, Texas, and in Volume 89, Page 290 of the Official Public Records of Chambers County, Texas.

END OF EXHIBIT "B"

FITZGERALD PROPERTY ACQUISITION

{937521;}

OFFICIAL PUBLIC RECORDS
CHAMBERS COUNTY, TEXAS
Heather H. Hawthorne, County Clerk

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

SPECIAL WARRANTY DEED

Date: April 29, 2008

Grantor: PHILIP R. FITZGERALD; FRANK H. FITZGERALD; BRYAN LEE FITZGERALD; and BARBARA FITZGERALD O'TOOLE

Grantor's Mailing Address:

PHILIP R. FITZGERALD
P. O. BOX 109467
HOUSTON, TEXAS 77224

FRANK H. FITZGERALD
12602 LAUREN LANE
MONTGOMERY, TEXAS 77356

BRYAN LEE FITZGERALD
5610 RUMMELL ROAD
LITTLE ROCK ARKANSAS 77356

BARBARA FITZGERALD O'TOOLE
2804 MID LANE
HOUSTON, TEXAS 77017

Grantee: ONEOK Mont Belvieu Storage Company, L.L.C., a Delaware limited liability company

Grantee's Mailing Address:

ONEOK Mont Belvieu Storage Company, L.L.C.
801 GAGE
TOPEKA, KANSAS

Consideration:

TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged.

Special Warranty Deed
Philip R. Fitzgerald et al to
ONEOK Mont Belvieu Storage Company LLC

Page 1 of 1

2008 36341

Property (including any improvements):

Those two (2) certain tracts or parcels of land situated in the HENRY GRIFFITH LEAGUE, Abstract No. 12, Chambers County, Texas, and being Lot 4C commonly known as OIL TRACT NO. 4 and Lot 4D, commonly known as HOME TRACT NO. 4 as set aside to Kinzie Lee Fitzgerald and W. L. Fitzgerald, Jr, as heirs of Myrtle R. Fitzgerald in Report of Commissioners entered in Cause No. 167 in the District Court of Chambers County, Texas, styled "T. S. Fitzgerald vs. F. M. Fitzgerald, et al". Said tracts or parcels of land being more particularly described by metes and bounds as follows, to-wit:

OIL TRACT NO. 4: BEGINNING at the South corner of Oil Tract No. 3;

THENCE North 18° 36' West along the line between Tracts 3 and 4, 306 varas to the South line of Home Tract No. 7;

THENCE South 60° 20' West along the South line of said Home Tract No. 7, 23.44 varas;

THENCE South 18° 36' East 306 varas to the South line of said Fitzgerald lands;

THENCE North 60° 20' East 23.44 varas to the PLACE OF BEGINNING, containing 1.61 acres of land, more or less.

HOME TRACT NO. 4: BEGINNING at the Westerly corner of Home Tract No. 3;

THENCE North 00° 40' East along the line between Tracts 3 and 4, 527.6 varas to the South line of Prairie Tract No. 1;

THENCE West 61 varas;

THENCE South 00° 40' West 528.4 varas;

THENCE North 89° 08' East 61 varas to the PLACE OF BEGINNING, containing 4.75 acres of land, more or less.

Reservations from Conveyance:

For Grantor and Grantor's heirs, successors, and assigns forever, a reservation of all oil, gas, and other minerals in and under and that may be produced from the Property. If the mineral estate is subject to existing production or an existing lease, this reservation includes the production, the lease, and all benefits from it.

Grantor waives and conveys to Grantee the right of ingress and egress to and from the surface of the Property relating to the portion of the mineral estate owned by Grantor.

*Special Warranty Deed
Phillip R. Fitzgerald et al to
ONEOK Smart Bakken Storage Company LLC*

Page 2 of 5

Nothing herein, however, restricts or prohibits the pooling or unitization of the portion of the mineral estate owned by Grantor with land other than the Property; or the exploration or production of the oil, gas, and other minerals by means of wells that are drilled or mines that open on land other than the Property but enter or bottom under the Property, provided that these operations in no manner interfere with the surface or subsurface support of any improvements constructed or to be constructed on the Property.

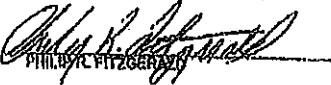
Exceptions to Conveyance and Warranty:

Validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing instruments, other than conveyances of the surface fee estate, that affect the Property; and taxes for 2008, which Grantee assumes and agrees to pay, and subsequent assessments for that and prior years due to change in land usage, ownership, or both, the payment of which Grantee assumes.

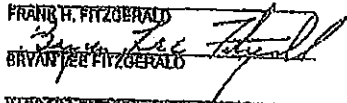
Grantor, for the Consideration and subject to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty, grants, sells, and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's heirs, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs and successors to warrant and forever defend all and singular the Property to Grantee and Grantee's heirs, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof when the claim is by, through, or under Grantor but not otherwise, except as to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty.

Grantor grants and conveys the Property to Grantee as separate property.

When the context requires, singular nouns and pronouns include the plural.


PHILIP H. FITZGERALD

FRANK H. FITZGERALD


BRYAN LEE FITZGERALD

BARBARA FITZGERALD OTOOLE

Special Warranty Deed
Filed & Recorded at the
CLERK'S Office of the County Clerk

Page 3 of 5

Nothing herein, however, restricts or prohibits the pooling or utilization of the portion of the mineral estate owned by Grantor with land other than the Property; or the exploration or production of the oil, gas, and other minerals by means of wells that are drilled or mines that open on land other than the Property but enter or bottom under the Property, provided that these operations in no manner interfere with the surface or subsurface support of any improvements constructed or to be constructed on the Property.

Exceptions to Conveyance and Warranty:

Validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing instruments, other than conveyances of the surface fee estate, that affect the Property; and taxes for 2008, which Grantee assumes and agrees to pay, and subsequent assessments for that and prior years due to change in land usage, ownership, or both, the payment of which Grantee assumes.

Grantor, for the Consideration and subject to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty, grants, sells, and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's heirs, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs and successors to warrant and forever defend all and singular the Property to Grantee and Grantee's heirs, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof when the claim is by, through, or under Grantor but not otherwise, except as to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty.

Grantor grants and conveys the Property to Grantee as separate property.

When the context requires, singular nouns and pronouns include the plural.

PHILIP R. FITZGERALD

FRANK H. FITZGERALD

BRYAN LEE FITZGERALD

Barbara Fitzgerald O'Toole

BARBARA FITZGERALD O'TOOLE

Special Warranty Deed
Philip R. Fitzgerald et al to
ONEOK Mont Belvieu Storage Company LLC

Nothing herein, however, restricts or prohibits the pooling or utilization of the portion of the mineral estate owned by Grantor with land other than the Property; or the exploration or production of the oil, gas, and other minerals by means of wells that are drilled or mines that open on land other than the Property but enter or bottom under the Property, provided that these operations in no manner interfere with the surface or subsurface support of any improvements constructed or to be constructed on the Property.

Exceptions to Conveyance and Warranty:

Validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing instruments, other than conveyances of the surface fee estate, that affect the Property; and taxes for 2000, which Grantee assumes and agrees to pay; and subsequent easements for that and prior years due to change in land usage, ownership, or both, the payment of which Grantee assumes.

Grantor, for the Consideration and subject to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty, grants, sells, and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's heirs, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs and successors to warrant and forever defend all and singular the Property to Grantee and Grantee's heirs, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof when the claim is by, through, or under Grantor but not otherwise, except as to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty.

Grantor grants and conveys the Property to Grantee as separate property

When the context requires, singular nouns and pronouns include the plural

PHILIP R. FITZGERALD

Frank H. Fitzgerald
FRANK H. FITZGERALD

BRYAN LEE FITZGERALD

BARBARA FITZGERALD OTOOLE

Special Warranty Deed
Philip R. Fitzgerald et al
OTDA Hard Surface Storage Company LLC

Page 1 of 1

STATE OF TEXAS)
COUNTY OF Chambers)

This instrument was acknowledged before me on April 29
2008, by PHILIP R. FITZGERALD.

Darlene Bennett
Notary Public, State of Texas
My commission expires: April 29, 2010
DARLENE BENNETT
NOTARY PUBLIC
STATE OF TEXAS
MY COM. EXPIRES 04-29-2010

STATE OF TEXAS)
COUNTY OF _____)

This instrument was acknowledged before me on _____
2008, by FRANK H. FITZGERALD.

Notary Public, State of Texas
My commission expires: _____

STATE OF ARKANSAS)
COUNTY OF Pulaski)

This instrument was acknowledged before me on April 28
2008, by BRYAN LEE FITZGERALD.

JOY JONES
NOTARY PUBLIC
PULASKI COUNTY
My Comm. Exp. 04-20-10

Joy Jones
Notary Public, State of Arkansas
My commission expires: 4-29-2010

Special Warranty Deed
Filed in Public Records
OVERSEA First Builders Group Company LLC

STATE OF TEXAS)
COUNTY OF _____)

This instrument was acknowledged before me on _____
2000, by PHILIP R. FITZGERALD.

Notary Public, State of Texas
My commission expires: _____

STATE OF TEXAS)
COUNTY OF HARRIS)

This instrument was acknowledged before me on 18 Apr. L
2000, by FRANK J. FITZGERALD.



Margaret Callahan
Notary Public, State of Texas
My commission expires: 8/12/2000

STATE OF ARKANSAS)
COUNTY OF _____)

This instrument was acknowledged before me on _____
2000, by BRYAN LEE FITZGERALD.

Notary Public, State of ARKANSAS
My commission expires: _____

Special Warranty Deed
Philip R. Fitzgerald et al to
ONZOK Home Builders Company LLC

Page 1 of 1

STATE OF ~~ARKANSAS~~ ^{TEXAS})
COUNTY OF Harris)

This instrument was acknowledged before me on April 28, 2008
2008, by BARBARA FITZGERALD O'TOOLE.



Tommy Welch
Notary Public, State of Texas
My commission expires: July 6, 2011

PREPARED IN THE OFFICE OF:
JOE F. SANDLIN
P. O. BOX 666
707 WILLCOX
ANAHUAC, TEXAS 77814
Tel: (409) 287-3793
Fax: (409) 287-3792

AFTER RECORDING RETURN TO:
ONEOK Mont Belvieu Storage Company, L.L.C
601 GAGE
TOPEKA, KANSAS

Special Warranty Deed
Philip R. Fitzgerald et al to
ONEOK Mont Belvieu Storage Company LLC

KOCH PROPERTY DESCRIPTION

(Odell property)

(Less and except property conveyed by ONEOK to Placid*)

Plus

PROPERTY CONVEYED BY PLACID AS PART OF SWAP

(*Note - The deed covering the conveyance from ONEOK to Placid may not have been recorded)

VALERO ACQUISITION 2006

{937521;}

October 1, 1997

METES AND BOUNDS DESCRIPTION
OF AN 11.715 ACRE TRACT SITUATED IN THE
HENRY GRIFFITH LEAGUE, ABSTRACT 12
CHAMBERS COUNTY, TEXAS

A Metes and Bounds description of an 11.715 acre tract out of a call 30 acre tract as recorded in Volume 53, Page 258, Chambers County Deed Records (C.C.D.R.), said 11.715 acre tract being situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, and being more particularly described as follows:

All bearings are based on the Texas Coordinate System, South Central Zone.

BEGINNING at a 3/4" iron pipe found for the Southwest corner of the herein described 11.715 acre tract, said "POINT OF BEGINNING" being the point of intersection of the Westerly line of said 30 acre tract with the West ROW line of State Highway 146 (120' wide);

THENCE, along the Westerly line of said 30 acre tract, North 33°26'17" West, 1226.79 feet to a 1/2" iron rod (bent) found for corner, said corner being the Southwest corner of a call 5.859 acre tract conveyed to Koch Pipeline as recorded in Volume 93-213, Page 708, Official Public Records of Chambers County;

THENCE, along the South line of said 5.859 acre tract, North 56°19'06" East, 573.61 feet to a 1/2" iron rod found for corner in the Easterly line of said 30 acre tract, said corner being the Southeast corner of said 5.859 acre tract;

THENCE, along said East line, South 33°29'26" East, 551.42 feet to a 5/8" iron rod set for the Southeast corner of the herein described tract, said Southeast corner being the most Southerly corner of a call 9.149 acre tract conveyed to Placid Refining as recorded in Volume 423, Page 237, C.C.D.R., said corner being in the West ROW line of State Highway 146;

THENCE, along said West ROW line, South 06°49'36" West, 888.27 feet to the POINT OF BEGINNING and containing 11.715 acres of land.
(Plat Attached.)

Lucien C. Schaffer Jr. 10-2-97
Lucien C. Schaffer Jr. RPLS 4803



koeh\89611ac.m&b

October 1, 1997

METES AND BOUNDS DESCRIPTION
OF AN 6.149 ACRE TRACT SITUATED IN THE
HENRY GRIFFITH LEAGUE, ABSTRACT 12
CHAMBERS COUNTY, TEXAS

A Metes and Bounds description of an 6.149 acre tract out of a call 30 acre tract as recorded in Volume 53, Page 258, Chambers County Deed Records (C.C.D.R.), said 6.149 acre tract being situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, and being more particularly described as follows:

All bearings are based on the Texas Coordinate System, South Central Zone.

BEGINNING at a 3/4" iron rod found for the Northeast corner of the herein described 6.149 acre tract, said "POINT OF BEGINNING" being the point of intersection of the Easterly line of said 30 acre tract with the East ROW line of State Highway 146 (120' wide);

THENCE, along the Easterly line of said 30 acre tract, South 33°29'26" East, 539.32 feet (called 544.94 feet) to a 5/8" iron rod set for corner, said corner being the South corner of a call 3.743 acre tract conveyed to Placid Refining as recorded in Volume 423, Page 237, C.C.D.R., said corner being in the West ROW line of Old Dayton-Barber's Hill Road;

THENCE, along the West ROW line of Old Dayton-Barber's Hill Road, South 07°44'41" East, 492.90 feet to a 5/8" iron rod set for corner, said corner being the calculated Northeast corner of a call 3.804 acre tract conveyed to Robert N Herrington as recorded in Volume 90-117, Page 34, Official Public Records of Chambers County;

THENCE, along the North line of said 3.804 acre tract, North 83°12'21" West, at 4.20 feet pass a found 3/8" iron rod, and continuing for a total distance of 472.96 feet (called 468.01 feet) to a 5/8" iron rod found for the Northwest corner of said 3.804 acre tract, said corner being in the East ROW line of State Highway 146;

THENCE, along said East ROW line, North 06°49'36" East, 888.53 feet to the POINT OF BEGINNING and containing 6.149 acres of land.
(Plat Attached.)

Lucien C. Schaffer Jr. 10-2-97
Lucien C. Schaffer, Jr. RPLS 4803



koch\8966ac.m&b

SSC

Leos & Except this tract
STANGER SURVEYING CANTON LLC

581 S. TRADE DAYS BLVD.
CANTON, TEXAS 75103

PH: 903-567-5680

FAX: 903-567-6861

**HENRY GRIFFITH LEAGUE, ABSTRACT NO. 12
CHAMBERS COUNTY, TEXAS**

METES AND BOUNDS DESCRIPTION FOR 0.344 OF AN ACRE OF LAND

BEING 0.344 of an acre of land situated in the Henry Griffith League, Abstract No. 12, Chambers County, Texas, and being a part of that certain called 5.859 acre tract described in a Special Warranty Deed, dated July 1, 2005, from Koch Pipeline Company, L.P. to KPL NGL Pipeline, L.P., recorded in 05 790 671 of the Official Public Records of Chambers County, Texas. Said 0.344 of an acre of land being more particularly described as follows:

BEGINNING at a crimped 2 inch iron pipe (found) for corner at the North corner of the above referenced 5.859 acre tract, at the West corner of that certain called 9.149 acre tract (Tract No. 1) described in a Warranty Deed from Vantage Realty Company, Trustee, to Placid Refining Company, recorded in Volume 423, Page 237 of the Deed Records of Chambers County, Texas, in the Southeast line of that certain called 376.764 acre (Tract No. 4) described in said Warranty Deed to Placid Refining Company (Vol. 423, Pg. 237), and being located in the recognized Northwest line of the Henry Griffith League, Abstract No. 12;

THENCE: South 33 deg. 27 min. 08 sec. East, with the Northeast line of said 5.859 acre tract and with the Southwest line of said 9.149 acre tract, a distance of 214.80 feet to a point for corner in the existing edge of water (as of November 2, 2007) on the North side of the Coastal Industrial Water Authority Canal, from which a 1/2 inch iron rod (set) for reference bears North 33 deg. 27 min. 08 sec. West, a distance of 10.03 feet;

THENCE: in a Northwesterly direction, over and across said 5.859 acre tract, and with the existing edge of water (as of November 2, 2007) on the North side of said canal, as follows:

North 64 deg. 31 min. 50 sec. West, a distance of 8.61 feet to a point for corner;

North 66 deg. 26 min. 04 sec. West, a distance of 49.70 feet to a point for corner;

North 66 deg. 16 min. 52 sec. West, a distance of 54.86 feet to a point for corner;

North 65 deg. 43 min. 24 sec. West, a distance of 52.13 feet to a point for corner;

North 68 deg. 36 min. 41 sec. West, a distance of 50.77 feet to a point for corner;

North 73 deg. 39 min. 15 sec. West, a distance of 40.24 feet to a point for corner;

and

North 82 deg. 59 min. 38 sec. West, a distance of 4.10 feet to a point for corner in the Northwest line of said 5.859 acre tract, in the Southeast line of the above mentioned 376.764 acre tract, and being located in the recognized Northwest line of the Henry Griffith League, Abstract No. 12;

THENCE: North 56 deg. 17 min. 50 sec. East, with the Northwest line of said 5.859 acre tract, with the Southeast line of said 376.764 acre tract, and with the recognized Northwest line of the Henry Griffith League, a distance of 147.41 feet back to the **PLACE OF BEGINNING** and containing 0.344 of an acre of land.

I, Mark D. Bryant, Sr., Registered Professional Land Surveyor, do hereby certify that the above description was prepared from an actual survey made on the ground under my direction and supervision during the month of November, 2007.

A red plastic cap stamped "Stanger" was placed on the above described 1/2 inch iron rods (set). Bearings are based on the record bearing of "S 06°49'36" W" along the monumented East line of that certain called 11.715 acre tract described in 02 535 347 of the Official Public Records of Chambers County, Texas. Reference made to Plat of Survey prepared even date (C07214).

GIVEN UNDER MY HAND AND SEAL, this the 5th day of November, 2007.

Mark D. Bryant, Sr.

Mark D. Bryant, Sr.,
Registered Professional Land Surveyor
State of Texas No. 4360

Job No.: C07214

Survey Completed: 11-02-2007



*Property Acquired
from Placid*

SSC

STANGER SURVEYING CANTON LLC

581 S. TRADE DAYS BLVD.
CANTON, TEXAS 75103

PH: 903-567-5680

FAX: 903-567-6861

HENRY GRIFFITH LEAGUE, ABSTRACT NO. 12
CHAMBERS COUNTY, TEXAS

METES AND BOUNDS DESCRIPTION FOR 1.740 ACRES OF LAND

BEING 1.740 acres of land situated in the Henry Griffith League, Abstract No. 12, Chambers County, Texas, and being a part of that certain called 9.149 acre tract (Tract No. 1) described in a Warranty Deed, dated September 19, 1978, from Vantage Realty Company, Trustee, to Placid Refining Company, recorded in Volume 423, Page 237 of the Deed Records of Chambers County, Texas. Said 1.740 acres of land being more particularly described as follows:

COMMENCING at a crimped 2 inch iron pipe (found) for corner at the West corner of the above referenced 9.149 acre tract, in the Southeast line of that certain called 376.764 acre (Tract No. 4) described in the above referenced Warranty Deed to Placid Refining Company (Vol. 423, Pg. 237), at the North corner of that certain called 5.859 acre tract described in a Special Warranty Deed from Koch Pipeline Company, L.P. to KPL NGL Pipeline, L.P., recorded in 05 790 671 of the Official Public Records of Chambers County, Texas, and being located in the recognized Northwest line of the Henry Griffith League, Abstract No. 12;

THENCE: South 33 deg. 27 min. 08 sec. East, with the Southwest line of said 9.149 acre tract and with the Northeast line of said 5.859 acre tract, a distance of 345.01 feet to a point for corner at the PLACE OF BEGINNING of the hereinafter described 1.740 acre tract and being located in the existing edge of water (as of November 2, 2007) on the South side of the Coastal Industrial Water Authority Canal, from which a 1/2 inch iron rod (set) for reference bears South 33 deg. 27 min. 08 sec. East, a distance of 11.16 feet;

THENCE: in a Southeasterly direction, over and across said 9.149 acre tract and with the existing edge of water (as of November 2, 2007) on the South side of said canal, as follows:

South 65 deg. 08 min. 50 sec. East, a distance of 5.67 feet to a point for corner;

South 63 deg. 59 min. 25 sec. East, a distance of 63.42 feet to a point for corner;

South 65 deg. 16 min. 20 sec. East, a distance of 76.08 feet to a point for corner;

South 65 deg. 49 min. 12 sec. East, a distance of 101.06 feet to a point for corner;

South 65 deg. 48 min. 04 sec. East, a distance of 69.08 feet to a point for corner;

South 69 deg. 25 min. 27 sec. East, a distance of 27.89 feet to a point for corner;

South 63 deg. 15 min. 15 sec. East, a distance of 20.33 feet to a point for corner;

and

South 64 deg. 42 min. 54 sec. East, a distance of 21.94 feet to a point for corner;

THENCE: South 24 deg. 17 min. 48 sec. West, at 1.55 feet entering the concrete wall on the Southwest end of a flood gate, continuing along the outside face of said wall, in all a total distance of 2.11 feet to a point for corner;

THENCE: South 65 deg. 42 min. 12 sec. East, along the outside face of the concrete wall on the South side of said flood gate, at 26.12 feet leaving said wall, continuing in all a total distance of 57.30 feet to a 1/2 inch iron rod (set) for corner in the East line of said 9.149 acre tract and being located in the West right-of-way line of State Highway No. 146 (a 120' right-of-way at this location);

THENCE: South 06 deg. 49 min. 36 sec. West, with the East line of said 9.149 acre tract and with the West right-of-way line of State Highway No. 146, a distance of 360.47 feet to a 5/8 inch iron rod (found) for corner at the most Southerly corner of said 9.149 acre tract and being located at the most Easterly Northeast corner of that certain called 11.715 acre tract described in a Special Warranty Deed from Koch Hydrocarbon Company to Koch Pipeline Company, L.P., recorded in 02 535 347 of the Official Public Records of Chambers County, Texas;

THENCE: North 33 deg. 27 min. 08 sec. West, with the Southwest line of said 9.149 acre tract, with the Northeast line of said 11.715 acre tract, and with the Northeast line of the above mentioned 5.859 acre tract, a distance of 651.37 feet back to the PLACE OF BEGINNING and containing 1.740 acres of land.

I, Mark D. Bryant, Sr., Registered Professional Land Surveyor, do hereby certify that the above description was prepared from an actual survey made on the ground under my direction and supervision during the month of November, 2007.

A red plastic cap stamped "Stanger" was placed on the above described 1/2 inch iron rods (set).

Bearings are based on the record bearing of "S 06°49'36" W" along the monumented East line of the above mentioned 11.715 acre tract recorded in 02 535 347 of the Official Public Records of Chambers County, Texas;

Reference made to Plat of Survey prepared even date (C07214).

GIVEN UNDER MY HAND AND SEAL, this the 5th day of November, 2007.

Mark D. Bryant, Sr.

Mark D. Bryant, Sr.,
Registered Professional Land Surveyor
State of Texas No. 4360

Job No.: C07214

Survey Completed: 11-02-2007



C. C. P. WELCH SURVEY

ABSTRACT NO. 400
CALL: 376.764 AC. (TRACT NO. 4)
PLACED REFINING COMPANY
VOL. 423, PG. 237

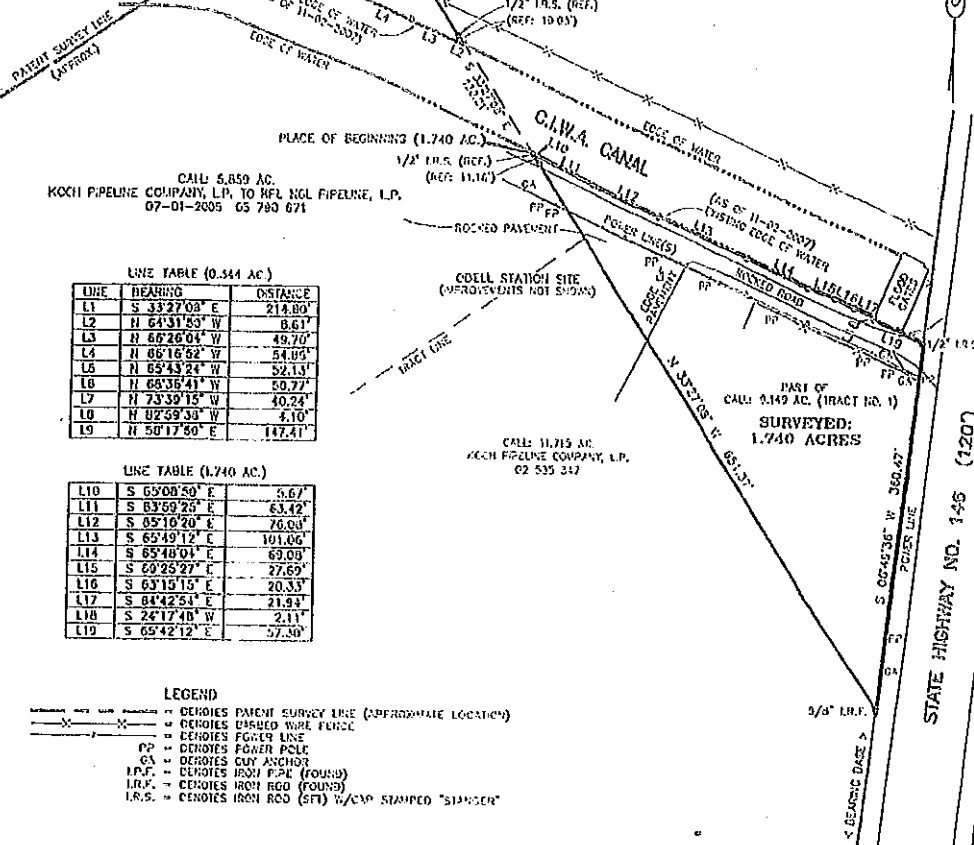
1/2" I.R.S. (REF.)
(REF: 5.75)

PLACE OF BEGINNING (0.344 AC.)
2" I.R.F. (CHAINED)

**SURVEYED:
0.344 ACRES**

HENRY GRIFFITH LEAGUE
ABSTRACT NO. 12

CALL: 9.149 AC. (TRACT NO. 1)
WANTAGE REALTY COMPANY, TRUSTEE, TO PLACED REFINING COMPANY
69-19-1978 VOL. 423, PG. 237



LINE TABLE (0.344 AC.)

LINE	BEARING	DISTANCE
L1	S 33°27'08\" E	214.80'
L2	N 64°31'23\" W	8.51'
L3	N 66°26'04\" W	49.70'
L4	N 66°16'52\" W	54.00'
L5	N 65°43'24\" W	52.13'
L6	N 66°35'41\" W	50.77'
L7	N 73°30'15\" W	40.24'
L8	N 82°59'39\" W	4.10'
L9	N 50°17'50\" E	147.41'

LINE TABLE (1.740 AC.)

L10	S 65°00'20\" E	5.67'
L11	S 63°59'25\" E	63.42'
L12	S 65°10'20\" E	76.00'
L13	S 65°49'12\" E	101.06'
L14	S 65°48'01\" E	69.00'
L15	S 60°25'27\" E	27.69'
L16	S 63°15'15\" E	20.33'
L17	S 84°42'54\" E	21.94'
L18	S 26°17'40\" W	2.11'
L19	S 65°42'12\" E	57.50'

LEGEND

- X---X--- DEBOTES PARENT SURVEY LINE (APPROXIMATE LOCATION)
- X---X--- DEBOTES CHAINED WIRE FENCE
- X---X--- DEBOTES POWER LINE
- PP DEBOTES POWER POLE
- CA DEBOTES CRY ANCHOR
- I.R.F. DEBOTES IRON PIPE (ROUND)
- I.R.F. DEBOTES IRON ROD (ROUND)
- I.R.S. DEBOTES IRON ROD (SFT) W/CMV STAMPED "STANGER"

PLAT OF SURVEY SHOWING PART OF THE HENRY GRIFFITH LEAGUE, ABSTRACT NO. 12 CHAMBERS COUNTY, TEXAS SCALE: 1" = 100 FEET

THIS SURVEYOR HAS MADE NO INVESTIGATION OR INDEPENDENT SEARCH FOR EASEMENTS OF RECORD, ENCUMBRANCES, RESTRICTIVE COVENANTS, OWNERSHIP TITLE EVIDENCE, OR ANY OTHER FACTS THAT AFFECT ACCURATE AND CURRENT TITLE SEARCH MAY DISCLOSE.

IN PROVIDING THIS BOUNDARY SURVEY, NO ATTEMPT HAS BEEN MADE TO OBTAIN OR SHOW DATA CONCERNING EXISTENCE, SIZE, DEPTH, CONDITION, CAPACITY OR LOCATION OF ANY UTILITY EXISTING ON THE SITE, WHETHER PRIVATE, MUNICIPAL OR PUBLIC OWNED. SUBSURFACE AND ENVIRONMENTAL CONDITIONS WERE NOT SURVEYED OR EXAMINED OR STATEMENT IS MADE CONCERNING THE EXISTENCE OF UNDERGROUND OR OVERHEAD CONDITIONS, CONTAINERS OR FACILITIES THAT MAY AFFECT THE USE OR DEVELOPMENT OF THIS PROPERTY.

BEARINGS ARE BASED ON THE RECORD BEARING OF "S 06°49'30\" W" ALONG THE MONUMENTED EAST LINE OF THE CALLED 11.715 ACRE TRACT SHOWN HEREON, PER 02 535 347, O.P.R.C.T.

SEE METES AND BOUNDS DESCRIPTIONS PREPARED EVEN DATE.

NOTE: SUBDIVISION OF REAL ESTATE IS REGULATED BY STATE LAW AND ADDITIONAL REGULATIONS MAY ALSO APPLY FROM LOCAL CITY AND COUNTY SUBDIVISION REGULATIONS. ANY INDIVIDUAL USING THIS SURVEY SHOULD CONSULT AN ATTORNEY TO DETERMINE TO WHAT EXTENT SUBDIVISION LAWS AND REGULATIONS APPLY TO HIS USE.

I, MARK D. BRYANT, SR., REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY THIS PLAT TO REFLECT AN ACTUAL SURVEY MADE ON THE GROUND UNDER MY SUPERVISION DURING THE MONTH OF NOVEMBER, 2007.

GIVEN UNDER MY HAND & SEAL, THIS THE 5TH DAY OF NOVEMBER, 2007.

Mark D. Bryant, Sr.

MARK D. BRYANT, SR.
REGISTERED PROFESSIONAL LAND SURVEYOR
STATE OF TEXAS NO. 4360

PLAT VOID IF NOT SIGNED IN RED.

PREPARED FOR: ONEOK NGL PIPELINE, L.P.



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ALL RIGHTS RESERVED
STANGER SURVEYING CANTON LLC
CANTON, TEXAS
(NON-TRANSFERABLE)

STANGER
SURVEYING CANTON LLC

881 S. Trade Days Blvd.
Canton, Texas 75103
(903) 567-5600

SURVEY COMPLETED: 11-02-2007

FB/PO: V2 177/40 JOB NO: C07214

Nothing herein, however, restricts or prohibits the pooling or unitization of the portion of the mineral estate owned by Grantor with land other than the Property; or the exploration or production of the oil, gas, and other minerals by means of wells that are drilled or mines that open on land other than the Property but enter or bottom under the Property, provided that these operations in no manner interfere with the surface or substantial support of any improvements constructed or to be constructed on the Property.

Exceptions to Conveyance and Warranty:

Validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing instruments, other than conveyances of the surface fee estate, that affect the Property; and taxes for 2008, which Grantee assumes and agrees to pay, and subsequent assessments for that and prior years due to change in land usage, ownership, or both, the payment of which Grantee assumes.

Grantor, for the Consideration and subject to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty, grants, sells, and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's heirs, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs and successors to warrant and forever defend all and singular the Property to Grantee and Grantee's heirs, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof when the claim is by, through, or under Grantor but not otherwise, except as to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty.

Grantor grants and conveys the Property to Grantee as separate property

When the context requires, singular nouns and pronouns include the plural

PHILIP R. FITZGERALD

Philip R. Fitzgerald
FRANK H. FITZGERALD

BRYAN LEE FITZGERALD

BARBARA FITZGERALD O'TOOLE

Sealed Hereby Dated
14985, 1037, 665
OYEDK New Britain Design Company LLC

Page 1 of 1

TAB 10

Description of Existing Improvements


There are no existing improvements related to the proposed project at this site.

TAB 11

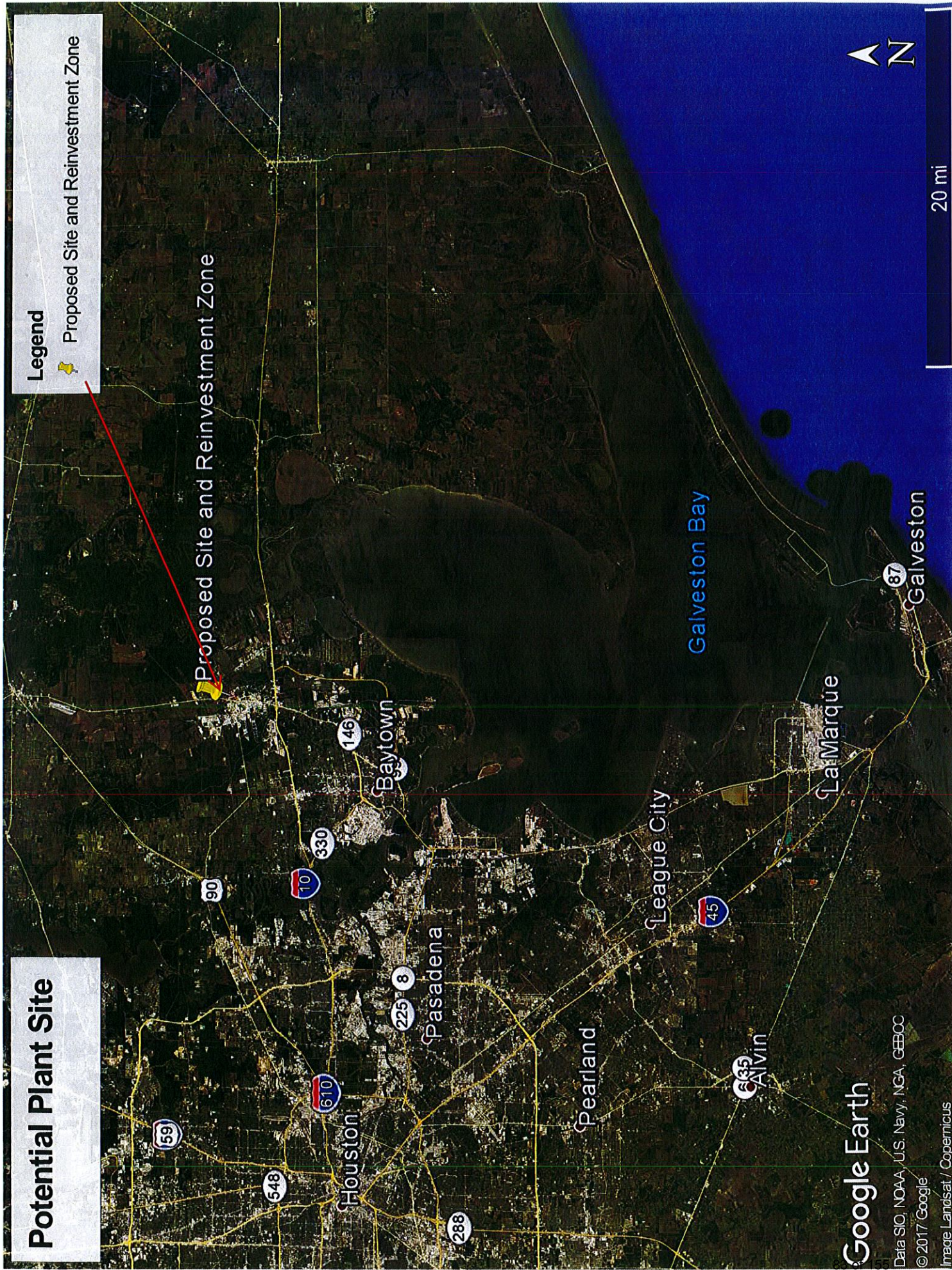
Maps

Potential Plant Site

Legend

 Proposed Site and Reinvestment Zone

Proposed Site and Reinvestment Zone



Google Earth

Data SIO, NOAA, U.S. Navy, NGA, GEBCO
© 2017 Google
Image Landsat / Copernicus



20 mi

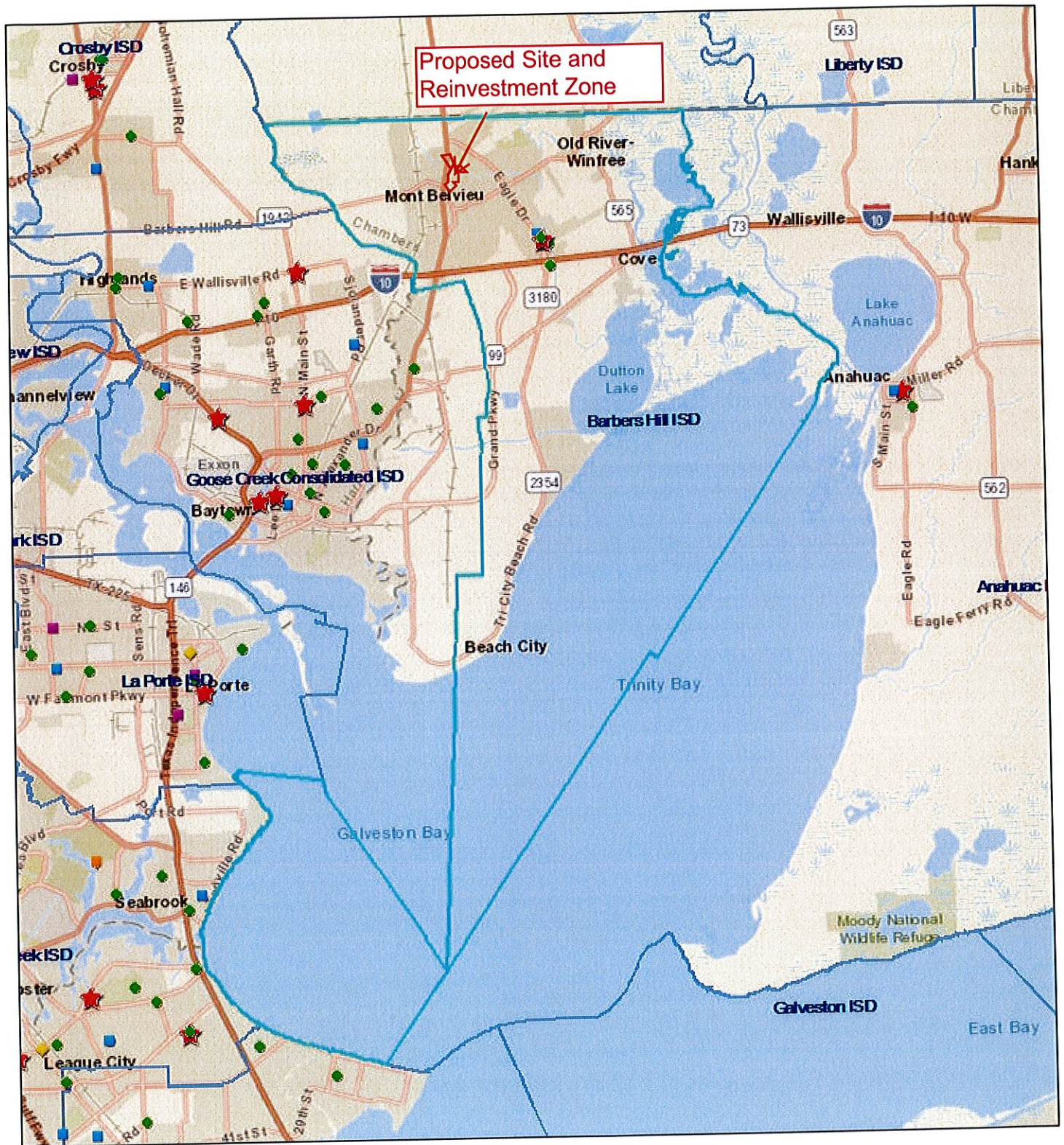
Barbers Hill ISD Map

Legend

- Barbers Hill Independent School District
- Reinvestment Zone

Reinvestment Zone Boundary
(red outline)

Barbers Hill ISD Boundary
(yellow outline)



August 11, 2017

Current_Schools

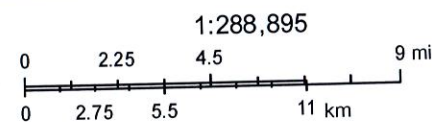
- Elementary School
- Middle School
- Junior High School
- ★ High School

◆ Academy/Charter School

■ Other Schools

Texas_Outline

Current_Districts



Sources: Esri, HERE, DeLorme, USGS, Intermap, INCREMENT P, NRCan, Esri Japan, METI, Esri China (Hong Kong), Esri Korea, Esri (Thailand), MapmyIndia, NGCC, © OpenStreetMap contributors, and the GIS User Community

Potential Plant Site

Legend

 Proposed Site and Reinvestment Zone

Proposed Site and Reinvestment Zone



1942

Crosby Barbers Hill Rd

Crosby Rd

207

Hwy 99

99

E Freeway Service Rd

10

10 Frontage

N

3 mi

Google Earth

© 2017 Google



Reinvestment Zone

Legend

Reinvestment Zone 336



Reinvestment Zone
Boundary (red outline)

Proposed Project Location
(yellow boundary)

Fitzgerald Rd

Google Earth

© 2017 Google

2000 ft



TAB 12

Request for Job Waiver

January 29, 2018

Barbers Hill ISD
Dr. Greg Poole
PO BOX 1108
Mont Belvieu, TX 77580

Re: Chapter 313 Job Waiver Request; Fractionation Unit Chapter 313 Application

Dear Dr. Poole:

Oneok Hydrocarbon LP ("Oneok") respectfully requests that Barbers Hill Independent School District's Board of Trustees waive the job requirement provision as allowed in Section 313.025(f-1) of the tax code regarding its Fractionation Unit Chapter 313 Application. This waiver would require that the School District make a finding that the jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility described in the Oneok application for the Fractionation Unit. Oneok Hydrocarbon LP requests that Barbers Hill ISD makes such findings and waive the job creation requirement of twenty-five (25) permanent jobs.

Oneok currently operates multiple plants and facilities in Chambers County and expects to integrate the new facility with existing operations. Based on this and other plant operation experience Oneok expects to create fifteen (15) permanent jobs for the proposed project. The proposed project is expected to directly create approximately 500 jobs during construction, which will increase the need for local goods and services and generate incremental state and local tax revenue.

The table below represents an industry sampling of regional fractionation units.

Facility	FTE Operators	FTE Maintenance	FTE Admin/Supervision/Safety, etc.	FTE Total
Cedar Bayou Train 4	4	9	-	13
Cedar Bayou Train 5	4	6	-	10
Frac # 9, Mont Belvieu	4	4	4	12
Frac #4,5,6,7,8, Mont	4	4	4	12
MB2	8	4		12
MB3	8	4		12
Average				12

We believe this facility will promote economic growth and welfare to the community by creating permanent full-time positions. The wages for these positions will be at least 110% of the Chambers County average manufacturing wage rate. Additionally, benefits such as medical, dental, and life insurance will be provided.

We appreciate your consideration of the job waiver request and if you have any questions, please feel free to contact me by telephone at 469-298-1618 or by email at mfry@keatax.com

Sincerely,

A handwritten signature in blue ink, appearing to read "Mike Fry", with a stylized flourish extending from the end.

Mike Fry

Director – Energy Services

TAB 13

Calculation of Wage Requirements

Calculation of Wage Information - Based on Most Recent Data Available

110% of County Average Weekly Wage for all Jobs

2016	3Q	\$	1,166
2016	4Q	\$	1,218
2017	1Q	\$	1,409
2017	2Q	\$	1,123

\$ 4,916 /4 = \$1,229 average weekly salary
x1.1 (110%)
\$ 1,351.90

110% of County Average Weekly Wage for Manufacturing Jobs in County

2016	3Q	\$	1,870
2016	4Q	\$	1,958
2017	1Q	\$	2,916
2017	2Q	\$	1,859



\$ 8,603 /4 = \$2,151 average weekly salary
x1.1 (110%)
\$ 2,365.83

110% of County Average Weekly Wage for Manufacturing Jobs in Region

\$57,246.00 per year in Houston-Galveston Area Council published July 2017

X1.10 (110%)

\$62,970.60

\$1,210.97

Avg. Weekly

Quarterly Census of Employment and Wages Original Data Value

Series Id: ENU4807140510

State: Texas
Area: Chambers County, Texas
Industry: Total, all industries
Owner: Private
Size: All establishment sizes
Type: Average Weekly Wage
Years: 2007 to 2017

Year	Qtr1	Qtr2	Qtr3	Qtr4	Annual
2007	975	879	904	952	927
2008	965	873	882	946	916
2009	976	867	855	994	923
2010	923	857	929	1067	943
2011	953	921	955	1023	964
2012	1016	981	989	1092	1020
2013	1104	1105	1109	1214	1132
2014	1059	1091	1021	1203	1093
2015	1132	1073	1052	1277	1134
2016	1173	1261	1166	1218	1204
2017	1409	1123			

Quarterly Census of Employment and Wages Original Data Value

Series Id: ENU480714051013

State: Texas
Area: Chambers County, Texas
Industry: Manufacturing
Owner: Private
Size: All establishment sizes
Type: Average Weekly Wage
Years: 2007 to 2017

Year	Qtr1	Qtr2	Qtr3	Qtr4	Annual
2007	1703	1251	1365	1271	1392
2008	1542	1344	1418	1283	1398
2009	1615	1313	1419	1576	1483
2010	1418	1305	1461	1599	1445
2011	1473	1537	1502	1737	1564
2012	1492	1634	1381	1597	1527
2013	1532	1725	1436	1732	1606
2014	1422	1779	1397	1915	1623
2015	1676	1749	1471	2023	1725
2016	1843	2479	1870	1958	2033
2017	2916	1859			

TAB 14

Schedules A1 - D

Schedule A1: Total Investment for Economic Impact (through the Qualifying Time Period)

PROPERTY INVESTMENT AMOUNTS

(Estimated Investment in each year. Do not put cumulative totals.)									
				Column A	Column B	Column C	Column D	Column E	
				New Investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonmovable components of buildings that will become Qualified Property	Other new investment made during this year that will become Qualified Property (SEE NOTE)	Other new investment made during this year that may become Qualified Property (SEE NOTE)	Total Investment (sum of Columns A+B+C+D)	
Investment made before filing complete application with district	Year	School Year (YYYY-YYYY)	Tax Year (fill in actual tax year below) YYYY	2018	2019	2020	2021	2022	
Investment made after filing complete application with district, but before final board approval of application	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2018-2019	2019-2020						2020-2021
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period									
Complete tax years of qualifying time period									
	Q1P1	2019-2020	2019						
	Q1P2	2020-2021	2020						
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]									

Schedule A2: Total Investment for Economic Impact (Including Qualified Property and other investments)

PROPERTY INVESTMENT AMOUNTS					(Estimated investment in each year. Do not put cumulative totals.)				
					Column A	Column B	Column C	Column D	Column E
					New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonexhaustible components of buildings that will become Qualified Property	Other investment made during this year that will become Qualified Property (SEE NOTE)	Other investment made during this year that will become Qualified Property (SEE NOTE)	Total Investment (A+B+C+D)
Total investment from Schedule A1*					265,000,000.00				265,000,000.00
Each year prior to start of value limitation period**	0	2018-2019	2018		\$ 45,000,000.00				\$ 45,000,000.00
Each year prior to start of value limitation period**	0	2019-2020	2019		\$ 220,000,000.00				\$ 220,000,000.00
TOTALS FROM SCHEDULE A1									
Year	School Year (YYYY-YYYY)	Tax Year (fill in actual tax year YYYY)	Enter amounts from TOTAL row in Schedule A1 in the row below						
1	2020-2021	2020							
2	2021-2022	2021							
3	2022-2023	2022							
4	2023-2024	2023							
5	2024-2025	2024							
6	2025-2026	2025							
7	2026-2027	2026							
8	2027-2028	2027							
9	2028-2029	2028							
10	2029-2030	2029							
Total investment made through limitation					\$ 265,000,000.00				\$ 265,000,000.00
Continue to maintain viable presence									
11	2030-2031	2030							
12	2031-2032	2031							
13	2032-2033	2032							
14	2033-2034	2033							
15	2034-2035	2034							
16	2035-2036	2035							
17	2036-2037	2036							
18	2037-2038	2037							
19	2038-2039	2038							
20	2039-2040	2039							
21	2040-2041	2040							
22	2041-2042	2041							
23	2042-2043	2042							
24	2043-2044	2043							
25	2044-2045	2044							

* All investments made through the qualifying time period are captured and totaled on Schedule A1 (blue box) and incorporated into this schedule in the first row.

** Only investment made during the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

*** If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were not captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.

Column B: Only tangible personal property that is specifically described in the application can become qualified property.

Column C: The total dollar amount of planned investment each year in buildings or nonexhaustible component of buildings.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investments include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column E: Dollar value of other investment that may affect economic impact and total value. Examples of other investments include investment that may result in qualified property are land or professional services.

		Qualified Property				Estimated Taxable Value			
Each year prior to start of Value Limitation Period	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for IRS after all reductions	Final taxable value for M&O after all reductions
Value Limitation Period	0	2018-2019	2018	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	0	2019-2020	2019	\$ -	\$ -	\$ 45,000,000.00	\$ 45,000,000.00	\$ 45,000,000.00	\$ 45,000,000.00
	1	2020-2021	2020	\$ -	\$ -	\$ 240,000,000.00	\$ 240,000,000.00	\$ 240,000,000.00	\$ 80,000,000.00
	2	2021-2022	2021	\$ -	\$ -	\$ 237,600,000.00	\$ 237,600,000.00	\$ 237,600,000.00	\$ 80,000,000.00
	3	2022-2023	2022	\$ -	\$ -	\$ 235,200,000.00	\$ 235,200,000.00	\$ 235,200,000.00	\$ 80,000,000.00
	4	2023-2024	2023	\$ -	\$ -	\$ 232,800,000.00	\$ 232,800,000.00	\$ 232,800,000.00	\$ 80,000,000.00
	5	2024-2025	2024	\$ -	\$ -	\$ 230,400,000.00	\$ 230,400,000.00	\$ 230,400,000.00	\$ 80,000,000.00
	6	2025-2026	2025	\$ -	\$ -	\$ 228,000,000.00	\$ 228,000,000.00	\$ 228,000,000.00	\$ 80,000,000.00
	7	2026-2027	2026	\$ -	\$ -	\$ 225,600,000.00	\$ 225,600,000.00	\$ 225,600,000.00	\$ 80,000,000.00
	8	2027-2028	2027	\$ -	\$ -	\$ 223,200,000.00	\$ 223,200,000.00	\$ 223,200,000.00	\$ 80,000,000.00
Continue to maintain viable presence	9	2028-2029	2028	\$ -	\$ -	\$ 220,800,000.00	\$ 220,800,000.00	\$ 220,800,000.00	\$ 80,000,000.00
	10	2029-2030	2029	\$ -	\$ -	\$ 218,400,000.00	\$ 218,400,000.00	\$ 218,400,000.00	\$ 80,000,000.00
	11	2030-2031	2030	\$ -	\$ -	\$ 216,000,000.00	\$ 216,000,000.00	\$ 216,000,000.00	\$ 213,600,000.00
	12	2031-2032	2031	\$ -	\$ -	\$ 213,600,000.00	\$ 213,600,000.00	\$ 213,600,000.00	\$ 213,600,000.00
	13	2032-2033	2032	\$ -	\$ -	\$ 211,200,000.00	\$ 211,200,000.00	\$ 211,200,000.00	\$ 211,200,000.00
	14	2033-2034	2033	\$ -	\$ -	\$ 208,800,000.00	\$ 208,800,000.00	\$ 208,800,000.00	\$ 208,800,000.00
	15	2034-2035	2034	\$ -	\$ -	\$ 206,400,000.00	\$ 206,400,000.00	\$ 206,400,000.00	\$ 206,400,000.00
	16	2035-2036	2035	\$ -	\$ -	\$ 204,000,000.00	\$ 204,000,000.00	\$ 204,000,000.00	\$ 204,000,000.00
	17	2036-2037	2036	\$ -	\$ -	\$ 201,600,000.00	\$ 201,600,000.00	\$ 201,600,000.00	\$ 201,600,000.00
	18	2037-2038	2037	\$ -	\$ -	\$ 199,200,000.00	\$ 199,200,000.00	\$ 199,200,000.00	\$ 199,200,000.00
Additional years for 25 year economic impact as required by 313.026(c)(1)	19	2038-2039	2038	\$ -	\$ -	\$ 196,800,000.00	\$ 196,800,000.00	\$ 196,800,000.00	\$ 196,800,000.00
	20	2039-2040	2039	\$ -	\$ -	\$ 194,400,000.00	\$ 194,400,000.00	\$ 194,400,000.00	\$ 194,400,000.00
	21	2040-2041	2040	\$ -	\$ -	\$ 192,000,000.00	\$ 192,000,000.00	\$ 192,000,000.00	\$ 192,000,000.00
	22	2041-2042	2041	\$ -	\$ -	\$ 189,600,000.00	\$ 189,600,000.00	\$ 189,600,000.00	\$ 189,600,000.00
	23	2042-2043	2042	\$ -	\$ -	\$ 187,200,000.00	\$ 187,200,000.00	\$ 187,200,000.00	\$ 187,200,000.00
	24	2043-2044	2043	\$ -	\$ -	\$ 184,800,000.00	\$ 184,800,000.00	\$ 184,800,000.00	\$ 184,800,000.00
	25	2044-2045	2044	\$ -	\$ -	\$ 182,400,000.00	\$ 182,400,000.00	\$ 182,400,000.00	\$ 182,400,000.00

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.
Only include market value for eligible property on this schedule.

Schedule C: Employment Information

Applicant Name Oneck Hydrocarbon LP
 ISD Name Barbers Hill ISD

Form 50-296A
 Revised Feb 2014

			Construction		Non-Qualifying Jobs	Qualifying Jobs		
			Column A	Column B	Column C	Column D	Column E	
	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2018-2019	2018	500 FTE	\$ 62,970.60	N/A	0	\$ 62,970.60
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2019-2020	2019	500 FTE	\$ 62,970.60	N/A	15	\$ 62,970.60
Value Limitation Period The qualifying time period could overlap the value limitation period.	1	2020-2021	2020	0	0	N/A	15	\$ 62,970.60
	2	2021-2022	2021	0	0	N/A	15	\$ 62,970.60
	3	2022-2023	2022	0	0	N/A	15	\$ 62,970.60
	4	2023-2024	2023	0	0	N/A	15	\$ 62,970.60
	5	2024-2025	2024	0	0	N/A	15	\$ 62,970.60
	6	2025-2026	2025	0	0	N/A	15	\$ 62,970.60
	7	2026-2027	2026	0	0	N/A	15	\$ 62,970.60
	8	2027-2028	2027	0	0	N/A	15	\$ 62,970.60
	9	2028-2029	2028	0	0	N/A	15	\$ 62,970.60
	10	2029-2030	2029	0	0	N/A	15	\$ 62,970.60
Years Following Value Limitation Period	11 through 26	2030-2045	2030-2045	0	0	N/A	15	\$ 62,970.60

Notes: See TAC 9.1051 for definition of non-qualifying jobs.
 Only include jobs on the project site in this school district.

C1. Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25)
 If yes, answer the following two questions:

C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)?
 C1b. Will the applicant avail itself of the provision in 313.021(3)(F)?

<input checked="" type="checkbox"/>	Yes	<input type="checkbox"/>	No
<input checked="" type="checkbox"/>	Yes	<input type="checkbox"/>	No
<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No

Schedule D: Other Incentives (Estimated)

Applicant Name Oneok Hydrocarbon LP
ISD Name Barbers Hill ISD

Form 50-296A
 Revised Feb 2014

State and Local Incentives for which the Applicant Intends to apply (Estimated)						
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy
Tax Code Chapter 311	County:					
	City:					
	Other:					
Tax Code Chapter 312	County: Chambers (Application Pending)	2020	2029	\$ 1,138,643.00	Avg 65% Per Yr	\$ 401,327.00
	City: Mont Belvieu	2020	2029	\$ 1,000,939.00	Avg 72% Per Yr	\$ 282,726.00
	Other:					
Local Government Code Chapters 380/381	County:					
	City:					
	Other:					
Freeport Exemptions						
Non-Annexation Agreements						
Enterprise Zone/Project						
Economic Development Corporation						
Texas Enterprise Fund						
Employee Recruitment						
Skills Development Fund						
Training Facility Space and Equipment						
Infrastructure Incentives						
Permitting Assistance						
Other:						
Other:						
Other:						
TOTAL				\$ 2,139,582.00		\$ 684,053.00

Additional information on incentives for this project:

TAB 15

Economic Impact Study

N/A

TAB 16

Description of Reinvestment Zone

ORDINANCE NO. 2011-009

AN ORDINANCE OF THE CITY OF MONT BELVIEU, TEXAS DESIGNATING A REINVESTMENT ZONE FOR PURPOSES OF TAX ABATEMENT FOR THE TAX ABATEMENT APPLICATION SUBMITTED BY ONEOK HYDROCARBON, L.P., A DELAWARE LIMITED PARTNERSHIP ITS ASSIGNS, AFFILIATES OR RELATED ENTITIES, WHICH INCLUDES BUT IS NOT LIMITED TO ONEOK NGL PIPELINE COMPANY, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY AND ONEOK MONT BELVIEU STORAGE COMPANY, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY ("ONEOK") ON JUNE 8, 2011

WHEREAS, the City Council of the City of Mont Belvieu (the "City") desires to make available tax abatement relief in the area which is the subject of this Ordinance in order to encourage the development of primary employment and to attract major investment;

WHEREAS, the City has elected to become eligible to participate in tax abatement under the provisions of the property Development and Tax Abatement Act, Tex. Tax. Code Chapter 312, Subchapter B;

WHEREAS, the City adopted guidelines and criteria governing tax abatement agreements in Ordinance 2011-006 dated May 16, 2011;

WHEREAS, the City properly complied with the notice requirements pursuant to Section 312.201(d) of the Tex. Tax Code and conducted a public hearing held on Monday, June 20, 2011, regarding the designation of the area identified in the attached Exhibit "A" as a reinvestment zone for tax abatement purposes, the deeds and legal descriptions of which are a matter of public record in Chambers County and in the office of the City Secretary of the City of Mont Belvieu, Texas;

WHEREAS, the City Council finds that the improvements sought within the designated reinvestment zone are feasible and practical and would be a benefit to the land to be included in the zone and to the City after the expiration of a tax abatement agreement entered into under Section 312.204 of the Tex. Tax. Code; and

NOW, THEREFORE,

**BE IT ORDAINED BY THE CITY COUNCIL
OF THE CITY OF MONT BELVIEU, TEXAS:**

1. A reinvestment zone for the purposes of Chapter 312 of the Texas Tax Code is hereby established for the property identified in the attached Exhibit "A".

PASSED and **APPROVED** on this, the 20th day June, 2011.

Nick Dixon, Mayor

ATTEST:

City Secretary

ONEOK MONT BELVIEU PROPERTY

ACQUIRED FROM VALERO

(Attached to and made a part of Special Warranty Deed by and between Valero Refining-Texas, L.P., as Grantor, and ONEOK Mont Belvieu Storage Company, L.L.C., as Grantee.)

PARCEL A: TRACT OF 55.30 ACRES
SITUATED IN THE HENRY GRIFFITH LEAGUE, A-12
CHAMBERS COUNTY, TEXAS

Metes and bounds description of a 55.30 acre tract of land situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, said 55.30 acre tract being out of that certain 57.07 acre tract conveyed to Valero Refining-Texas, L.P. as recorded in Volume 04-669, Page 586, Chambers County Official Public Records (C.C.O.P.R.), said 55.30 acre tract being more particularly described by metes and bounds as follows:

All bearings are based on deed bearings and the Texas Coordinate System, South Central Zone.

BEGINNING at an old 2" iron pipe in concrete, accepted as the Southerly corner of the Annie Higgins Subdivision No. 1 as recorded in Volume 27, Page 43, Chambers County Deed Records (C.C.D.R.);

THENCE, along the Westerly line of said Annie Higgins Subdivision, North 32°49'21" West, 238.04 feet to a 5/8" iron rod with plastic cap set in the curved Easterly ROW line of State Highway Loop No. 207 (width varies);

THENCE, 207.29 feet Northwesterly along a non-tangent curve to the left having a radius of 607.96 feet, a delta of 19°32'08" and a chord bearing North 23°03'16" West, 206.29 feet to a found 1" iron pipe;

THENCE, along said Easterly ROW line, North 32°49'21" West, 690.13 feet to a 1/2" iron rod found for the most Westerly Northwest corner of the herein described tract;

THENCE, North 57°23'00" East, 194.43 feet to a found 5/8" iron rod;

THENCE, North 57°12'26" East, 190.41 feet to a found 3/4" iron pipe;

THENCE, North 57°03'23" East, 499.46 feet to a found 1" iron pipe in concrete;

THENCE, North 57°08'27" East, at 154.94 feet pass a found 1/2" iron rod in concrete, and continuing for a total distance of 165.00 feet to a found 1" iron pipe;

{937521;}

THENCE, North 22°04'28" West, at 936.76 feet pass a 4"x4" concrete monument found for reference in the Southerly ROW line of Fitzgerald Road (60' wide), and continuing for a total distance of 967.41 feet to a 1-1/2" iron pipe found in the center of Fitzgerald Road, said iron pipe being the most Northerly Northwest corner of the herein described tract;

THENCE, along the centerline of said Fitzgerald Road, North 57°05'33" East, 368.29 feet to a 1/2" iron rod with cap set in asphalt for a corner of a Charles Dyer tract as recorded in Volume 455, Page 150, Chambers County Deed Records (C.C.D.R.), said corner being South 57°05'33" West, 27.0 feet from a 3" iron pipe found at the Northeast corner of said 57.07 acre tract;

THENCE, along the Westerly line of said Dyer tract, South 25°21'57" East, 30.26 feet to a found 1/2" iron rod in concrete;

THENCE, along the Southerly line of said Dyer tract and the Southerly ROW line of Fitzgerald Road, North 57°05'33" East, 25.00 feet to a 4"x4" concrete monument found for corner;

THENCE, South 21°38'58" East, 1507.82 feet to 4"x4" concrete monument found for corner of a second Charles Dyer tract as recorded in said Volume 455, Page 150;

THENCE, along the Northerly line of said second Dyer tract, South 41°20'40" West, 145.08 feet to a found 4" x 4" concrete monument;

THENCE, along the Westerly line of said second Dyer tract, South 22°06'11" East, 25.31 feet to a 4" x 4" concrete monument found in the South line of Home Tract 8 of the Fitzgerald partition as recorded in Volume 309, Page 667, C.C.D.R.;

THENCE, along the Southerly line of Home Tract 8, South 56°44'00" West, 3.22 feet to a 4"x4" concrete monument found at the Northwesterly corner of Oil Tract 6;

THENCE, along the Westerly line of Oil Tract 6, South 21°32'23" East, 1099.58 feet to a 1" iron pipe found in the Northerly ROW line of Winfree Road;

THENCE, along the Northerly ROW line of Winfree Road, South 57°27'17" West, at 233.83 feet pass a found 1-1/4" iron pipe in concrete, and continuing for a total distance of 260.00 feet to a found 1-1/4" iron pipe in concrete;

THENCE, along the Southerly line of a 10 foot wide easement to Chambers County for road right of way as recorded in Volume 176, Page 82, C.C.D.R., South 57°22'43" West, 438.40 feet to a found 1" iron pipe;

THENCE, North 32°37'50" West, 172.00 feet to found 1/2" iron rod;

THENCE, South 57°21'54" West, 379.21 feet to a found 1/2" iron rod;

THENCE, North 24°44'21" West, 28.48 feet to a found 1/2" iron rod;

{937521;}

THENCE, South 57°21'54" West, 100.50 feet to a 1/2" iron rod found in the Northeasterly ROW line of State Highway Loop 207;

THENCE, along said Northeasterly ROW line, North 24°44'21" West, 46.26 feet to a 1/2" iron rod found at an angle point in said ROW line;

THENCE, along said Northeasterly ROW line, North 23°15'15" West, 192.92 feet to a 1" iron pipe found at the beginning of a non-tangent curve to the right;

THENCE, 133.33 feet along said curve to the right having a radius of 681.20 feet, a delta of 11°12'52", and a chord bearing North 19°07'55" West, 133.11 feet to a found 1" iron pipe;

THENCE, North 57°35'12" East, 104.19 feet to the POINT OF BEGINNING and containing 55.30 acres of land.

PARCEL A, TRACT 2: TRACT OF 1.6215 ACRES
SITUATED IN THE HENRY GRIFFITH LEAGUE, A-12
CHAMBERS COUNTY, TEXAS

Metes and bounds description of a 1.6215 acre tract of land situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, said 1.6215 acre tract being out of that certain 57.07 acre tract conveyed to Valero Refining-Texas, L.P. as recorded in Volume 04-669, Page 586, Chambers County Official Public Records (C.C.O.P.R.), said 1.6215 acre tract being Oil Tract 5 of the Fitzgerald partition as recorded in Volume 309, Page 667, Chambers County Deed Records, said 1.6215 acre tract being more particularly described by metes and bounds as follows:

All bearings are based on deed bearings and the Texas Coordinate System, South Central Zone.

BEGINNING at a 2" iron pipe found at the Southeast corner of said Oil Tract 5, said "POINT OF BEGINNING" being in the Northerly ROW line of Winfree Road (width varies);

THENCE, along the Southerly line of said Oil Tract 5, South 59°50'34" West, 64.97 feet to a 5/8" iron rod found at the Southwest corner of said Oil Tract 5;

THENCE, along the Westerly line of said Oil Tract 5, North 21°33'01" West, 1100.47 feet to a 5/8" iron rod found in the Southerly line of Home Tract 8 of said Fitzgerald partition;

THENCE, along the Southerly line of said Oil Tract 5, said Southerly line being the Southerly line of a Charles Dyer tract as recorded in Volume 455, Page 150, C.C.D R., North 56°47'17" East, 65.27 feet to a 5/8" iron rod with plastic cap set for corner;

THENCE, along the Easterly line of said Oil Tract 5, South 21°34'00" East, 1103.94 feet to the POINT OF BEGINNING and containing 1.6215 acres of land.

{937521;}

PARCEL B: TRACT OF 47.37 ACRES
SITUATED IN THE HENRY GRIFFITH LEAGUE, A-12
CHAMBERS COUNTY, TEXAS

Metes and bounds description of a 47.37 acre tract of land situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, said 47.37 acre tract being that same 47.37 acre tract conveyed to Valero Refining-Texas, L.P. as recorded in Volume 04-669, Page 586, Chambers County Official Public Records (C.C.O.P.R.), said 47.37 acre tract being part of Prairie Tract 1 and part of Prairie Tract 2 described in the partition of the F.M. Fitzgerald lands as recorded in Volume 309, Page 667, C.C.D.R., said 47.37 acre tract being more particularly described by metes and bounds as follows:

All bearings are based on deed bearings and the Texas Coordinate System, South Central Zone.

BEGINNING at a 3" iron pipe found in the most Southerly corner of Prairie Tract 1 and the herein described tract, said 3" iron pipe being at the intersection of the centerline of Fitzgerald Road (60' wide) with the Easterly ROW line of Old Dayton-Barbers Hill Road (width varies-abandoned);

THENCE, along said Easterly ROW line of Old Dayton-Barbers Hill Road as abandoned in Volume 02-576, Page 172, C.C.O.P.R., North 07°30'31" West, at 33.21 feet pass a found 1" iron pipe, and continuing for a total distance of 755.27 feet to a 1" iron pipe found for corner;

THENCE, along the Northerly line of Prairie Tract 2, same being the Southerly line of a call 12.152 acre tract as recorded in Volume 393, Page 366, C.C.D.R., North 57°20'13" East, 1005.92 feet to a 1" iron pipe found in the Southwesterly line of the Coastal Water Authority (CWA) canal (no deed description found), from which iron pipe a found 4"x4" concrete monument bears North 65°20'17" West, 0.94 feet;

THENCE, along the Southwesterly line of said CWA canal, as fenced and marked with concrete monuments, as follows:

South 65°20'17" East, 297.01 feet to a found 4"x4" concrete monument;
South 65°19'45" East, 401.27 feet to a found 4"x4" concrete monument;
South 64°47'04" East, 415.56 feet to a found 4"x4" concrete monument;
South 64°47'54" East, 400.43 feet to a found 4"x4" concrete monument;
South 64°46'48" East, 397.01 feet to a found 4"x4" concrete monument;
South 64°46'07" East, 402.56 feet to a found 4"x4" concrete monument;
South 64°27'36" East, 47.66 feet to a found fence corner post for corner;

THENCE, South 42°21'52" West, 86.44 feet to a turnbuckle found in the most Southerly line of said Prairie Tract 1, said turnbuckle being in the North line of a call 50.44 acre tract as recorded in Volume 97-330, Page 563, C.C.O.P.R.;

THENCE, along the Northerly line of said 50.44 acre tract and the Northerly line of the Home Tracts of said Fitzgerald partition, same being the Southerly line of said Prairie Tract 1, South

{937521;}

87°02'28" West, at 1323.87 feet pass an old 1-1/2" iron pipe found at the Northeast corner of Home Tract 1 of said partition, and continuing for a total distance of 1749.23 feet to an old 1-1/2" iron pipe found at the Northeast corner of Home Tract 4;

THENCE, South 87°10'29" West, 21.09 feet to a 1/2" iron rod found at the Southeast corner of a Mobil Oil Company Pump Station 0.34 acre lease tract as recorded in Volume 177, Page 633, C.C.D.R.;

THENCE, North 02°58'38" West, 100.59 feet to a 1/2" iron rod found at the Northeast corner of said 0.34 acre tract;

THENCE, South 87°10'29" West, 150.00 feet to a 1/2" iron rod found at the Northwest corner of said 0.34 acre tract;

THENCE, South 02°58'38" East, 100.59 feet to a 6' chain link fence corner found at the Southwest corner of said 0.34 acre lease tract and being in the Southerly line of Prairie Tract 1;

THENCE, South 87°10'29" West, 773.03 feet to a found 5/8" iron rod;

THENCE, South 56°54'26" West, 166.15 feet to the POINT OF BEGINNING and containing 47.37 acres of land.

PARCEL C: TRACT OF 0.6433 ACRES
SITUATED IN THE HENRY GRIFFITH LEAGUE, A-12
CHAMBERS COUNTY, TEXAS

Metes and bounds description of a 0.6433 acre tract situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, said 0.6433 acre tract being that same 0.6433 acre tract conveyed to Valero Refining-Texas, L.P. as recorded in Volume 04-669, Page 586, Chambers County Official Public Records, said 0.6433 tract being the Easterly portion of Old Dayton-Barbers Hill Road adjoining a call 47.375 acre tract and containing a call 0.497 acre tract both as recorded in Volume 01-526, Page 745, Chambers County Official Public Records (C.C.O.P.R.), said 0.6433 acre tract being that same called 0.664 acre tract out of said Old Dayton-Barbers Hill Road as abandoned and recorded in Volume 02-576, Page 172, C.C.O.P.R. and as shown on plat recorded in Volume 'A', Page 228, Chambers County Map Records, said 0.6433 acre tract being more particularly described by metes and bounds as follows:

All bearings are based on deed bearings and the Texas Coordinate System, South Central Zone.

COMMENCING at a 3" iron pipe found in the most Southerly corner of said 47.375 acre tract, said 47.375 acre tract being that same 47.37 acre tract as recorded in said Volume 04-669, Page 586, C.C.O.P.R., said 3" iron pipe being at the intersection of the centerline of Fitzgerald Road (60' wide) with the Easterly ROW line of said Old Dayton-Barbers Hill Road, said Easterly ROW line being the West line of said 47.37 acre tract;

{937521;}

THENCE, along the West line of said 47.37 acre tract, North 07°30'31" West, 33.21 feet to a 1" iron pipe found for the POINT OF BEGINNING and Southeast corner of the herein described 0.6433 acre tract, said "POINT OF BEGINNING" being at the intersection of said West line with the projection of the Northwestern ROW line of Fitzgerald Road, said "POINT OF BEGINNING" being the Southeast corner of said 0.664 acre tract;

THENCE, South 57°05'33" West, 44.58 feet with the projected Northwestern line of Fitzgerald Road to a 5/8" iron rod with plastic cap set for corner;

THENCE, North 07°16'35" West, 723.65 feet (call=723.92') to a 5/8" iron rod with plastic cap set for the Northwest corner of the herein described 0.6433 acre tract;

THENCE, North 57°20'13" East, 41.25 feet to a 1" iron pipe found at the most Westerly Northwest corner of said 47.37 acre tract;

THENCE, along said Easterly ROW line of Old Dayton-Barbers Hill Road, same being the West line of said 47.37 acre tract, South 07°30'31" East, 722.06 feet (call=722.61') to the POINT OF BEGINNING and containing 0.6433 acres of land.

DYER PROPERTY ACQUISITION

{937521;}

GENERAL WARRANTY DEED

STATE OF TEXAS)
) ss.
COUNTY OF CHAMBERS)

OFFICIAL PUBLIC RECORDS
CHAMBERS COUNTY, TEXAS
Heather H. Hawthorne, County Clerk

That **B-J DYER FAMILY LIMITED PARTNERSHIP**, a Texas limited partnership, **CHARLES D. DYER** and **MARY BETH DYER**, husband and wife, **BRYANT DYER** and **RHONDA R. DYER**, husband and wife, **ANDY VIRUETTE, JR.** and **JULIE DYER VIRUETTE**, husband and wife (collectively, "Grantors"), for and in consideration of the sum of Ten and no/100 Dollars (\$10.00) paid to Grantors and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged have GRANTED, SOLD and CONVEYED and do hereby GRANT, SELL and CONVEY unto **ONEOK MONT BELVIEU STORAGE COMPANY, L.L.C.**, a Delaware limited liability company ("Grantee"), all right title and interest of every kind and character, including any life estate, homestead, reversionary or easement rights (except as hereinafter provided) in and to that certain land located in the City of Mont Belvieu, Chambers County, Texas, being more particularly described on Exhibit "A", attached hereto and made a part hereof, together with all improvements located on such land (such land and improvements being collectively referred to as the "Property") LESS AND EXCEPT any interest in and to oil, gas and other minerals or royalties therein and thereunder, and all rights, interests and estates of whatsoever nature incident thereto or arising therefrom, PROVIDED THAT Grantors shall retain no right to use the surface for production, development, ingress or egress or the right to use the surface in any way in connection therewith, and SUBJECT TO the easements, rights of way, gas storage agreements and gas storage easements, restrictive covenants of record, special assessments not yet due and those items listed on Exhibit "B" attached hereto and made a part hereof;


DO NOT INCLUDE ANY ROLL-BACK TAXES

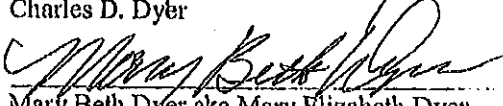
TO HAVE AND TO HOLD the Property unto the Grantee, Grantee's successors and assigns forever, subject to the reservation in favor of Grantors as provided above, and Grantors, their successors and assigns, hereby covenant, promise and agree to and with Grantee that (i) at the delivery of these presents that Grantors are lawfully seized in their own right of an absolute and indefeasible estate of inheritance in fee simple, of and in all and singular the above granted and described premises, with the appurtenances, and that the same are free, clear and discharged of and from all former grants, charges, taxes, judgments, mortgages, liens and encumbrances of whatsoever nature, except and subject to those matters described above, and (ii) Grantors do hereby bind themselves, their heirs, successors and assigns to warrant and forever defend, all and singular, the Property unto the said Grantee, its successors and assigns, against all persons whomsocver claiming or to claim the same or any part thereof.

EXECUTED as of the 15 th day of April, 2008, but effective for all purposes as of 4 : 45
P.m. central time on April 15, 2008.


B-J DYER FAMILY LIMITED PARTNERSHIP
a Texas limited partnership,

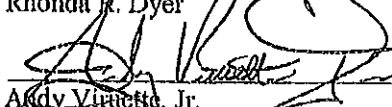
By:
(Signatories below execute this conveyance as both
members of the Partnership and as individual interest
holders)



Charles D. Dyer


Mary Beth Dyer aka Mary Elizabeth Dyer


Bryant Dyer


Rhonda R. Dyer


Andy Vinette, Jr.


Julie Dyer Vinette fka Julie Dyer Eades

ACKNOWLEDGEMENT

STATE OF TEXAS)
) ss.
COUNTY OF Chambers)

This instrument was acknowledged before me on the 15 th day of April, 2008, by **CHARLES D. DYER** and **MARY BETH DYER**, husband and wife, **BRYANT DYER** and **RHONDA R. DYER**, husband and wife, and **ANDY VIRUETTE, JR.** and **JULIE DYER VIRUETTE**, husband and wife, in their individual capacities and as partners in **B-J DYER FAMILY LIMITED PARTNERSHIP**, a Texas limited partnership.



Notary Public

Notary Commission No. _____

My Commission Expires: _____

[SEAL]

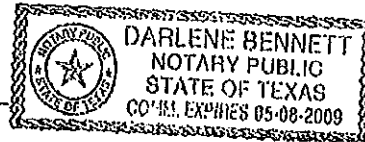


EXHIBIT "A"

FIELD NOTES of a 27.92 acre tract of land situated in the Henry Griffith League, Abstract No. 12, Chambers County, Texas, being all of the following tracts of land:

A) residue of 10 acres called Tract 1, 4.75 acres called Tract 2, 1.61 acres called Tract 3, & 3.75 acres called Tract 4 conveyed to B-J Dyer Family Limited Partnership by Charles D. Dyer, et ux, by deed dated December 28, 2006, and recorded in Volume 923 at Page 706 of the Official Public Records of Chambers County, Texas.

B) 1 acre conveyed to Bryant Dyer, et ux, by Mary Beth Dyer, et vir, by deed recorded in Volume 453 at Page 234 of the Official Public Records of Chambers County, Texas.

C) residue of 4.75 acres conveyed to Charles D. Dyer by Virginia Lillich, et al, by deed recorded in Volume 345 at Page 498 of the Deed Records of Chambers County, Texas.

D) 4.7864 acres, 1.61 acres, a tract of land called Tract "A", & a tract of land called Tract "B" conveyed to Bryant Dyer, et al, by Hal K. Jarrell, Trustee, by deed dated December 16, 1997, and recorded in Volume 352 at Page 319 of the Official Public Records of Chambers County, Texas.

This 27.92 acre tract of land is more particularly described by metes and bounds as follows, to-wit:

NOTE: BEARINGS ARE BASED ON DEED BEARINGS AND FOUND MONUMENTS IN THE NORTH AND SOUTH LINES OF SAID 4.7864 ACRES.

BEGINNING at a 1 ½ inch iron pipe found leaning for the Southeast corner of this tract of land, the Southeast corner of said 4.7864 acres, the Southwest corner of 4.75 acres called Tract 4D conveyed to Kinnie Lee Fitzgerald by W. L. Fitzgerald, Jr., by deed dated September 25, 1933, and recorded in Volume 36 at Page 623 of the Deed Records of Chambers County, Texas, and in the North line of 15.43 acres conveyed to B. G. Lawrence by P. O. Wood, et ux, by deed dated February, 1967, and recorded in volume 282 at Page 291 of the Deed Records of Chambers County, Texas.

THENCE South 85°48'45" West with a South line of this tract of land, the South line of said 4.7864 acres, and the North line of said 15.43 acres a distance of 141.39 feet to a 2 inch iron pipe found for an angle corner of this tract of land, the Southwest corner of said 4.7864 acres, the Southeast corner of said 4.75 acres called Tract 2, and an angle corner of said 15.43 acres.

THENCE South 68°53'39" West with a South line of this tract of land, a South line of said 4.75 acres called Tract 2, and the North line of said 15.43 acres a distance of 55.99 feet to a 2 inch iron pipe found for a Southwest corner of this tract of land, a Southwest corner of said 4.75 acres called Tract 2, the Northwest corner of said 15.43 acres, and in the East line of 1.61 acres awarded to Mary O. Scott by deed dated March 30, 1918, and recorded in Volume 309 at Page 667 of the Deed Records of Chambers County, Texas.

THENCE North 24°30'18" West with a West line of this tract of land, a West line of said 4.75 acres called Tract 2, and the East line of said 1.61 acres a distance of 28.67 feet to a 2 inch iron pipe found leaning for an interior corner of this tract of land, an interior corner of said 4.75 acres called Tract 2, and the Northeast corner of said 1.61 acres.

THENCE South 56°50'05" West with a South line of this tract of land, the South lines of said 4.75 acres called Tract 2, the South line of said 3.75 acres called Tract 4, the North line of said 1.61 acres, and the North line of 1.61 acres awarded to Mrs. S. E. Morgan by deed dated March 30, 1918, and recorded in Volume 309 at Page 667 of the Deed Records of Chambers County, Texas, at a distance of 97.66 feet found a 1 ½ inch iron pipe on line, in all a total distance of

126.71 feet to a 2 inch iron pipe found in concrete for an interior corner of this tract of land, the Northwest corner of said Morgan 1.61 acres, and the Northeast corner of said Bryant Dyer 1.61 acres.

THENCE South 21°37'52" East with an East line of this tract of land, the East line of said Bryant Dyer 1.61 acres, and the West line of said Morgan 1.61 acres a distance of 1102.57 feet to a ½ inch iron rod set for the Southeast corner of this tract of land, the Southeast corner of said Bryant Dyer 1.61 acres, and the Southwest corner of said Morgan 1.61 acres in the North right of way line of Winfree Road, 60 foot wide right of way.

THENCE South 57°23'05" West with a South line of this tract of land, the South line of said Bryant Dyer 1.61 acres, and the North right of way line of Winfree Road a distance of 65.11 feet to a ½ inch iron rod set for the Southwest corner of this tract of land, the Southwest corner of said Bryant Dyer 1.61 acres, and the Southeast corner of 1.61 acres awarded to Kinzey Lee Fitzgerald, et al, by deed dated March 30, 1918, and recorded in Volume 309 at Page 667 of the Deed Records of Chambers County, Texas.

THENCE North 21°37'52" West with a West line of this tract of land, the West line of said Bryant Dyer 1.61 acres, and the East line of said Fitzgerald 1.61 acres a distance of 1101.93 feet to a ½ inch iron rod set for an interior corner of this tract of land, the Northwest corner of said Bryant Dyer 1.61 acres, the Northeast corner of said Fitzgerald 1.61 acres, and in the South line of said 3.75 acres called Tract 4.

THENCE South 56°50'05" West with a South line of this tract of land, the South line of said 3.75 acres called Tract 4, the South line of said Tract "B", and the North line of said Fitzgerald 1.61 acres, at a distance of 60.92 feet found a 2 inch iron pipe on line, in all a total distance of 65.42 feet to a 1 inch iron pipe found for an angle corner of this tract of land, the Northwest corner of said Fitzgerald 1.61 acres, and a Northeast corner of part of 57.07 acres called Parcel "A" conveyed to Valero Refining Texas, L.P., by EOTT Energy Liquids, L.P., by deed recorded in Volume 669 at Page 586 of the Official Public Records of Chambers County, Texas. From this corner a capped iron rod found bears South 22°04'16" West a distance of 0.25 feet.

THENCE South 56°36'48" West with a South line of this tract of land, the South line of said Tract "B", and the North line of said part of 57.07 acres a distance of 65.24 feet to a 1 inch iron pipe found for an interior corner of this tract of land, a Northwest corner of said part of 57.07 acres, and the Northeast corner of said 1.61 acres called Tract 3.

THENCE South 21°37'52" East with an East line of this tract of land, the East line of said 1.61 acres called Tract 3, and the West line of said part of 57.07 acres a distance of 1100.39 feet to a ½ inch iron rod set for the Southeast corner of this tract of land, the Southeast corner of said 1.61 acres called Tract 3, and a Southwest corner of said part of 57.07 acres in the North line of said Winfree Road.

THENCE South 57°23'01" West with a South line of this tract of land, the South line of said 1.61 acres called Tract 3, and the North right of way line of Winfree Road, at a distance of 38.91 feet found a concrete monument on line, in all a total distance of 65.11 feet to a 5/8 inch iron rod inside a 1 inch iron pipe found for a Southwest corner of this tract of land, the Southwest corner of said 1.61 acres called Tract 3, and a Southeast corner of said part of 57.07 acres.

THENCE North 21°37'52" West with the West line of this tract of land, the West line of said 1.61 acres called Tract 3, and an East line of said part of 57.07 acres a distance of 1099.50 feet to a concrete monument found broken for a Northwest corner of this tract of land, the Northwest corner of said 1.61 acres called Tract 3, and an interior corner of said part of 57.07 acres.

THENCE North 56°36'48" East with a North line of this tract of land, the North line of said 1.61 acres called Tract 3, and a South line of said part of 57.07 acres, a distance of 2.95 feet to a

concrete monument found broken for a Southwest corner of this tract of land, the Southwest corner of said Tract "B", and a Southeast corner of said part of 57.07 acres.

THENCE North 21°45'25" West with a West line of this tract of land, the West line of said Tract "B", and an East line of said part of 57.07 acres a distance of 25.39 feet to a concrete monument found for an interior corner of this tract of land, the Northwest corner of said Tract "B", and an interior corner of said part of 57.07 acres.

THENCE North 41°14'12" East with a North line of this tract of land, the North line of said Tract "B", and a South line of said part of 57.07 acres a distance of 145.20 feet to a concrete monument found for an interior corner of this tract of land, the Northeast corner of said Tract "B", a Southeast corner of said part of 57.07 acres, and in the West line of said residue of 10 acres.

THENCE North 21°45'25" West with a West line of this tract of land, the West line of said residue of 10 acres, and an East line of said part of 57.07 acres a distance of 1507.93 feet found a concrete monument broken for an interior corner of this tract of land, the Southeast corner of said Tract "A", and a Northeast corner of said part of 57.07 acres at the South line of Fitzgerald Road, 60 foot wide right of way.

THENCE South 56°54'44" West with a South line of this tract of land, the South line of said Tract "A", the South right of way line of Fitzgerald Road, a North line of said part of 57.07 acres a distance of 25.00 feet to a ½ inch iron rod set for a Southwest corner of this tract of land, the Southwest corner of said Tract "A", and an interior corner of said part of 57.07 acres.

THENCE North 31°09'25" West with a West line of this tract of land, the West line of said Tract "A", and an East line of said part of 57.07 acres a distance of 30.01 feet to a ½ inch iron rod set for a Northwest corner of this tract of land, the Northwest corner of said Tract "A", and a Northeast corner of said part of 57.07 acres.

THENCE North 56°54'44" East with a North line of this tract of land, the North line of said Tract "A", the North line of said residue of 10 acres, and the South line of 47.37 acres called Parcel "B" conveyed to Valero Refining Texas, L.P., by EOTT Energy Liquids, L.P., by deed recorded in Volume 669 at Page 586 of the Official Public Records of Chambers County, Texas, at a distance of 28.90 feet found an aluminum disc on line, at a distance of 30.00 feet found a 3 inch iron pipe for the Northeast corner of said Tract "A", the Northwest corner of said residue of 10 acres, and the Southeast corner of said 47.37 acres, in all a total distance of 196.37 feet to a 5/8 inch iron rod found for an angle corner of this tract of land, an angle corner of said residue of 10 acres, and an angle corner of said 47.37 acres.

THENCE North 87°04'28" East with a North line of this tract of land, a North lines of said residue of 10 acres, 3.75 acres called Tract 4, 4.75 acres called Tract 2, 4.7864 acres, the South line of said 47.37 acres, and the South line of a 0.34 of an acre tract of land conveyed in Lease Agreement from Mary O. Scott, et vir, to Magnolia Pipe Line Company by instrument dated April 20, 1956, and recorded in Volume 177 at Page 633 of the Deed Records of Chambers County, Texas, at a distance of 388.82 feet found a 1 ½ inch iron pipe in concrete for the Northeast corner of said residue of 10 acres, and the Northwest corner of said 3.75 acres called Tract 4, in all a total distance of 801.61 feet to a ½ inch iron rod set for the Northeast corner of this tract of land, the Northeast corner of said 4.7864 acres, and the Northwest corner of said Fitzgerald 4.75 acres.

THENCE South 02°36'15" East with an East line of this tract of land, the East line of said 4.7864 acres, and the West line of said Fitzgerald 4.75 acres a distance of 1470.80 feet to the PLACE OF BEGINNING, containing within said boundaries 27.92 acres of land, more or less.

END OF EXHIBIT "A"

EXHIBIT "B"

1. Pipeline right of way dated July 12, 1965, recorded in Volume 265, Page 509 of the Deed Records of Chambers County, Texas, from Louise E. Eckman, et al to Sinclair Pipe Line Company. (Home Tract 7)
2. Pipeline right of way dated August 10, 1965, recorded in Volume 266, Page 267 of the Deed Records of Chambers County, Texas, from Lawson H. Davis, et al to Sinclair Pipe Line Company. (Home Tract 6)
3. Pipeline right of way dated September 24, 1965, recorded in Volume 268, Page 248 of the Deed Records of Chambers County, Texas, from Elda Fitzgerald to Sinclair Pipe Line Company. (Home Tract 11)
4. Pipeline right of way dated September 24, 1965, recorded in Volume 268, Page 359 of the Deed Records of Chambers County, Texas, from Mildred Somers, et al to Sinclair Pipe Line Company. (Home Tract 8)
5. Easement dated November 17, 1965, recorded in Volume 270, Page 259 of the Deed Records of Chambers County, Texas, from Willard Alvester Leavens to Houston Lighting and Power Company. (Home Tract 5)
6. Easement dated February 4, 1976, recorded in Volume 380, Page 721 of the Deed Records of Chambers County, Texas, from Charles D. Dyer to Houston Lighting and Power Company. (Home Tract 7)
7. Easement dated February 4, 1976, recorded in Volume 380, Page 725 of the Deed Records of Chambers County, Texas, from Mary Beth Dyer to Houston Lighting and Power Company. (Home Tract 11)
8. Terms, conditions and stipulations contained in that certain Agreement dated December 17, 1979 regarding the placement and width of underground storage wells, as described in Memorandum recorded in Volume 446, Page 312 of the Deed Records of Chambers County, Texas, by and between Tenneco Oil Company and Charles Dyer and Mary Beth Dyer. (Home Tracts 6, 7 and 11 and Oil Tracts 3 and 6)
9. Pipeline right of way dated December 17, 1979, recorded in Volume 455, Page 156 of the Deed Records of Chambers County, Texas, from Tenneco Oil Company to Charles Dyer. (Home Tract 8)
10. Pipeline right of way dated March 23, 1981, recorded in Volume 476, Page 27 of the Deed Records of Chambers County, Texas, from Charles D. Dyer, et ux to Matador Pipeline, Inc. (Home Tracts 8 and 11 and Oil Tract 3)
11. Pipeline right of way dated March 18, 1992, recorded in Volume 170, Page 896 of the Official Public Records of Chambers County, Texas, from Charles D. Dyer, et ux to Koch Pipelines, Inc., as amended by Instrument dated April 15, 1993, recorded in Volume 205, Page 122 of the Official Public Records of Chambers County, Texas. (Home Tracts 7, 8 and 11 and Oil Tract 3)
12. Pipeline right of way dated March 19, 1992, recorded in Volume 170, Page 889 of the Official Public Records of Chambers County, Texas, from Charles D. Dyer et ux to Koch Pipelines, Inc. (Home Tract 7)

13. Pipeline easement rights conveyed in Gift Deed dated December 5, 1996, recorded in Volume 325, Page 245 of the Official Public Records of Chambers County, Texas, from Charles D. Dyer, et ux to Bryant Dyer and Julie Dyer Eades and reconveyed to Charles D. Dyer and Mary E. Dyer by Gift Deed dated June 15, 1999, recorded in Volume 453, Page 228 of the Official Public Records of Chambers County, Texas.
14. Royalty interests in and to all oil, gas and other minerals conveyed in Deed dated June 19, 1958, recorded in Volume 202, Page 218 of the Deed Records of Chambers County, Texas, from Elda Fitzgerald to Mildred Somers, et al.
15. All oil, gas and other minerals from an undivided interest in subject property reserved by conveyance of the Surface Estate Only in Deed dated May 28, 1973, recorded in Volume 348, Page 283 of the Deed Records of Chambers County, Texas, from Joe M. Davis, et al to Charles D. Dyer. (Oil Tract 6 and Home Tract 6)
16. All oil royalties from an undivided interest in subject property reserved in Deed dated June 20, 1975, recorded in Volume 369, Page 778 of the Deed Records of Chambers County, Texas, from Clyde V. Hornback, et al to Charles D. Dyer. (Oil Tract 6 and Home Tract 6)
17. All oil, gas and other minerals, together with the right of ingress and egress for the purpose of exploring for and developing same, reserved in Deed dated September 25, 1975, recorded in Volume 374, Page 477 of the Deed Records of Chambers County, Texas, from Elda Fitzgerald to Mary Beth Dyer. (Home Tract 11)
18. All oil, gas and other minerals, including salt, together with the right of ingress and egress for the purpose of exploring for and developing same, conveyed in Gift Deed dated December 5, 1996, recorded in Volume 325, Page 245 of the Official Public Records of Chambers County, Texas, from Charles D. Dyer, et ux to Bryant Dyer and Julie Dyer Eades, and reconveyed to Charles D. Dyer and Mary E. Dyer by Gift Deed dated June 15, 1999, recorded in Volume 453, Page 228 of the Official Public Records of Chambers County, Texas.
19. All oil, gas and other minerals in, under and that may be produced from subject property reserved in Deed dated December 28, 2006, recorded in Volume 923, Page 706 of the Official Public Records of Chambers County, Texas, from Charles D. Dyer, et ux to B-J Dyer Family Limited Partnership. (Home Tracts 6, 7 and 11 and Oil Tract 6)
20. Subject to the terms, conditions and stipulations contained in any valid and existing oil, gas and/or minerals lease affecting subject property, any ratifications or renewals thereof, any oil or gas units designated under the terms thereof, and/or the rights of all parties thereto and thereunder, including but not limited to those certain oil, gas and mineral leases recorded in Volume 16, Page 177, Volume 21, Page 291, Volume 30, Page 625, Volume 553, Pages 7, 11, 15, 19 and 23 and Volume 561, Pages 293, 297, 301, 305 and 309, all of the Deed Records of Chambers County, Texas, and in Volume 89, Page 290 of the Official Public Records of Chambers County, Texas.

END OF EXHIBIT "B"

FITZGERALD PROPERTY ACQUISITION

{937521;}

OFFICIAL PUBLIC RECORDS
CHAMBERS COUNTY, TEXAS
Heather H. Hawthorne, County Clerk

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

SPECIAL WARRANTY DEED

Date: April 29, 2008

Grantor: PHILIP R. FITZGERALD; FRANK H. FITZGERALD; BRYAN LEE FITZGERALD; and BARBARA FITZGERALD O'TOOLE

Grantor's Mailing Address:

PHILIP R. FITZGERALD
P. O. BOX 109467
HOUSTON, TEXAS 77224

FRANK H. FITZGERALD
12802 LAUREN LANE
MONTGOMERY, TEXAS 77356

BRYAN LEE FITZGERALD
5610 RUMMELL ROAD
LITTLE ROCK ARKANSAS 77356

BARBARA FITZGERALD O'TOOLE
2804 MID LANE
HOUSTON, TEXAS 77017

Grantee: ONEOK Mont Belvieu Storage Company, L.L.C., a Delaware limited liability company

Grantee's Mailing Address:

ONEOK Mont Belvieu Storage Company, L.L.C.
601 GAGE
TOPEKA, KANSAS

Consideration:

TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged.

Special Warranty Deed
Philip R. Fitzgerald et al to
ONEOK Mont Belvieu Storage Company LLC

Page 1 of 1

2008 36341

Property (Including any improvements):

Those two (2) certain tracts or parcels of land situated in the HENRY GRIFFITH LEAGUE, Abstract No. 12, Chambers County, Texas, and being Lot 4C commonly known as OIL TRACT NO. 4 and Lot 4D, commonly known as HOME TRACT NO. 4 as set aside to Kinzie Lee Fitzgerald and W. L. Fitzgerald, Jr. as heirs of Myrtle R. Fitzgerald in Report of Commissioners entered in Cause No. 167 in the District Court of Chambers County, Texas, styled "T. S. Fitzgerald vs. F. M. Fitzgerald, et al". Said tracts or parcels of land being more particularly described by metes and bounds as follows, to-wit:

OIL TRACT NO. 4: BEGINNING at the South corner of Oil Tract No. 3;

THENCE North 18° 36' West along the line between Tracts 3 and 4, 306 varas to the South line of Home Tract No. 7;

THENCE South 60° 20' West along the South line of said Home Tract No. 7, 23.44 varas;

THENCE South 18° 35' East 398 varas to the South line of said Fitzgerald lands;

THENCE North 60° 20' East 23.44 varas to the PLACE OF BEGINNING, containing 1.61 acres of land, more or less.

HOME TRACT NO. 4: BEGINNING at the Westerly corner of Home Tract No. 3;

THENCE North 00° 40' East along the line between Tracts 3 and 4, 527.6 varas to the South line of Prairie Tract No. 1;

THENCE West 61 varas;

THENCE South 00° 40' West 528.4 varas;

THENCE North 89° 08' East 61 varas to the PLACE OF BEGINNING, containing 4.76 acres of land, more or less.

Reservations from Conveyance:

For Grantor and Grantor's heirs, successors, and assigns forever, a reservation of all oil, gas, and other minerals in and under and that may be produced from the Property. If the mineral estate is subject to existing production or an existing lease, this reservation includes the production, the lease, and all benefits from it.

Grantor waives and conveys to Grantee the right of ingress and egress to and from the surface of the Property relating to the portion of the mineral estate owned by Grantor.

*Special Warranty Deed
Phillip R. Fitzgerald et al to
ONEOK Mont Belvieu Storage Company LLC*

Nothing herein, however, restricts or prohibits the pooling or unitization of the portion of the interest estate owned by Grantor with land other than the Property; or the exploration or production of the oil, gas, and other minerals by means of wells that are drilled or mines that open on land other than the Property but enter or bottom under the Property, provided that these operations in no manner interfere with the surface or substantial support of any improvements constructed or to be constructed on the Property.

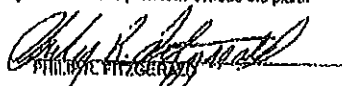
Exceptions to Conveyance and Warranty:

Validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing instruments, other than conveyances of the surface fee estate, that affect the Property; and taxes for 2000, which Grantee assumes and agrees to pay, and subsequent assessments for that and prior years due to change in land usage, ownership, or both, the payment of which Grantee assumes.

Grantor, for the Consideration and subject to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty, grants, sells, and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's heirs, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs and successors to warrant and forever defend all and singular the Property to Grantee and Grantee's heirs, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof when the claim is by, through, or under Grantor but not otherwise, except as to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty.

Grantor grants and conveys the Property to Grantee as separate property.

When the context requires, singular nouns and pronouns include the plural.


PHILIP H. FITZGERALD

FRANK H. FITZGERALD


BRYAN LEE FITZGERALD

BARBARA FITZGERALD O'TOOLE

Nothing herein, however, restricts or prohibits the pooling or utilization of the portion of the mineral estate owned by Grantor with land other than the Property; or the exploration or production of the oil, gas, and other minerals by means of wells that are drilled or mines that open on land other than the Property but enter or bottom under the Property, provided that these operations in no manner interfere with the surface or subsurface support of any improvements constructed or to be constructed on the Property.

Exceptions to Conveyance and Warranty:

Validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing instruments, other than conveyances of the surface fee estate, that affect the Property; and taxes for 2008, which Grantee assumes and agrees to pay, and subsequent assessments for that and prior years due to change in land usage, ownership, or both, the payment of which Grantee assumes.

Grantor, for the Consideration and subject to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty, grants, sells, and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's heirs, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs and successors to warrant and forever defend all and singular the Property to Grantee and Grantee's heirs, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof when the claim is by, through, or under Grantor but not otherwise, except as to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty.

Grantor grants and conveys the Property to Grantee as separate property.

When the context requires, singular nouns and pronouns include the plural.

PHILIP R. FITZGERALD

FRANK H. FITZGERALD

BRYAN LEE FITZGERALD

Barbara Fitzgerald O'Toole

BARBARA FITZGERALD O'TOOLE

Special Warranty Deed
Philip R. Fitzgerald et al to
ONEOK Mont Belvieu Storage Company LLC

201 VOL PG
34985 02 1037 469

FILED FOR RECORD III

Chadwick County

CHD APR 30, 2008 AT 03115A

AS AIN Public Records

Heather H. Hawthorne, COUNTY CLERK

CLERK NUMBER 00034985

APR 30, 2008 \$1.00

RECEIPT NUMBER 08230017

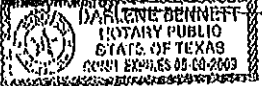
BY RECORDS
STATE OF TEXAS
AS STAMPED HEREON BY ME, APR 30, 2008

Heather H. Hawthorne, COUNTY CLERK

Recorded: *Anna B. Huling*

STATE OF TEXAS)
COUNTY OF Chambers)

This instrument was acknowledged before me on April 29
2008, by PHILIP R. FITZGERALD.

Darlene Bennett
Notary Public, State of Texas
My commission expires: 05-08-2009


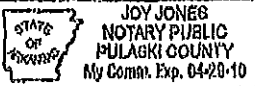
STATE OF TEXAS)
COUNTY OF _____)

This instrument was acknowledged before me on _____
2008, by FRANK H. FITZGERALD.

Notary Public, State of Texas
My commission expires: _____

STATE OF ARKANSAS)
COUNTY OF Pulaski)

This instrument was acknowledged before me on April 28
2008, by BRYAN LEE FITZGERALD.

JOY JONES
NOTARY PUBLIC
PULASKI COUNTY
My Comm. Exp. 04-20-10

Joy Jones
Notary Public, State of ARKANSAS
My commission expires: 4-20-2010

State of Arkansas
PULASKI COUNTY
ONEOK Health Services Company LLC

Page 4 of 5

STATE OF TEXAS)
COUNTY OF _____)

This instrument was acknowledged before me on _____
2008, by PHILIP R. FITZGERALD.

Notary Public, State of Texas
My commission expires: _____

STATE OF TEXAS)
COUNTY OF HARRIS)

This instrument was acknowledged before me on 14 Apr. 2
2008, by FRANK H. FITZGERALD.



Margaret Gallagher
Notary Public, State of Texas
My commission expires: 8/12/2008

STATE OF ARKANSAS)
COUNTY OF _____)

This instrument was acknowledged before me on _____
2008, by BRYAN LEE FITZGERALD.

Notary Public, State of ARKANSAS
My commission expires: _____

Sworn to and signed by me
Philip R. Fitzgerald at 6:15
04/20/08 at The Brick Store Company LLC

STATE OF ~~ARKANSAS~~ ^{TEXAS})
COUNTY OF ~~Crawford~~ ^{Collins})

This instrument was acknowledged before me on April 28, 2008
2008, by BARBARA FITZGERALD O'TOOLE.



Tommy Welch
Notary Public, State of Texas
My commission expires: July 6, 2011

PREPARED IN THE OFFICE OF:
JOE F. SANDLIN
P. O. BOX 668
707 WILLOOX
ANAHUAC, TEXAS 77814
Tel: (409) 267-3793
Fax: (409) 267-3792

AFTER RECORDING RETURN TO:
ONEOK Mont Belvieu Storage Company, L.L.C
601 GAGE
TOPEKA, KANSAS

Special Warranty Deed
Philip R. Fitzgerald et al to
ONEOK Mont Belvieu Storage Company LLC

KOCH PROPERTY DESCRIPTION

(Odell property)

(Less and except property conveyed by ONEOK to Placid*)

Plus

PROPERTY CONVEYED BY PLACID AS PART OF SWAP

(*Note - The deed covering the conveyance from ONEOK to Placid may not have been recorded)

{937521;}

VALERO ACQUISITION 2006

{937521;}

October 1, 1997

METES AND BOUNDS DESCRIPTION
OF AN 11.715 ACRE TRACT SITUATED IN THE
HENRY GRIFFITH LEAGUE, ABSTRACT 12
CHAMBERS COUNTY, TEXAS

A Metes and Bounds description of an 11.715 acre tract out of a call 30 acre tract as recorded in Volume 53, Page 258, Chambers County Deed Records (C.C.D.R.), said 11.715 acre tract being situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, and being more particularly described as follows:

All bearings are based on the Texas Coordinate System, South Central Zone.

BEGINNING at a 3/4" iron pipe found for the Southwest corner of the herein described 11.715 acre tract, said "POINT OF BEGINNING" being the point of intersection of the Westerly line of said 30 acre tract with the West ROW line of State Highway 146 (120' wide);

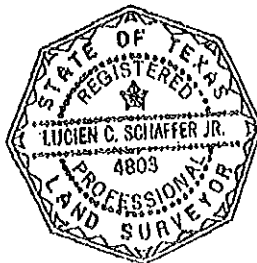
THENCE, along the Westerly line of said 30 acre tract, North 33°26'17" West, 1226.79 feet to a 1/2" iron rod (bent) found for corner, said corner being the Southwest corner of a call 5.859 acre tract conveyed to Koch Pipeline as recorded in Volume 93-213, Page 708, Official Public Records of Chambers County;

THENCE, along the South line of said 5.859 acre tract, North 56°19'06" East, 573.61 feet to a 1/2" iron rod found for corner in the Easterly line of said 30 acre tract, said corner being the Southeast corner of said 5.859 acre tract;

THENCE, along said East line, South 33°29'26" East, 551.42 feet to a 5/8" iron rod set for the Southeast corner of the herein described tract, said Southeast corner being the most Southerly corner of a call 9.149 acre tract conveyed to Placid Refining as recorded in Volume 423, Page 237, C.C.D.R., said corner being in the West ROW line of State Highway 146;

THENCE, along said West ROW line, South 06°49'36" West, 888.27 feet to the POINT OF BEGINNING and containing 11.715 acres of land.
(Plat Attached.)

Lucien C. Schaffer Jr. 10-2-97
Lucien C. Schaffer Jr. RPLS 4803



koch\89611ac.m&b

October 1, 1997

METES AND BOUNDS DESCRIPTION
OF AN 6.149 ACRE TRACT SITUATED IN THE
HENRY GRIFFITH LEAGUE, ABSTRACT 12
CHAMBERS COUNTY, TEXAS

A Metes and Bounds description of an 6.149 acre tract out of a call 30 acre tract as recorded in Volume 53, Page 258, Chambers County Deed Records (C.C.D.R.), said 6.149 acre tract being situated in the Henry Griffith League, Abstract 12, Chambers County, Texas, and being more particularly described as follows:

All bearings are based on the Texas Coordinate System, South Central Zone.

BEGINNING at a 3/4" iron rod found for the Northeast corner of the herein described 6.149 acre tract, said "POINT OF BEGINNING" being the point of intersection of the Easterly line of said 30 acre tract with the East ROW line of State Highway 146 (120' wide);

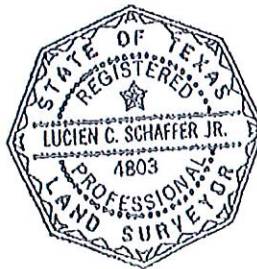
THENCE, along the Easterly line of said 30 acre tract, South 33°29'26" East, 539.32 feet (called 544.94 feet) to a 5/8" iron rod set for corner, said corner being the South corner of a call 3.743 acre tract conveyed to Placid Refining as recorded in Volume 423, Page 237, C.C.D.R., said corner being in the West ROW line of Old Dayton-Barber's Hill Road;

THENCE, along the West ROW line of Old Dayton-Barber's Hill Road, South 07°44'41" East, 492.90 feet to a 5/8" iron rod set for corner, said corner being the calculated Northeast corner of a call 3.804 acre tract conveyed to Robert N Herrington as recorded in Volume 90-117, Page 34, Official Public Records of Chambers County;

THENCE, along the North line of said 3.804 acre tract, North 83°12'21" West, at 4.20 feet pass a found 3/8" iron rod, and continuing for a total distance of 472.96 feet (called 468.01 feet) to a 5/8" iron rod found for the Northwest corner of said 3.804 acre tract, said corner being in the East ROW line of State Highway 146;

THENCE, along said East ROW line, North 06°49'36" East, 888.53 feet to the POINT OF BEGINNING and containing 6.149 acres of land.
(Plat Attached.)

Lucien C. Schaffer 10-2-97
Lucien C. Schaffer, Jr. RPLS 4803



koch\8966ac.m&b

SSC

Leos & Except this tract
STANGER SURVEYING CANTON LLC

581 S. TRADE DAYS BLVD.
CANTON, TEXAS 75103

PH: 903-567-5680

FAX: 903-567-6861

HENRY GRIFFITH LEAGUE, ABSTRACT NO. 12
CHAMBERS COUNTY, TEXAS

METES AND BOUNDS DESCRIPTION FOR 0.344 OF AN ACRE OF LAND

BEING 0.344 of an acre of land situated in the Henry Griffith League, Abstract No. 12, Chambers County, Texas, and being a part of that certain called 5.859 acre tract described in a Special Warranty Deed, dated July 1, 2005, from Koch Pipeline Company, L.P. to KPL NGL Pipeline, L.P., recorded in 05 790 671 of the Official Public Records of Chambers County, Texas. Said 0.344 of an acre of land being more particularly described as follows:

BEGINNING at a crimped 2 inch iron pipe (found) for corner at the North corner of the above referenced 5.859 acre tract, at the West corner of that certain called 9.149 acre tract (Tract No. 1) described in a Warranty Deed from Vantage Realty Company, Trustee, to Placid Refining Company, recorded in Volume 423, Page 237 of the Deed Records of Chambers County, Texas, in the Southeast line of that certain called 376.764 acre (Tract No. 4) described in said Warranty Deed to Placid Refining Company (Vol. 423, Pg. 237), and being located in the recognized Northwest line of the Henry Griffith League, Abstract No. 12;

THENCE: South 33 deg. 27 min. 08 sec. East, with the Northeast line of said 5.859 acre tract and with the Southwest line of said 9.149 acre tract, a distance of 214.80 feet to a point for corner in the existing edge of water (as of November 2, 2007) on the North side of the Coastal Industrial Water Authority Canal, from which a 1/2 inch iron rod (set) for reference bears North 33 deg. 27 min. 08 sec. West, a distance of 10.03 feet;

THENCE: in a Northwesterly direction, over and across said 5.859 acre tract, and with the existing edge of water (as of November 2, 2007) on the North side of said canal, as follows:

North 64 deg. 31 min. 50 sec. West, a distance of 8.61 feet to a point for corner;

North 66 deg. 26 min. 04 sec. West, a distance of 49.70 feet to a point for corner;

North 66 deg. 16 min. 52 sec. West, a distance of 54.86 feet to a point for corner;

North 65 deg. 43 min. 24 sec. West, a distance of 52.13 feet to a point for corner;

North 68 deg. 36 min. 41 sec. West, a distance of 50.77 feet to a point for corner;

North 73 deg. 39 min. 15 sec. West, a distance of 40.24 feet to a point for corner;

and

North 82 deg. 59 min. 38 sec. West, a distance of 4.10 feet to a point for corner in the Northwest line of said 5.859 acre tract, in the Southeast line of the above mentioned 376.764 acre tract, and being located in the recognized Northwest line of the Henry Griffith League, Abstract No. 12;

THENCE: North 56 deg. 17 min. 50 sec. East, with the Northwest line of said 5.859 acre tract, with the Southeast line of said 376.764 acre tract, and with the recognized Northwest line of the Henry Griffith League, a distance of 147.41 feet back to the **PLACE OF BEGINNING** and containing 0.344 of an acre of land.

I, Mark D. Bryant, Sr., Registered Professional Land Surveyor, do hereby certify that the above description was prepared from an actual survey made on the ground under my direction and supervision during the month of November, 2007.

A red plastic cap stamped "Stanger" was placed on the above described 1/2 inch iron rods (set). Bearings are based on the record bearing of "S 06°49'36" W" along the monumented East line of that certain called 11.715 acre tract described in 02 535 347 of the Official Public Records of Chambers County, Texas. Reference made to Plat of Survey prepared even date (C07214).

GIVEN UNDER MY HAND AND SEAL, this the 5th day of November, 2007.

Mark D. Bryant, Sr.

Mark D. Bryant, Sr.,
Registered Professional Land Surveyor
State of Texas No. 4360

Job No.: C07214

Survey Completed: 11-02-2007



*Property Acquired
From Placid*

SSC

STANGER SURVEYING CANTON LLC

581 S. TRADE DAYS BLVD.
CANTON, TEXAS 75103

PH: 903-567-5680

FAX: 903-567-6861

HENRY GRIFFITH LEAGUE, ABSTRACT NO. 12
CHAMBERS COUNTY, TEXAS

METES AND BOUNDS DESCRIPTION FOR 1.740 ACRES OF LAND

BEING 1.740 acres of land situated in the Henry Griffith League, Abstract No. 12, Chambers County, Texas, and being a part of that certain called 9.149 acre tract (Tract No. 1) described in a Warranty Deed, dated September 19, 1978, from Vantage Realty Company, Trustee, to Placid Refining Company, recorded in Volume 423, Page 237 of the Deed Records of Chambers County, Texas. Said 1.740 acres of land being more particularly described as follows:

COMMENCING at a crimped 2 inch iron pipe (found) for corner at the West corner of the above referenced 9.149 acre tract, in the Southeast line of that certain called 376.764 acre (Tract No. 4) described in the above referenced Warranty Deed to Placid Refining Company (Vol. 423, Pg. 237), at the North corner of that certain called 5.859 acre tract described in a Special Warranty Deed from Koch Pipeline Company, L.P. to KPL NGL Pipeline, L.P., recorded in 05 790 671 of the Official Public Records of Chambers County, Texas, and being located in the recognized Northwest line of the Henry Griffith League, Abstract No. 12;

THENCE: South 33 deg. 27 min. 08 sec. East, with the Southwest line of said 9.149 acre tract and with the Northeast line of said 5.859 acre tract, a distance of 345.01 feet to a point for corner at the PLACE OF BEGINNING of the hereinafter described 1.740 acre tract and being located in the existing edge of water (as of November 2, 2007) on the South side of the Coastal Industrial Water Authority Canal, from which a 1/2 inch iron rod (set) for reference bears South 33 deg. 27 min. 08 sec. East, a distance of 11.16 feet;

THENCE: in a Southeasterly direction, over and across said 9.149 acre tract and with the existing edge of water (as of November 2, 2007) on the South side of said canal, as follows:

South 65 deg. 08 min. 50 sec. East, a distance of 5.67 feet to a point for corner;

South 63 deg. 59 min. 25 sec. East, a distance of 63.42 feet to a point for corner;

South 65 deg. 16 min. 20 sec. East, a distance of 76.08 feet to a point for corner;

South 65 deg. 49 min. 12 sec. East, a distance of 101.06 feet to a point for corner;

South 65 deg. 48 min. 04 sec. East, a distance of 69.08 feet to a point for corner;

South 69 deg. 25 min. 27 sec. East, a distance of 27.89 feet to a point for corner;

South 63 deg. 15 min. 15 sec. East, a distance of 20.33 feet to a point for corner;

and

South 64 deg. 42 min. 54 sec. East, a distance of 21.94 feet to a point for corner;

THENCE: South 24 deg. 17 min. 48 sec. West, at 1.55 feet entering the concrete wall on the Southwest end of a flood gate, continuing along the outside face of said wall, in all a total distance of 2.11 feet to a point for corner;

THENCE: South 65 deg. 42 min. 12 sec. East, along the outside face of the concrete wall on the South side of said flood gate, at 26.12 feet leaving said wall, continuing in all a total distance of 57.30 feet to a 1/2 inch iron rod (set) for corner in the East line of said 9.149 acre tract and being located in the West right-of-way line of State Highway No. 146 (a 120' right-of-way at this location);

THENCE: South 06 deg. 49 min. 36 sec. West, with the East line of said 9.149 acre tract and with the West right-of-way line of State Highway No. 146, a distance of 360.47 feet to a 5/8 inch iron rod (found) for corner at the most Southerly corner of said 9.149 acre tract and being located at the most Easterly Northeast corner of that certain called 11.715 acre tract described in a Special Warranty Deed from Koch Hydrocarbon Company to Koch Pipeline Company, L.P., recorded in 02 535 347 of the Official Public Records of Chambers County, Texas;

THENCE: North 33 deg. 27 min. 08 sec. West, with the Southwest line of said 9.149 acre tract, with the Northeast line of said 11.715 acre tract, and with the Northeast line of the above mentioned 5.859 acre tract, a distance of 651.37 feet back to the PLACE OF BEGINNING and containing 1.740 acres of land.

I, Mark D. Bryant, Sr., Registered Professional Land Surveyor, do hereby certify that the above description was prepared from an actual survey made on the ground under my direction and supervision during the month of November, 2007.

A red plastic cap stamped "Stanger" was placed on the above described 1/2 inch iron rods (set).

Bearings are based on the record bearing of "S 06°49'36" W" along the monumented East line of the above mentioned 11.715 acre tract recorded in 02 535 347 of the Official Public Records of Chambers County, Texas;

Reference made to Plat of Survey prepared even date (C07214).

GIVEN UNDER MY HAND AND SEAL, this the 5th day of November, 2007.

Mark D. Bryant, Sr.

Mark D. Bryant, Sr.,
Registered Professional Land Surveyor
State of Texas No. 4360

Job No.: C07214

Survey Completed: 11-02-2007

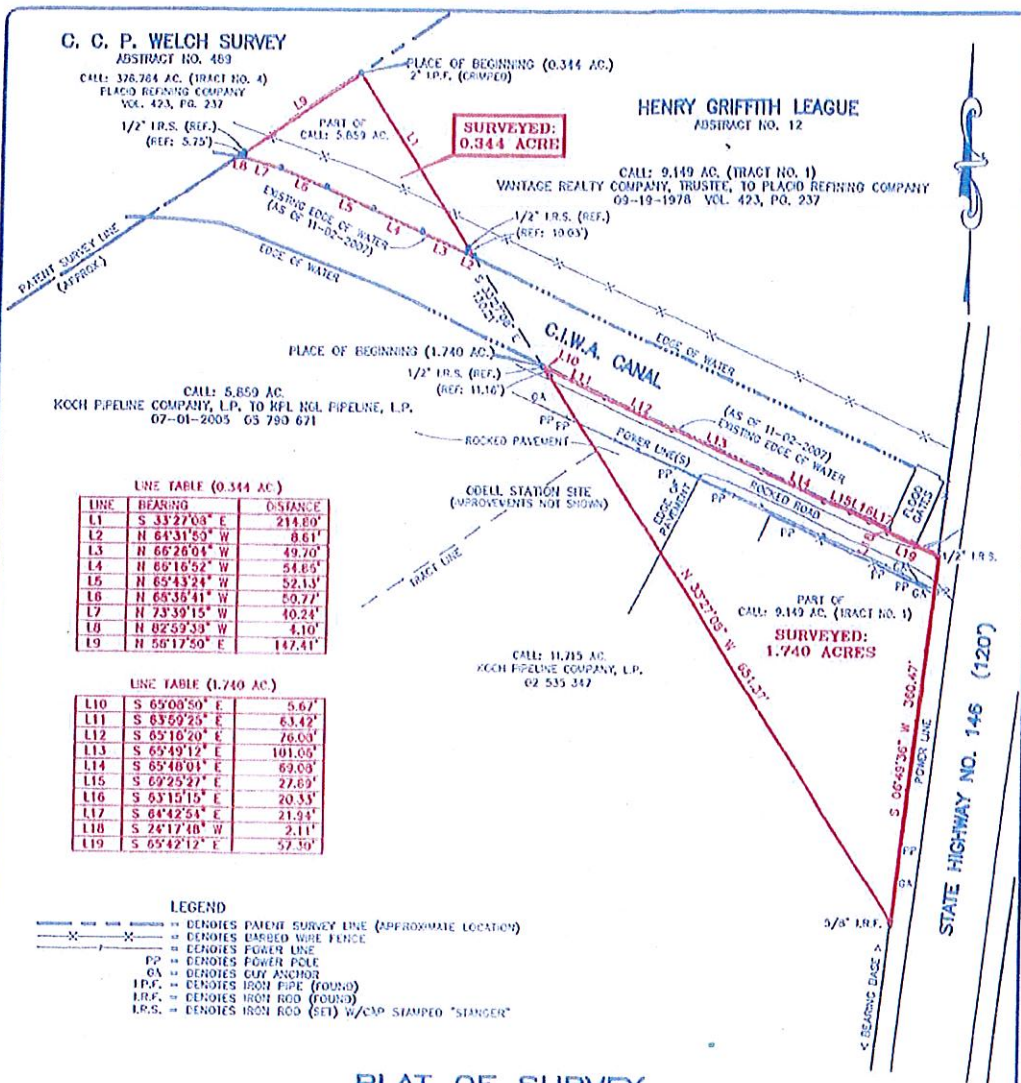


C. C. P. WELCH SURVEY

ABSTRACT NO. 489
CALL: 38,784 AC. (TRACT NO. 4)
PLACID REFINING COMPANY
VOL. 423, PG. 237
1/2" I.R.S. (REF.)
(REF: 5.75)

HENRY GRIFFITH LEAGUE

ABSTRACT NO. 12
CALL: 9,149 AC. (TRACT NO. 1)
VANTAGE REALTY COMPANY, TRUSTEE, TO PLACID REFINING COMPANY
03-19-1978 VOL. 423, PG. 237



PLAT OF SURVEY SHOWING PART OF THE HENRY GRIFFITH LEAGUE, ABSTRACT NO. 12 CHAMBERS COUNTY, TEXAS SCALE: 1" = 100 FEET

THIS SURVEYOR HAS MADE NO INVESTIGATION OR INDEPENDENT SEARCH FOR EASEMENTS OF RECORD, ENCUMBRANCES, RESTRICTIVE COVENANTS, OWNERSHIP TITLE EVIDENCE, OR ANY OTHER FACTS THAT AN ACCURATE AND CURRENT TITLE SEARCH MAY DISCLOSE.

IN PROVIDING THIS BOUNDARY SURVEY, NO ATTEMPT HAS BEEN MADE TO OBTAIN OR SHOW DATA CONCERNING EXISTENCE, SIZE, DEPTH, CONDITION, CAPACITY OR LOCATION OF ANY UTILITY EXISTING ON THE SITE, WHETHER PRIVATE, MUNICIPAL OR PUBLIC OWNED. SUBSURFACE AND ENVIRONMENTAL CONDITIONS WERE NOT SURVEYED OR EXAMINED OR STATEMENT IS MADE CONCERNING THE EXISTENCE OF UNDERGROUND OR OVERHEAD CONDITIONS, CONTAINERS OR FACILITIES THAT MAY AFFECT THE USE OR DEVELOPMENT OF THIS PROPERTY.

BEARINGS ARE BASED ON THE RECORD BEARING OF "S 05°49'36" W" ALONG THE MONUMENTED EAST LINE OF THE CALLED 11,715 ACRE TRACT SHOWN HEREON, PER 02 535 347, O.P.R.C.C.T.

SEE METES AND BOUNDS DESCRIPTIONS PREPARED EVEN DATE.

NOTE: SUBDIVISION OF REAL ESTATE IS REGULATED BY STATE LAW AND ADDITIONAL REGULATIONS MAY ALSO APPLY FROM LOCAL CITY AND COUNTY SUBDIVISION REGULATIONS. ANY INDIVIDUAL USING THIS SURVEY SHOULD CONSULT AN ATTORNEY TO DETERMINE TO WHAT EXTENT SUBDIVISION LAWS AND REGULATIONS APPLY TO HIS USE.

I, MARK D. BRYANT, SR., REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY THIS PLAT TO REFLECT AN ACTUAL SURVEY MADE ON THE GROUND UNDER MY SUPERVISION DURING THE MONTH OF NOVEMBER, 2007.

GIVEN UNDER MY HAND & SEAL, THIS THE 5TH DAY OF NOVEMBER, 2007.

Mark D. Bryant, Sr.

MARK D. BRYANT, SR.
REGISTERED PROFESSIONAL LAND SURVEYOR
STATE OF TEXAS NO. 4360

PLAT VOID IF NOT SIGNED BY REG.

PREPARED FOR: ONCOR NGL PIPELINE, L.P.



COPYRIGHT 2007
ALL RIGHTS RESERVED
STANGER SURVEYING CANTON LLC
CANTON, TEXAS
(NON-TRANSFERABLE)

STANGER
SURVEYING CANTON LLC
581 S. Trade Days Blvd.
Canton, Texas 75103
(903) 567-5680

SURVEY COMPLETED: 11-02-2007
FB/PB: VZ 177/46 JOB NO: C07214

Nothing herein, however, restricts or prohibits the pooling or utilization of the portion of the mineral estate owned by Grantor with land other than the Property; or the exploration or production of the oil, gas, and other minerals by means of wells that are drilled or mines that open on land other than the Property but enter or bottom under the Property, provided that these operations in no manner interfere with the surface or subsurface support of any improvements constructed or to be constructed on the Property.

Exceptions to Conveyance and Warranty:

Validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing instruments, other than conveyances of the surface fee estate, that affect the Property; and taxes for 2000, which Grantee assumes and agrees to pay, and subsequent assessments for that and prior years due to change in land usage, ownership, or both, the payment of which Grantee assumes.

Grantor, for the Consideration and subject to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty, grants, sells, and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's heirs, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs and successors to warrant and forever defend all and singular the Property to Grantee and Grantee's heirs, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof when the claim is by, through, or under Grantor but not otherwise, except as to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty.

Grantor grants and conveys the Property to Grantee as separate property

When the context requires, singular nouns and pronouns include the plural

PHILIP R. FITZGERALD

Philip R. Fitzgerald
FRANK H. FITZGERALD

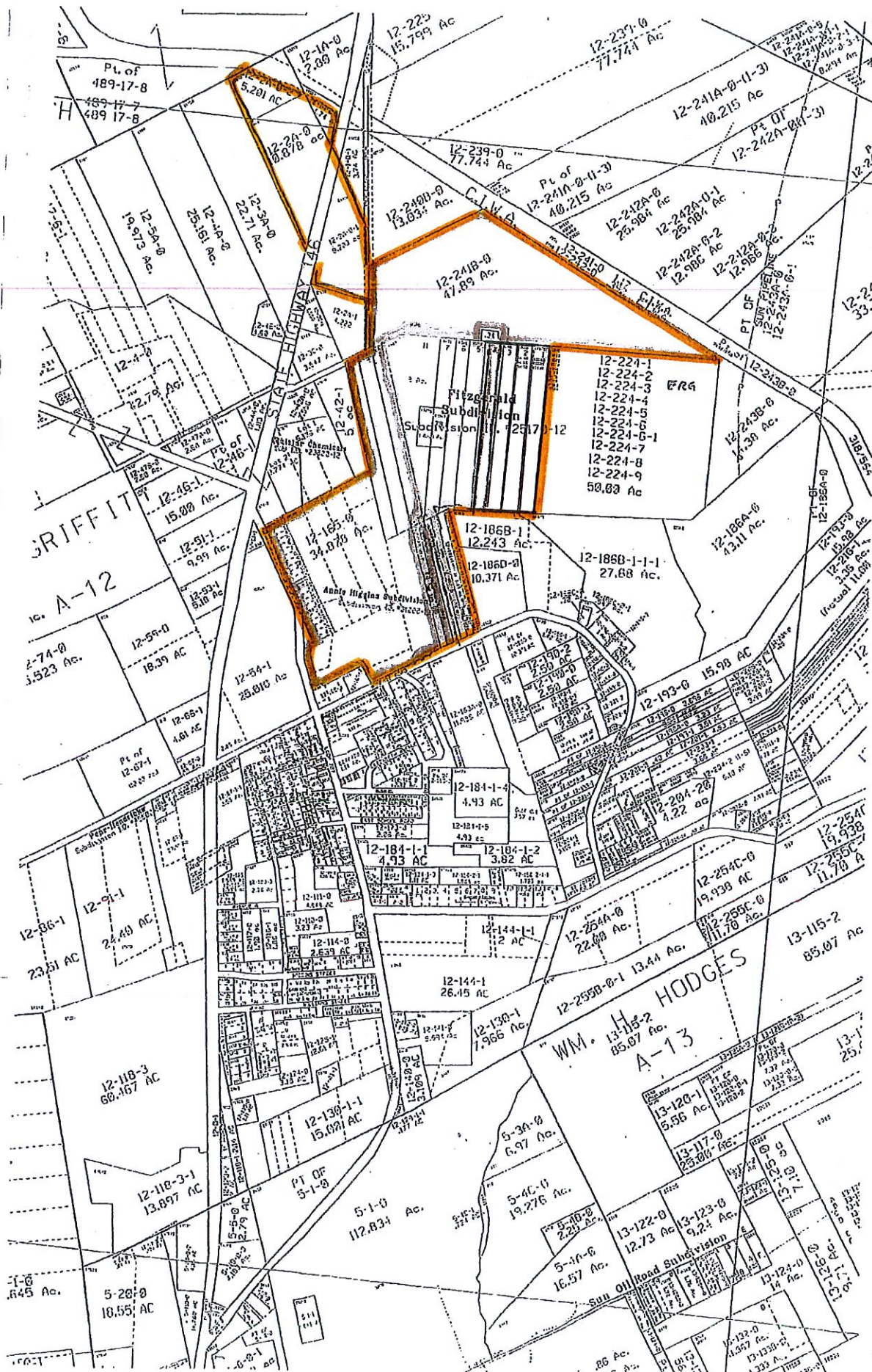
DAVID LEE FITZGERALD

MARGARET FITZGERALD O'TOOLE

Special Warranty Deed
Philip R. Fitzgerald et al
ONDOH Real Estate Group, LLC

Page 1 of 1

Oneil
Mont Belvieu



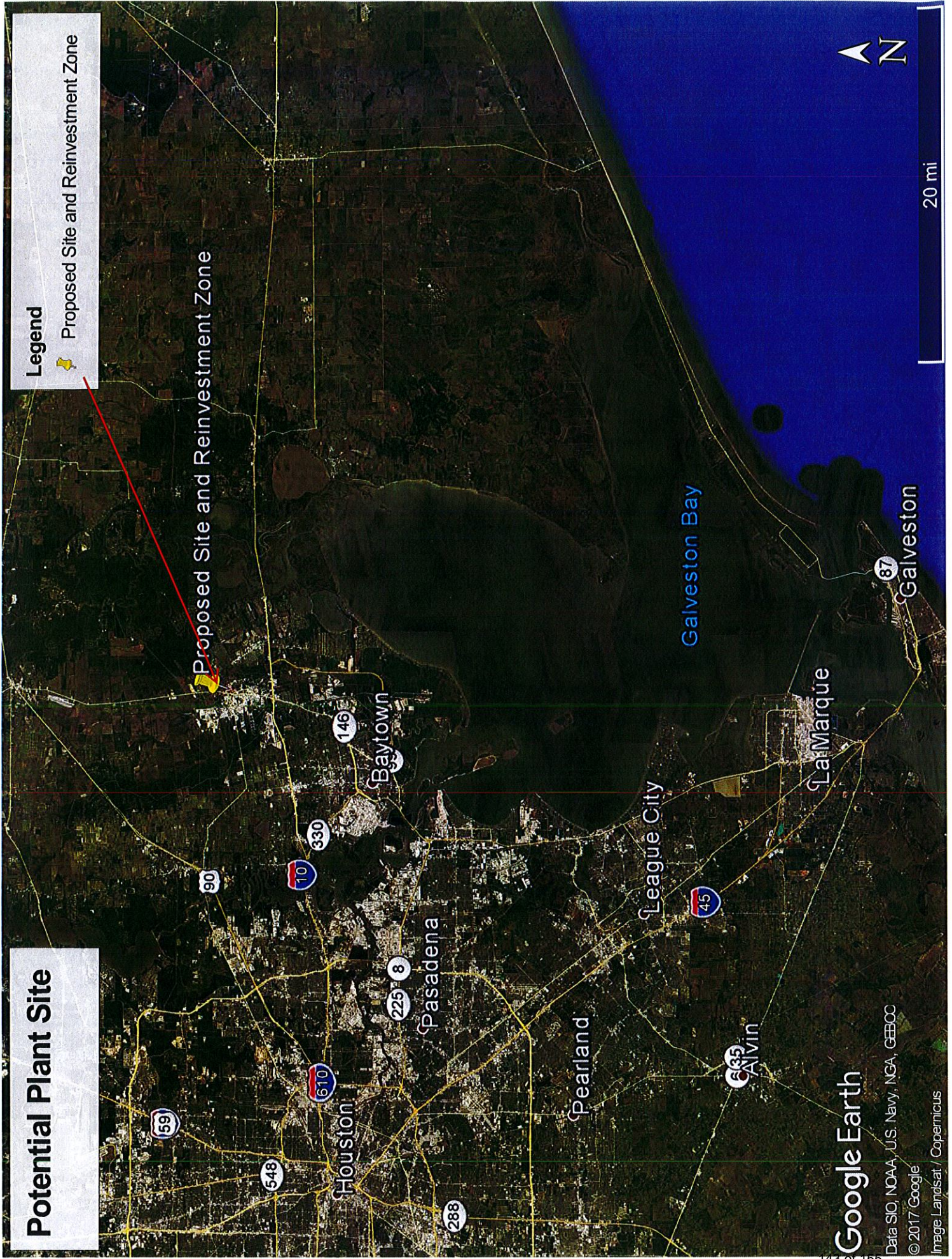
Koch
Valero
Dyar
Fitzgerald

Potential Plant Site

Legend

-  Proposed Site and Reinvestment Zone

Proposed Site and Reinvestment Zone



Google Earth

Data SIO, NOAA, U.S. Navy, NGA, GEBCO

© 2017 Google

Image Landsat / Copernicus

Barbers Hill ISD Map

Legend

- Barbers Hill Independent School District
- Reinvestment Zone

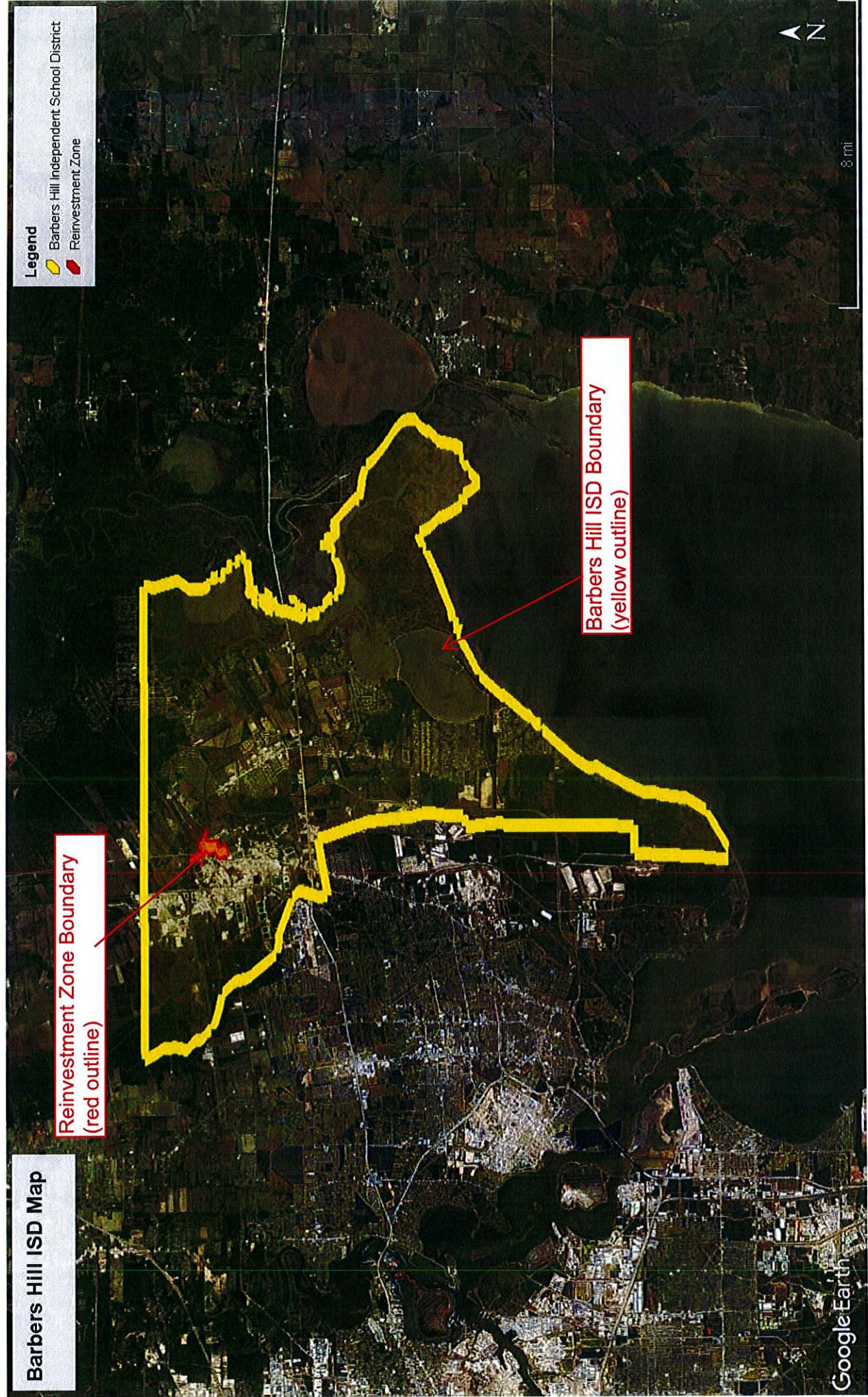
Reinvestment Zone Boundary
(red outline)

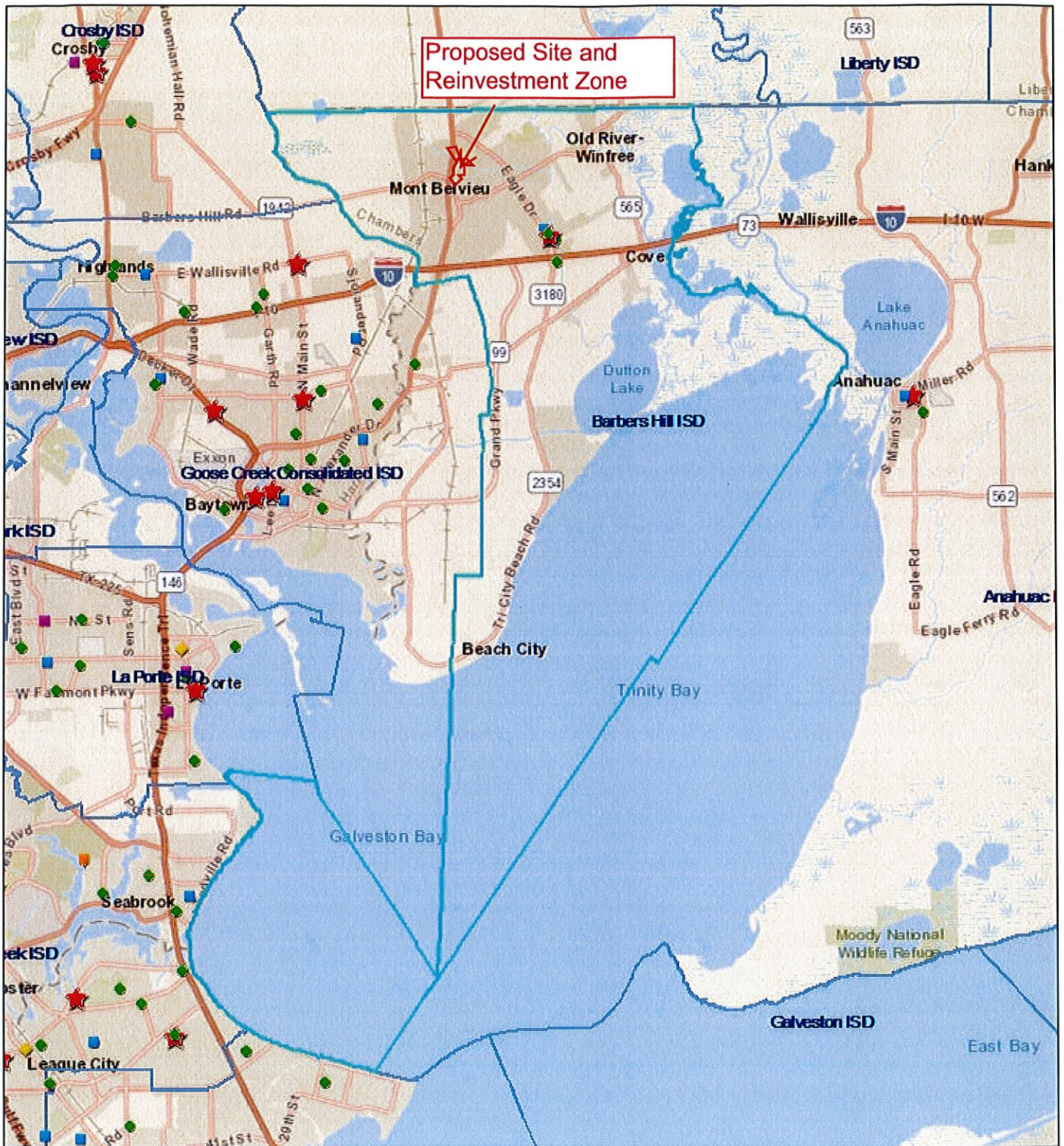
Barbers Hill ISD Boundary
(yellow outline)

Google Earth



8 mi



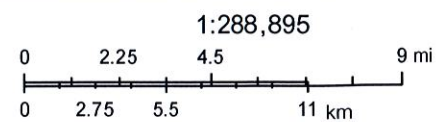


August 11, 2017

Current_Schools

- Elementary School
- Middle School
- Junior High School
- ★ High School


- ◆ Academy/Charter School
- Other Schools
- Texas_Outline
- Current_Districts



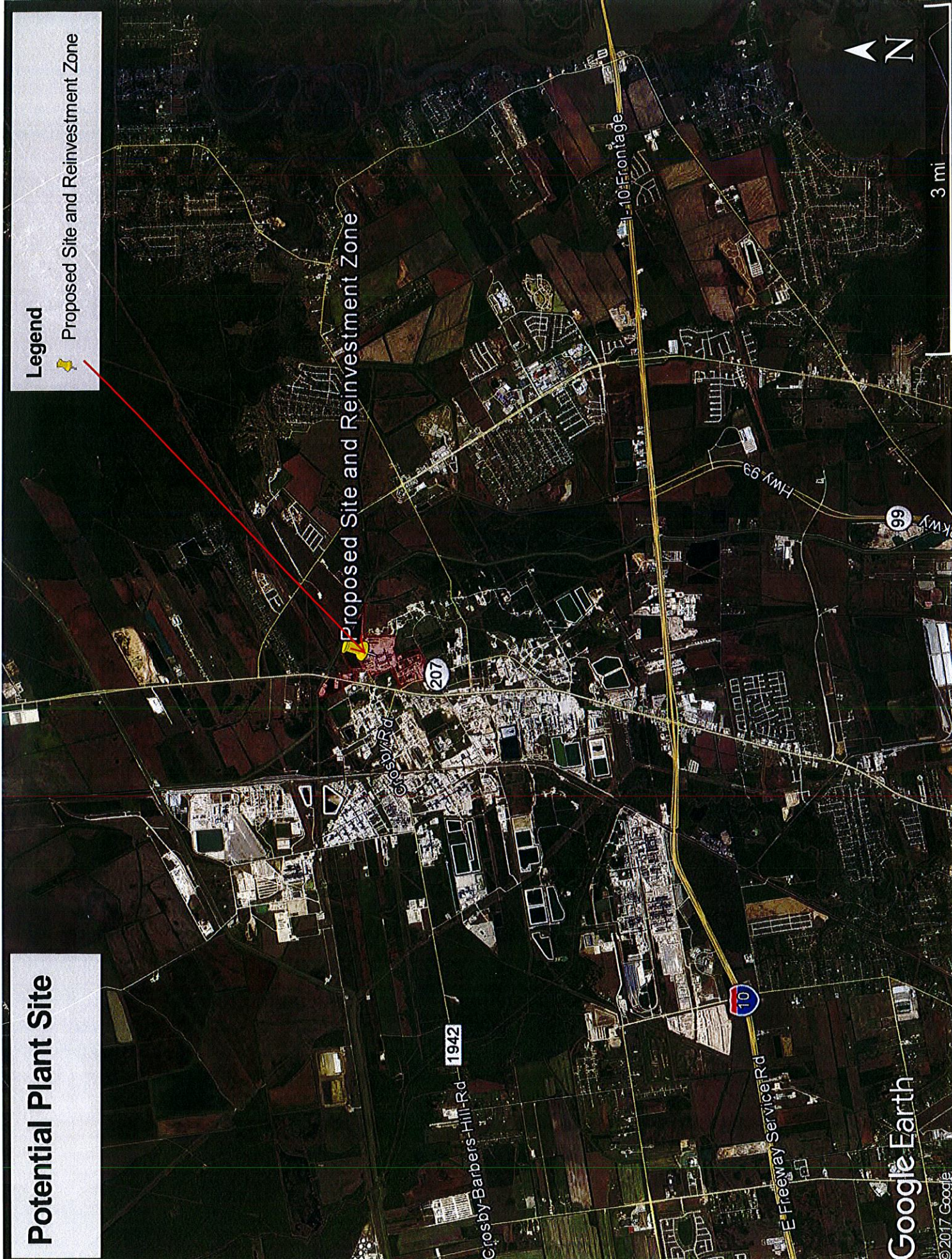
Sources: Esri, HERE, DeLorme, USGS, Intermap, INCREMENT P, NRCan, Esri Japan, METI, Esri China (Hong Kong), Esri Korea, Esri (Thailand), MapmyIndia, NGCC, © OpenStreetMap contributors, and the GIS User Community

Potential Plant Site

Legend

-  Proposed Site and Reinvestment Zone

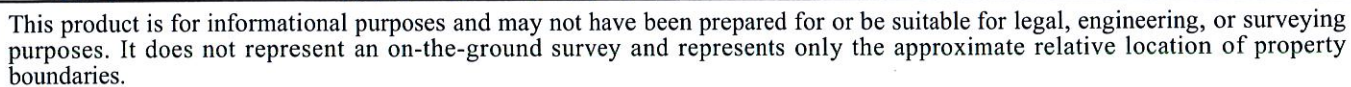
Proposed Site and Reinvestment Zone



Google Earth

© 2017 Google





Reinvestment Zone

Legend



Reinvestment Zone 336

Reinvestment Zone
Boundary (red outline)

Proposed Project Location
(yellow boundary)

Fitzgerald Rd

Google Earth

© 2017 Google



Attachment

X

Guidelines and Criteria for Reinvestment Zone

ORDINANCE NO. 2011-006

AN ORDINANCE PROVIDING FOR ELIGIBILITY TO PARTICIPATE IN TAX ABATEMENT, MAKING CERTAIN FINDINGS OF FACT, AND ADOPTING GUIDELINES AND CRITERIA FOR TAX ABATEMENT AGREEMENTS FOR THE CITY OF MONT BELVIEU IN ACCORDANCE WITH CHAPTER 312 OF THE TEXAS TAX CODE.

WHEREAS, pursuant to Chapter 312 of the Texas Tax Code, the City must elect to become eligible to participate in tax abatement;

WHEREAS, pursuant to Chapter 312 of the Texas Tax Code, certain tax abatement guidelines and criteria are necessary prior to the creation of a reinvestment zone or prior to entering into a tax abatement agreement;

WHEREAS, the prior tax abatement guidelines and criteria established by the City of Mont Belvieu expired on February 23, 2011;

WHEREAS, the City Council of the City of Mont Belvieu finds and determines that the guidelines and criteria as hereinafter set out are in the best interest of the City of Mont Belvieu to encourage certain types of development to the exclusion of others;

WHEREAS, the City Council of the City of Mont Belvieu reaffirms its absolute discretion to approve and/or reject any applicant for tax abatement, whether or not an application meets the criteria and/or guidelines as herein stated; and

WHEREAS, the City Council of the City of Mont Belvieu finds and determines that it should consider application for tax abatement and enter into tax abatement agreements which provide for tax abatements under criteria established by other taxing entities without city participation;

**NOW, THEREFORE,
BE IT ORDAINED BY THE CITY COUNCIL
OF THE CITY OF MONT BELVIEU, TEXAS:**

That pursuant to the provisions of Section 312.002(a) of the Texas Tax Code, the City of Mont Belvieu does hereby elect to become eligible to participate in tax abatement and hereby adopts the following tax abatement guidelines and criteria pursuant to 312.002(d):

Section 1.

The property subject to the abatement must be located within the city limits of the City of Mont Belvieu, Texas. Eligible business shall include any business duly authorized to operate in the State of Texas.

Section 2.

Eligible activities for which a tax abatement may be granted shall include the lesser of either the additional assessed value over the base year value or actual investment resulting from construction or acquisition of fixed assets.

Section 3.

The standard abatement formula that may be permitted in any abatement agreement shall be:

- 1.) Abatement shall not exceed five (5) years, beginning on January 1st after the signing of the tax abatement agreement.
- 2.) Years one (1), two (2), and three (3) will be one hundred percent (100%) abatement.
- 3.) Year four (4) will be at seventy five percent (75%) abatement.
- 4.) Year five (5) will be at fifty percent (50%) abatement.
- 5.) Year six (6) the abatement expires and all taxes are paid.

Section 4.

The City Council reserves the right to offer different terms in furtherance of the public interest. Conditions which justify non-standard terms and percentages of abatement include projects over \$10,000,000 million dollars of value, over twenty (20) new proposed jobs created or public infrastructure contributions.


Section 5.

The City may consider an application for abatement when entering into a tax abatement agreement which provides for no abatement to be granted by the City, but which provides for an abatement to be granted by other taxing entities to the extent of the limitations provided under their guidelines and criteria.

Section 6.

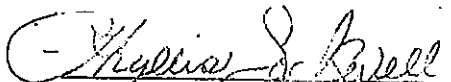
In the event that one or more of the provisions contained in this Ordinance shall for any reason be held to be invalid, illegal or unenforceable in any respect, such invalidity, illegality or unenforceability of this Ordinance shall be construed as if such invalid, illegal or unenforceable provision has never been contained herein, but shall not affect the remaining provisions of this Ordinance, which shall remain in full force and effect.

PASS AND APPROVED on this the 16th day of May, 2011.



Nick Dixon, Mayor

ATTEST:



Phyllis Sockwell, City Secretary

TAB 17

Signature and Certification Page

Application for Appraised Value Limitation on Qualified Property

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print
here

Becky McMann
Print Name (Authorized School District Representative)

Assistant Superintendent of Finance
Title

sign
here

Becky McMann
Signature (Authorized School District Representative)

January 29, 2018
Date

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print
here

Tim Blake
Print Name (Authorized Company Representative (Applicant))

VP Oneok Tax
Title

sign
here

[Signature]
Signature (Authorized Company Representative (Applicant))

January 19, 2018
Date



GIVEN under my hand and seal of office this, the

19 day of January, 2018

Kim Baucom
Notary Public in and for the State of Texas, Oklahoma

My Commission expires: 12-7-2020

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.