

Recording Requested By
And When Recorded Return To:

BP WEST COAST PRODUCTS LLC
4 Centerpointe Dr., LPR 4-243
La Palma, CA 90623-1066
Attn: Jean Smith
Facility: 81672
SCDB: 0031476
Location: 1338 Hwy 395 N.
Gardnerville, NV 89410



APN: 1220-04-601-024

#15504-RTO

Space Above For Recorder's Use Only

MEMORANDUM OF CONTRACT DEALER GASOLINE AGREEMENT

This Memorandum of Contract Dealer Gasoline Agreement (this "Memorandum"), dated 6-20, 2008, is entered into by BP WEST COAST PRODUCTS LLC, a Delaware limited liability company, whose address is 4 Centerpointe Drive, La Palma, California 90623-1066 ("BPWCP"), and LAMPE CORNERS, LTD., a Nevada limited liability company, whose address is 1338 Hwy 395 N., Gardnerville, Nevada 89410 ("Franchisee").

1. Right of First Refusal. For valuable consideration, Franchisee grants to BPWCP a right of first refusal to purchase all of Franchisee's interest, whether fee or leasehold, in the real property (the "Real Estate") commonly known as 1338 Hwy 395 N., Douglas County (the "County"), State of Nevada, and more particularly described in Exhibit "A" attached hereto, and all improvements located at the Real Estate.

2. Contract Dealer Gasoline Agreement. The terms of BPWCP's right of first refusal are more fully set forth in the unrecorded Contract Dealer Gasoline Agreement (the "Agreement") between BPWCP and Franchisee dated July 27, 2007. The term of the Agreement is for a period of ten (10) years. The Agreement is incorporated by reference into this Memorandum.

3. Purpose of Memorandum; Conflicting Provisions. The purpose of this Memorandum is to make BPWCP's right of first refusal a matter of public record. If a provision in this Memorandum conflicts with a provision in the Agreement regarding BPWCP's right of first refusal, the provision in the Agreement will control.

4. Expiration of the Agreement. Upon the expiration of the Agreement and BPWCP's receipt of a written request from Franchisee, BPWCP shall record a termination of the Agreement and this Memorandum in the Official Records of the County.

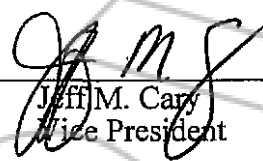
[REMAINDER OF PAGE LEFT INTENTIONALLY BLANK]

This Document is Signed in Counterpart

IN WITNESS WHEREOF, the parties hereto have affixed their signatures to this Memorandum as of the date written above.

BPWCP:

BP WEST COAST PRODUCTS LLC,
a Delaware limited liability company

By: 
Jeff M. Cary
Vice President

FRANCHISEE:

LAMPE CORNERS LTD.,
a Nevada limited liability company

By: _____
Name: Walter Niemeyer
Title: _____

By: _____
Name: Gregory W. Painter
Title: _____

By: _____
Name: Roger A. Falcke
Title: _____



IN WITNESS WHEREOF, the parties hereto have affixed their signatures to this Memorandum as of the date written above.

BPWCP:

BP WEST COAST PRODUCTS LLC,
a Delaware limited liability company

By: _____
Jeff M. Cary
Vice President

FRANCHISEE:

LAMPE CORNERS, LTD.,
a Nevada limited liability company

By: Walter Niemeyer
Name: Walter Niemeyer
Title: Partner Member

By: Gregory W. Painter
Name: Gregory W. Painter
Title: A Managing Member

By: Roger A. Falcke
Name: Roger A. Falcke
Title: Managing Member



Acknowledgement

STATE OF CALIFORNIA

COUNTY OF ORANGE

ss.

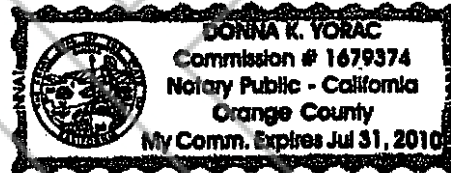
On July 31, 2008 before me, DONNA K. YORAC, Notary Public, personally appeared JEFF M. CARLY, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Donna K. Yorac
Notary Public

(Seal)



ACKNOWLEDGMENT

STATE OF NEVADA) SS
COUNTY OF Douglas

This instrument was acknowledged before me on this 7 day of Aug. 2008 by
Walter Niemeyer, Partner member

Kristy Nuzum
NOTARY PUBLIC



ACKNOWLEDGMENT

STATE OF NEVADA) SS
COUNTY OF Douglas

This instrument was acknowledged before me on this 7 day of Aug. 2008, by
Gregory W. Painter, a managing member

Kristy Nuzum
NOTARY PUBLIC



ACKNOWLEDGMENT

STATE OF NEVADA) SS
COUNTY OF Douglas

This instrument was acknowledged before me on this 12 day of Aug. 2008, by
Roger A. Falcke, a managing member

Kristy Nuzum
NOTARY PUBLIC

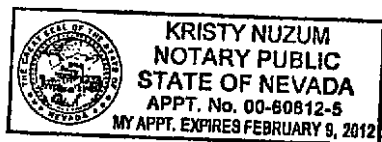


EXHIBIT "A"
LEGAL DESCRIPTION

All that certain real property situate in the County of Douglas, State of Nevada, described as follows:

A parcel of land located within a portion of the Northeast 1/4 of Section 4, Township 12 North, Range 20 East, M.D.B.&M., described as follows:

COMMENCING at the Northeast corner of Parcel D as shown on Parcel Map No. 2028 for LAMPE CORNERS, LTD. recorded March 27, 1998 in the Office of Recorder, Douglas County, Nevada as Document No. 435999, a point on the southerly right-of-way of U. S. Highway 395, the point of beginning; thence along said southerly right-of-way of U. S. Highway 395, South 51°04'00" East, 222.84 feet; thence South 38°56'00" West, 115.25 feet; thence South 89°53'12" West, 104.86 feet; thence along the southerly boundary of said Parcel D, along the arc of a curve concave to the North having a radius of 60.00 feet, central angle of 45°01'24", and an arc length of 47.15 feet; thence continuing along said southerly boundary of Parcel D, North 45°05'24" West, 140.98 feet to a point on the easterly right-of-way of Waterloo Lane; thence along said easterly right-of-way of Waterloo Lane, North 44°54'36" East, 156.64 feet; thence continuing along said easterly right-of-way of Waterloo Lane, North 86°55'19" East, 35.74 feet to the point of beginning.

NOTE: The above metes and bounds description appeared previously in that certain instrument recorded in the office of the County Recorder of Douglas County, Nevada on May 5, 2003, as Document No. 575640 of Official Records.

