

**OHIO DEPARTMENT OF TRANSPORTATION
SUBORDINATION AGREEMENT**

THIS AGREEMENT, made this 2nd day of February, 2015 between the State of Ohio, acting by and through the Director of Transportation of the State of Ohio, as First Party, hereinafter referred to as the STATE and the (Utility), as Second Party, hereinafter referred to as the COMPANY, whose office is located at (Utility Company Address).

WITNESSETH: Ohio River Pipe Line LLC
539 South Main Street
Findlay, Ohio 45840

WHEREAS, the STATE has acquired certain lands for highway purposes, (hereinafter called "Highway Right of Way") as located by surveys and shown on plans on file in the office of the Ohio Department of Transportation and has constructed on the Highway Right of Way a new highway as contemplated by said project designated as HAN 75-14.39 PID 87005.

WHEREAS, the COMPANY is the owner of certain 8" Pipe Line facilities which were located on property in which the COMPANY had a compensable property right and said facilities had to be relocated to accommodate the highway project; and

WHEREAS, the COMPANY has relocated the existing facilities, and at the request of the STATE has relocated said 8" Pipe Line along Service Road within the land covered by the Highway Right of Way, which is owned in fee title by the STATE, without replacement of the property right the COMPANY held in the previous location of said 8" Pipe Line facility.

NOW THEREFORE, for and in consideration of the mutual covenants hereinafter stipulated to be kept and performed, it is agreed between the parties as follows:

1. The STATE confirms the relocation of the COMPANY'S 8" Pipe Line within the Highway Right of Way, without replacement of the existing property right, covered by the COMPANY'S proposal as shown on the COMPANY'S relocation plans, approved by the STATE, and the COMPANY'S right to have access to said 8" Pipe Line to ensure the efficient and effective operation and maintenance thereof.
2. The COMPANY agrees that within the Highway Right of Way is the following described area;

Exhibit A- Sheets 1-3

The COMPANY'S rights under this agreement shall be subordinate and subject to the Highway Right of Way and the STATE'S rights thereunder, but only to the extent that the COMPANY'S exercise of these rights interferes with the STATE'S use of the

Highway Right of Way and the rights thereunder in the surface of the land covered by the Highway Right of Way and to the distance above or below the surface reasonably required for the original construction of the new highway and for the maintenance and operation of said highway as originally constructed.

3. Any exercise of the COMPANY'S rights shall be subject to the STATE'S rules and regulations for protection of the highway and the public use thereof, and the COMPANY shall indemnify the STATE against any damages to the highway resulting from any such exercise.


4. Any future or further alteration and/or relocation of any facility of the COMPANY now within the subordinate easement area as described in paragraph 2, which is required, by order of the STATE in connection with any use by the STATE of the Highway Right of Way or any of the rights thereunder after completion of the original construction of the new highway, shall be performed by the COMPANY; provided however, that the STATE shall reimburse the COMPANY for such performance (in accordance with applicable law), but exclusive of any additions to or betterments of facilities existing at the time such alteration and/or relocation is ordered by the STATE.

5. The consideration of this agreement is One Dollar (\$1.00), paid by the STATE, the receipt of which is hereby acknowledged by the COMPANY.

6. The agreement shall bind and inure to the benefit of the successors and assigns of the COMPANY and the STATE, respectively.

IN WITNESS WHEREOF, the parties hereunto have caused this agreement to be duly executed in duplicate as of the day and year first above written.

STATE OF OHIO

By 
JERRY WRAY
Director of Transportation

Ohio River Pipe Line LLC

By 

Name (Print) SCOTT TURNER

Title Manager,
Field Services & Planning



Exhibit A - Sheet 1 of 3



THE NATIONAL LINE & STONE COMPANY
 DBA: NLS
 O.R. 229, PG 208

**HEATH-FINDLAY 8" PRODUCTS LINE
 1-75/LIMA AVENUE REROUTE**
 CENTERLINE DESCRIPTION FOR PIPELINE
 PARCELS 510-WDV1, 503-WDY1, 508-WL &
 EXISTING RIGHT-OF-WAY OF LIMA AVE.

HANCOCK COUNTY
 CITY OF FINDLAY
 SECTION 24, T-1-N, R-10-E
 (LIBERTY TOWNSHIP)

TRAVIS R. POWELL
 O.R. 2206, PG 493

OWNER OF RECORD:
 CITY OF FINDLAY
 PARCEL 510-WDV1
 O.R. 2489, PG. 231

OWNER OF RECORD:
 STATE OF OHIO
 PARCEL 503-WDY1
 O.R. 2489, PG. 214

CENTERLINE DESCRIPTION FOR PIPELINE

SITUATED IN THE SOUTHWEST QUARTER OF SECTION 24, TOWNSHIP-1-NORTH, RANGE-10-EAST, CITY OF FINDLAY, HANCOCK COUNTY, OHIO, BEING A PART OF THE PERMANENT RIGHT-OF-WAY OF A SERVICE ROAD, LIMA AVENUE, AND LAKE CASCADES PARKWAY AND LOCATED BY THE FOLLOWING POINTS:

COMMENCING AT A 1/2 INCH PIPE AT NORTHWEST CORNER OF LANDS IN THE NAME OF TRAVIS R. POWELL, ALSO BEING THE SOUTHWEST CORNER OF LANDS IN THE NAME OF NATIONAL LINE & STONE COMPANY AND A CORNER OF AN EASEMENT FOR UTILITY PURPOSES (O.R. 2489, PG. 238); THENCE N 37°40'23"W, 67.52 FEET ALONG THE WEST PROPERTY LINE OF SAID NATIONAL LINE & STONE LANDS, BEING THE EAST LINE OF THE PERMANENT RIGHT-OF-WAY OF A SERVICE ROAD TO THE POINT OF BEGINNING; THENCE S 17°13'07"E, 353.96 FEET TO A POINT IN THE SOUTH LINE OF THE LIMITED ACCESS RIGHT-OF-WAY OF LIMA AVENUE, BEING THE PROPERTY LINE OF LANDS IN THE NAME OF OHIO LOGISTICS LTD., AN OHIO PARTNERSHIP AND THE POINT OF ENDING (THIS POINT IS N 72°38'15"W, 14.29 FEET FROM THE NORTHEAST CORNER OF SAID OHIO LOGISTICS PROPERTY, AS MEASURED ALONG SAID RIGHT-OF-WAY LINE.

BASIS OF BEARINGS

BEARINGS ARE BASED UPON OHIO NORTH ZONE GRID BEARINGS. ALL DISTANCES ARE PROJECT ADJUSTMENT DISTANCES. THE PROPOSED CENTERLINE HAS BEEN USED TO PROVIDE GROUND DISTANCES FOR THIS PROJECT. TO OBTAIN PROJECT COORDINATES MULTIPLY STATE PLANE GRID COORDINATES BY THE F.A.D.J.

NOTED PROVIDED COORDINATES ARE IN STATE PLANE GRID (NAD83, 2011), OHIO NORTH ZONE 1 (FIPS340 J)

THIS DESCRIPTION HAS BEEN PREPARED UNDER THE SUPERVISION OF IAN M. KOHLI, REGISTERED SURVEYOR NO. 8474, BASED ON THE FOLLOWING PLANS ON FILE WITH THE OHIO DEPARTMENT OF TRANSPORTATION, DISTRICT 1 OFFICE: HAN-15-14-39, PHASE 1 (2013)

Ian M. Kohli
 Ian M. Kohli
 Ohio Registered Surveyor No. 8474



PREPARED BY:
KOHLI & KAHLER ASSOCIATES, INC.
 2140 STATE STREET, SUITE 200
 FINDLAY, OHIO 44728-1000
 (419) 424-1111
 PREPARED FOR:
Marchion Pipe Line LLC



Legend

- Utility
- Easement
- ODOT
- Right-of-Way

OWNER OF RECORD:
 STATE OF OHIO
 PARCEL 508-WL
 O.R. 2459, PG. 2097

OWNER OF RECORD:
 OHIO LOGISTICS LTD.
 AN OHIO PARTNERSHIP
 O.R. 2286, PG 2389

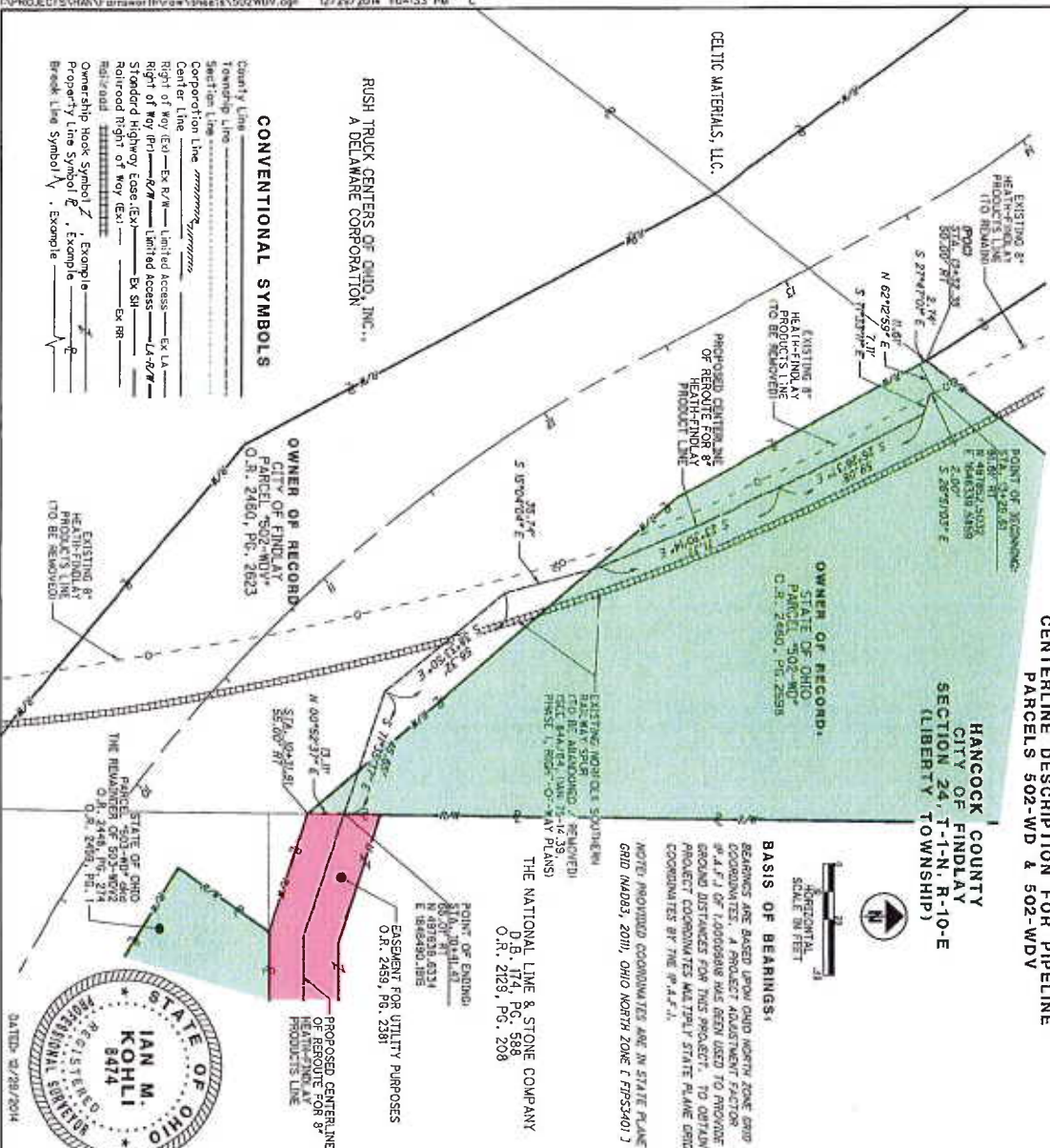
CONVENTIONAL SYMBOLS

County Line
 Township Line
 Section Line
 Corporation Line
 Right of Way (EX) - Ex R/W
 Limited Access - LA
 Standard Highway Easement (EX) - Ex SH
 Railroad Right of Way (EX) - Ex RR
 Railroad
 Ownership Hook Symbol Z - Example
 Priority Line Symbol E - Example
 Bridge Line Symbol V - Example

Exhibit A - Sheet 2 of 3

HEATH-FINDLAY 8" PRODUCTS LINE 1-75/ LIMA AVENUE REROUTE CENTERLINE DESCRIPTION FOR PIPELINE PARCELS 502-WD & 502-WDY

HANGCOCK COUNTY
CITY OF FINDLAY
SECTION 24, T-1-N, R-10-E
(LIBERTY TOWNSHIP)



NOTE: PROVIDED COORDINATES ARE IN STATE PLANE
Grid NAD83, 2011, OHIO NORTH ZONE (FP93401)

BASIS OF BEARINGS:
BEARINGS ARE BASED UPON OHIO NORTH ZONE GRID COORDINATES. A PROJECT ADJUSTMENT FACTOR OF 4.1 OF 1,000,000 HAS BEEN USED TO PROVIDE GROUND DISTANCES FOR THIS PROJECT. TO OBTAIN PROJECT COORDINATES MULTIPLY STATE PLANE GRID COORDINATES BY THE # 4.1.

THE NATIONAL LINE & STONE COMPANY
O.R. 2129, PG. 206

POINT OF BEGINNING
N 89°53'03\"/>



CENTERLINE DESCRIPTION FOR PIPELINE

SITUATED IN THE SOUTHWEST QUARTER OF SECTION 24, TOWNSHIP-1-NORTH, RANGE-10-EAST, CITY OF FINDLAY, HANGCOCK COUNTY, OHIO, BEING A PART OF THE PERMANENT RIGHT-OF-WAY OF A SERVICE ROAD AND LOCATED BY THE FOLLOWING POINTS:

COMMENCING AT NORTHEAST CORNER OF LANDS IN THE NAME OF THE CITY OF FINDLAY (PARCEL 502-WDY), ALSO BEING THE WESTERMOST CORNER OF LANDS IN THE NAME OF THE STATE OF OHIO (PARCEL 502-WD); THENCE S 27°47'07\"/>

THIS DESCRIPTION HAS BEEN PREPARED UNDER THE SUPERVISION OF IAN M. KOHLI, REGISTERED SURVEYOR NO. 8474, BASED ON THE FOLLOWING PLANS ON FILE WITH THE OHIO DEPARTMENT OF TRANSPORTATION, DISTRICT 1 OFFICE: HAN-75-14.39, PHASE 1 (2013)

PREPARED BY:
IAN M. KOHLI
REGISTERED SURVEYOR NO. 8474
Ohio Registered Surveyor No. 8474

PREPARED FOR:
Marchon Pipe Line LLC

Exhibit A - Sheet 3 of 3

HEATH-FINDLAY 8" PRODUCTS LINE 1-75/LIMA AVENUE REROUTE CENTERLINE DESCRIPTION FOR PIPELINE FOR PARCEL 615-WL

HANCOCK COUNTY
CITY OF FINDLAY
SECTION 23, T-1-N, R-10-E
(LIBERTY TOWNSHIP)



VICINITY MAP
NOT TO SCALE
LATITUDE: 40°01'47" N LONGITUDE: 83°48'20" W

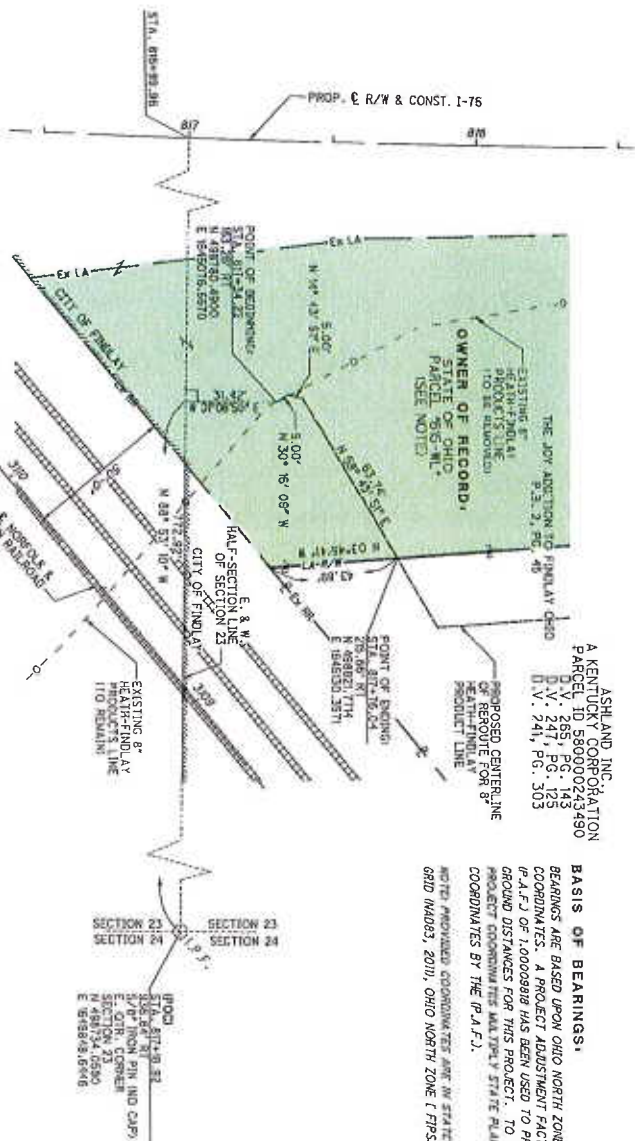
CENTERLINE DESCRIPTION FOR PIPELINE

SITUATED IN THE NORTHEAST QUARTER OF SECTION 23, TOWNSHIP-1-NORTH, RANGE-10-EAST, CITY OF FINDLAY, HANCOCK COUNTY, OHIO, BEING A PART OF THE PERMANENT RIGHT-OF-WAY OF INTERSTATE ROUTE 75 AND LOCATED BY THE FOLLOWING POINTS:

COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 23 AT A 5/8 INCH IRON PIN (NO CAP); THENCE N 88°53'10"W, 772.92 FEET ALONGS THE EAST & WEST HALF-SECTION LINE OF SAID SECTION 23 TO A POINT; THENCE N 0°08'50"E, 31.42 FEET ALONG A LINE PERPENDICULAR TO THE PREVIOUS COURSE TO THE POINT OF BEGINNING; THENCE N 30°16'09"W, 5.00 FEET TO A POINT; THENCE N 14°43'57"E, 5.00 FEET TO A POINT; THENCE N 59°43'57"E, 63.74 FEET TO A POINT IN THE WEST LINE OF LANDS IN THE NAME OF ASHLAND INC. A KENTUCKY CORPORATION, BEING THE EAST LINE OF THE PERMANENT RIGHT OF WAY OF INTERSTATE ROUTE 75 AND THE POINT OF ENDING (THIS POINT IS N 03°45'47"W, 43.89 FEET FROM THE SOUTHWEST CORNER OF SAID ASHLAND PROPERTY).

THIS DESCRIPTION HAS BEEN PREPARED UNDER THE SUPERVISION OF IAN M. KOHLI, REGISTERED SURVEYOR NO. 8474, BASED ON THE FOLLOWING PLANS ON FILE WITH THE OHIO DEPARTMENT OF TRANSPORTATION, DISTRICT I OFFICE:
HAN-75-14-39, PHASE 1 (2013)

IAN M. KOHLI
Ohio Registered Surveyor No. 8474



NOTE ON OWNER OF RECORD FOR PARCEL 615-WL: IT IS UNDERSTOOD THAT PARCEL 615-WL WILL BE GRANTED FROM ASHLAND INC. TO THE STATE OF OHIO NO OFFICIAL RECORD HAS FOUND AS OF 12/11/2014.



DATED: 12/29/2014

PREPARED BY:
KOHLI & KAHLER ASSOCIATES, INC.
ENGINEERS AND SURVEYORS
2200 Main Street, Suite 1000, Findlay, OH 44826-9820-7118

PREPARED FOR:
Marathon Pipe Line LLC

CONVENTIONAL SYMBOLS

| | |
|-------------------------------|-------|
| County Line | ————— |
| Township Line | ————— |
| Section Line | ————— |
| Corporation Line | ————— |
| Right of Way (EX) - EX 8/7' | ————— |
| Right of Way (PR) - R/W | ————— |
| Standard Highway (EX) - EX 5' | ————— |
| Road Right of Way (EX) | ————— |
| Right-of-Way | ————— |
| Ownership Hook Symbol | ————— |
| Property Line Symbol | ————— |
| Break Line Symbol | ————— |



BASIS OF BEARINGS:
BEARINGS ARE BASED UPON OHIO NORTH ZONE GRID COORDINATES. A PROJECT ADJUSTMENT FACTOR (P.A.F.) OF 1.00008888 HAS BEEN USED TO PROVIDE GROUND DISTANCES FOR THIS PROJECT. TO OBTAIN PROJECT COORDINATES MULTIPLY STATE PLANE GRID COORDINATES BY THE (P.A.F.).

NOTE: PROVIDED COORDINATES ARE IN STATE PLANE GRID (NAD83, 2011), OHIO NORTH ZONE (FPS3401)