

STATE OF ALABAMA  
~~Jefferson~~ COUNTY  
Shelby

20070403000150020 1/3 \$17.00  
Shelby Cnty Judge of Probate, AL  
04/03/2007 10:58:44AM FILED/CERT

## MEMORANDUM OF SUPPLY AGREEMENT

1. The McPherson Companies, Inc., a Delaware corporation ("McPherson") and Evolution Holdings, LLC ("Retailer") have entered into a Petroleum Supply Agreement dated 10/6, 2006 (the "Supply Agreement") wherein Retailer has granted to McPherson the exclusive right to furnish petroleum products to Retailer at: 62 Griffin Corporate Drive, Chelsea, Alabama 35243 ("Retailer's Station") more specifically described on the attached Exhibit A.

2. Pursuant to the Supply Agreement, the parties have agreed that the Retailer's Station will be a Shell branded location for a period of at least ten (10) years, subsequent to the date of the Supply Agreement.

3. Pursuant to the Supply Agreement (and the provisions of the Branding Agreement contained therein), Retailer has granted McPherson the exclusive right to furnish petroleum products to Retailer's Station for a period of at least ten (10) years, subsequent to the date of the Supply Agreement.

4. The terms of the Supply Agreement shall be a covenant running with the land during the term of said Supply Agreement, unless the premises upon which the Retailer's Station is located is foreclosed upon by a commercial or governmental financing institution holding a mortgage thereon, or petroleum products, as defined in the Supply Agreement, are no longer stored, dispensed or sold from said premises.

5. The provisions set forth in the written Supply Agreement between the parties are incorporated in this memorandum.

Executed this 6<sup>th</sup> day of October 2006.

**McPherson**  
**The McPherson Companies, Inc.**

By: Charles K. McPherson, Jr.  
Printed Name: Charles K. McPherson, Jr.  
Its: President

**RETAILER**

**Evolution Holdings, LLC**

By: Parvez Muzi  
Printed Name: PARVEZ MUZI  
Its: \_\_\_\_\_

**[ACKNOWLEDGMENTS ON FOLLOWING PAGE]**

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I, the undersigned, a Notary Public in and for said State and County, hereby certify that Charles K. McPherson Jr., whose name as President of **The McPherson Companies, Inc.**, a Delaware corporation, is signed to the foregoing transaction and who is known to me, acknowledged before me on this day that, being informed of the contents of said transaction, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand and official notarial seal on this the 6 day of October, 2006.

Wilhelmina Dree  
NOTARY PUBLIC  
My Commission Expires: 8/21/07

STATE OF ALABAMA )  
Jefferson COUNTY )

I, the undersigned, a Notary Public in and for said State and County, hereby certify that Farvez Mulyi, whose name as President of **Evolution Holdings, LLC.**, an Alabama limited liability company, is signed to the foregoing transaction and who is known to me, acknowledged before me on this day that, being informed of the contents of said transaction, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand and official notarial seal on this the 6 day of October, 2006.

Wilhelmina Dree  
NOTARY PUBLIC  
My Commission Expires: 8/21/07

**Exhibit A**  
**Legal Description of Retailer's Station**



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A parcel of land in the NW 1/4 of the NW 1/4 of Section 1, Township 20 South, Range 2 West, Shelby County, Alabama, described as follows:

Begin at the Southeast corner of the NW 1/4 of the NW 1/4 of Section 1, Township 20 South, Range 2 West; thence run North 438.07 feet to a point situated on the South right-of-way line of Shelby County Road No. 11; thence run South 72 degrees 52 minutes 54 seconds West along said South right-of-way line a distance of 292.09 feet to its intersection with the East right-of-way line of Shelby County Road No. 36; thence run South 37 degrees 26 minutes 26 seconds West along said East right-of-way line a distance of 424.28 feet to its intersection with the South line of said 1/4 - 1/4; thence run South 88 degrees 23 minutes 20 seconds East along said South 1/4 - 1/4 line, a distance of 541.13 feet to the point of beginning; being situated in Shelby County, Alabama.

Parcel I.D. Number 14-1-0-000-019

Chelsea