

**Exhibit I1: Original Title Opinion
Copy of the Title Abstract
Industrial Park East**

E, BUFKIN & DEES
A PROFESSIONAL LAW CORPORATION
1901 OAK PARK BOULEVARD
LAKE CHARLES, LOUISIANA 70601

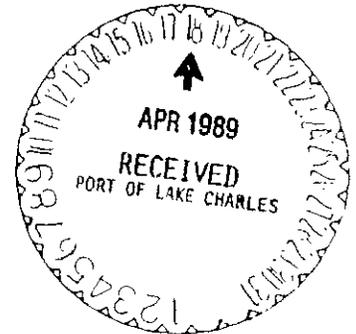
TELEPHONE NUMBER
(318) 478-2727

FAX NUMBER
(318) 474-4216

HAND DELIVER

April 18, 1989

Kenny Winn
Port of Lake Charles
P.O. Box AAA
Lake Charles, LA 70602



RE: Original Title Opinion

All of that property described on Exhibit "A"
attached hereto and made a part hereof

Dear Kenny:

This is to certify that we have examined Mayo Land Title Company abstract number 152074 and Levingston Title Co., Inc., abstract numbers 162860, 157732, 111405, 106999, 101193 Part I and Part II, covering the period of entry up to and including February 6, 1989, and find that title thereto is vested in Raymond and Ola May Natali, subject to the pending Chapter 7 Bankruptcy, Rudy O. Young, Trustee, subject to the following remarks and criticisms, to-wit:

TITLE CRITICISMS

None.

ENCUMBRANCES

Page 447 of the abstracts reflects a mortgage given by Raymond Natali and Ola May Daigle Natali in favor of Cameron State Bank dated September 7, 1984 for the sum of \$500,000 and filed of record on September 7, 1984, under clerk's file number 1817163 and recorded at Mortgage Book 1228, page 324, records of Calcasieu Parish, Louisiana.

Requirement: Cancellation.

Page 453 of the abstracts reflect a mortgage given by Raymond and Ola May Natali in favor of Cameron State Bank dated April, 1985 for the sum of \$625,000.00 and filed of record on May 1, 1985, under clerk's file number 1845775 and recorded at Mortgage Book 1257, page 351, records of Calcasieu Parish, Louisiana.

Requirement: Cancellation.

Page 461 of the abstracts reflect a mortgage given by Raymond Natali and Ola May Daigle Natali in favor of Any Future Holder(s) dated March 19, 1986 for the sum of \$400,000.00 and filed of record on March 24, 1986, under clerk's filed number 18880777 and recorded at Mortgage Book 1299, page 565, records of Calcasieu Parish, Louisiana.

Requirement: Cancellation.

Page 564 of the abstracts reflect an Assignment of Interest in Law Suit by Calcasieu Marine National Bank of Lake Charles in re: Raymond Natali dated March 19, 1986 and filed of record on March 21, 1986, under clerk's file number 1888078 and recorded at Mortgage Book 1299, page 572, records of Calcasieu Parish, Louisiana.

Requirement: Cancellation.

NOTE: The present order of the bankruptcy court orders cancellation of all liens and encumbrances upon transfer of the property the Lake Charles Harbor & Terminal District.

SERVITUDES AND EASEMENTS

Pages 428, 425, 29, 371, 369, 365, 361, 359, 356, 351, 342, 337, 324 and 315 of the abstracts reflect various right of ways and easements. You should review these right of way agreements to determine if they interfere with the proposed use of the property. You should particularly note that a pipeline (page 324) traverses this property in a diagonal fashion and your purchase will be subject to this existing pipeline easement.

RESTRICTIVE COVENANTS

None.

MINERAL RIGHTS

This opinion does not purport to represent or convey any opinion as far as the mineral interest of this property is concerned.

SURVEY

A survey of this property should be done. This opinion does not cover any encroachments or other facts disclosed by a survey.

TAXES

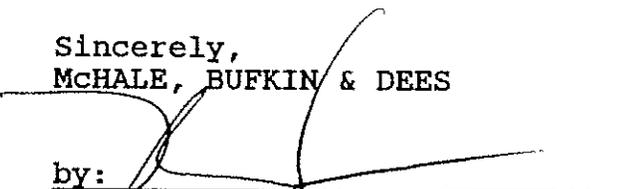
The abstracts reflect that the taxes for 1988 have been paid and the taxes due for 1989 will be pro-rated upon closing.

I have checked with the Calcasieu Parish Planning office. This property, according to them, is zoned light industrial. It is located in a Zone D flood zone, meaning that the property is unstudied and has not been classed as of yet.

This opinion is limited to the facts disclosed in the above cited abstracts, and we are of the opinion that valid and merchantable title of the herein described property is owned by Raymond and Ola May Natali, subject to the pending Chapter 7 Bankruptcy, Rudy O. Young, Trustee, subject to all remarks and criticisms set forth above.

This opinion does not include any encumbrances which may be disclosed by an examination of the Chattel Mortgage records of Calcasieu Parish.

Sincerely,
MCHALE, BUFKIN & DEES

by: 
MICHAEL K. DEES

MKD\sharon
encl.
cc: All Board Members

The E/2 of Section 1 and a portion of the NE 1/4 of Section 12, Township 10 South, Range 8 West, Calcasieu Parish, Louisiana, being more particularly described as COMMENCE at the NE corner of Section 1, Township 10 South, Range 8 West, thence South 0 degrees 18 minutes East 3544.3 feet along the Section line to SW corner of Section 31, Township 9 South, Range 7 West thence South 0 degrees 10 minutes east along the East line of Section 1 and 12, Township 10 South, Range 8 West, 3241.9 feet, thence West 1946.6 feet to the East right of way line of Southern Pacific Railroad, Lake Arthur Branch, thence North 29 degrees 46 minutes West 1584.1 feet along said East right of way line to the North-South center line of said Sections 12 and 1 to the North line of said Section 1. Thence East 2720.7 feet along the North line of said Section 1 to the point of commencement, being the same property which was acquired by Joe T. Cawthorn by Vendor's Lien Deed dated August 23, 1966 and recorded under Instrument No. 1035309 of the records of Calcasieu Parish, Louisiana, LESS AND EXCEPT THE THREE FOLLOWING DESCRIBED CUT-OUTS:

(1) Commencing at the Northwest Corner of the Northeast Quarter (NE $\frac{1}{4}$) of Section 1, Township 10 South, Range 8 West, Calcasieu Parish, Louisiana; thence East a distance of 100 feet; thence South a distance of 450 feet; thence West a distance of 100 feet to the West line of said Northeast Quarter; thence North a distance of 450 feet to the point of commencement; being the same property conveyed by Raymond Natali, et ux to Tri-State Oil Tool Industries, Inc. by Cash Sale Deed dated August 5, 1981, and recorded under Instrument No. 1671743 of the records of Calcasieu Parish, Louisiana.

AND

(2) A certain tract of land, together with all the improvements thereon, in Sections 1 and 12, Township 10 South, Range 8 West, Southwestern Land District, identified as Parcel No. 14-1, on a white print of a plat of survey, consisting of sheets no. 12, 14, 15, 16, 17 and 18 made by Philip G. Holland, Registered Land Surveyor, dated April 11, 1978, revised, filed in suit number 80-5786 of the records of the 14th Judicial District Court, Parish of Calcasieu, identified as "Exhibit P-2",

said tract being outlined in red and being more particularly described in accordance with the said plat of survey as follows:

Being all that portion of the entire property lying within 60.00 feet to the left or westerly side of the surveyed project centerline, beginning at the southerly property line, the extension of which in an easterly direction would intersect said centerline at Highway Survey Station 286+00; thence extending in a northerly direction at said width of 60.00 feet to a point which point lies 60.00 feet left of said centerline opposite Highway Survey Station 332+00; thence continuing in a northerly direction gradually increasing in width to a point, which lies 70.00 feet left of said centerline opposite Highway Survey Station 333+00; thence extending in a northerly direction at said width of 70.00 feet to the northerly property line which is also the southerly existing right of way line of Old Swift Plant Road, the extension of which in an easterly direction would intersect said centerline at Highway Survey Station 353+53, excluding the existing right of way of State Route La 397 and Old Swift Plant Road, and containing a total net area of approximately 4.23 acres.

AND

(3) The bottom portion previously sold to Texas Eastern Corporation more fully described as follows:

Of that certain 11.0193 acre tract of land located in the East 1/2 of Section 1, Township 10 South, Range 8 West, Calcasieu Parish, Louisiana and being a portion of the tract conveyed to Raymond Natali recorded and described in File No. 1099525 and in Book 1035, Page 107 et seq of Conveyances, Calcasieu Parish, Louisiana, said 11.0193 acres being more particularly described by metes and bounds as follows:

COMMENCING at the occupied northeast corner of the above referenced Natali tract, a D.O.T.D. concrete monument at the intersection of the south right-of-way line of the the Swift Plant Road with the West right-of-way line of Louisiana State Highway 397, said monument being also 30 feet south and 70 feet

west of the southeast corner of T-9-S, R-8-W and the northeast corner of T-10-S, R-8-W;

THENCE South 00 deg. 22 min. 04 sec. East, along the occupied east line of said Natali tract, parallel to and 70 feet west of the common line between R-7-W and R-8-W, a distance of 941.16 feet to a 5/8 inch iron rod set for the northeast corner of the herein described tract and the PLACE OF BEGINNING:

THENCE continuing parallel to the common Range line and along said Natali east line as occupied, a distance of 800.00 feet to a 5/8 inch iron rod set for the southeast corner of this described tract;

THENCE South 89 deg. 37 min. 56 sec. West, a distance of 600.00 feet to a 5/8 inch iron rod set for the southwest corner of the herein described tract;

THENCE North 00 deg. 22 min. 04 sec. West, a distance of 800.00 feet to a 5/8 inch iron rod set for the northwest corner of this described tract;

THENCE North 89 deg. 37 min. 56 sec. East, a distance of 600.00 feet to the PLACE OF BEGINNING and containing 11.0193 acres of land.