

Document prepared by  
and after recording return to:  
Hunton & Williams LLP  
1751 Pinnacle Drive, Suite 1700  
McLean, Virginia 22102  
Attn: Francis A. McDermott, Esquire

Part of Tax Parcel #101-7

**THIS DEED OF DEDICATION AND EASEMENT** (the "Deed") is made this 10~~TH~~ day of NOVEMBER, 2009, by and between ILUKA RESOURCES INC., a Delaware corporation (herein, "Iluka"), to be indexed as grantor, whose address is 12472 St John Church Road, Stony Creek, VA 23882; and the BOARD OF SUPERVISORS OF DINWIDDIE COUNTY, VIRGINIA, a body corporate and politic (herein, the "County"), to be indexed as grantee.

**RECITALS:**

A. Iluka is the owner of a certain parcel of land containing approximately 0.413 acre (the "Land"), together with an appurtenant Drainage & Slope Easement (the "Easement") (the Land and the Easement, together, the "Property"), each of which are shown on a plat dated October 21, 2009, entitled "PLAT SHOWING THE "RIGHT-OF-WAY DEDICATION OF A 0.413-ACRE PORTION OF RELOCATED BOLSTERS ROAD" A PORTION OF STATE ROUTE 617, BOLSTERS ROAD, TOGETHER WITH A VARIABLE WIDTH DRAINAGE AND SLOPE EASEMENT FOR PUBLIC USE RECORDED AS INSTRUMENT NO. 08000002739, SAPONY MAGISTERIAL DISTRICT, DINWIDDIE COUNTY, VIRGINIA," and prepared by James T. Bradley, L.S. of Gasburg, Virginia, certified land surveyors (the "Plat") as "PARCEL A 0.413 ACRES" and "VARIABLE WIDTH DRAINAGE AND SLOPE

EASEMENT FOR PUBLIC USE INSTR. NO. 08000002739,” respectively. The Plat is attached hereto; and

B. Iluka acquired the Property by deed recorded as Instrument No. 08000002739 in the Clerk’s Office of the Circuit Court of Dinwiddie County, Virginia (the “Clerk’s Office”), as corrected by Deed of Correction recorded as Instrument No. 09 \_\_\_\_\_ in the Clerk’s Office; and

C. With the consent of the County, Iluka desires and intends to dedicate, grant, and convey to the County for public use, the Land and the Easement in accordance with this Deed and the Plat.

STREET DEDICATION

NOW THEREFORE, in consideration of the premises, the receipt and sufficiency of which are acknowledged, Iluka does hereby dedicate to the County the Land for public street purposes as so designated on the Plat. This dedication is made in accordance with the statutes made and provided therefor.

COUNTY EASEMENT

THIS DEED FURTHER WITNESSETH that in consideration of the premises, the receipt and sufficiency of which are acknowledged, Iluka does hereby grant and convey unto the County, all of Iluka’s right, title and interest under the Easement.

Maintenance of the Easement and all facilities installed therein shall be the sole responsibility of the County.

Iluka assumes no responsibility or liability arising out of the County's use and/or maintenance of the Easement or the facilities within the Easement.

CONVEYANCES RUN WITH THE LAND

This Deed establishes obligations which shall run with the land and be binding on the parties hereto and their administrators, executors, assigns, heirs and any other successors in title or interest.

FREE CONSENT AND DESIRE

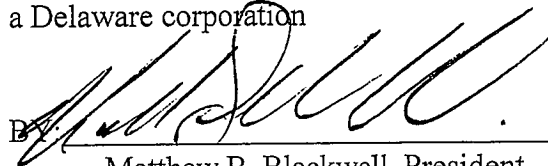
The Dedications made and Easement granted are done with the free consent and in accordance with the desire of the parties hereto.

[SIGNATURES ON FOLLOWING PAGES]

IN WITNESS WHEREOF, the parties hereto have executed this Deed, this 10<sup>th</sup> day of


NOVEMBER, 2009.

ILUKA RESOURCES INC.,  
a Delaware corporation

  
\_\_\_\_\_(SEAL)  
Matthew B. Blackwell, President

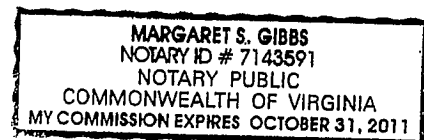
COMMONWEALTH OF VIRGINIA  
CITY/COUNTY OF Sussex, to-wit:

The foregoing instrument was acknowledged before me in the above jurisdiction this 10  
day of November, 2009, by Matthew B. Blackwell, President of Iluka Resources Inc., on  
behalf of Iluka Resources Inc.

  
\_\_\_\_\_  
Notary Public

Registration No. 7143591

My Commission Expires: 10-31-11



[SIGNATURES CONTINUE]

Executed and accepted on behalf of the Board of Supervisors of Dinwiddie County, Virginia, by the authority granted by said Board.

APPROVED AS TO FORM:

\_\_\_\_\_  
County Attorney

BY: \_\_\_\_\_ (SEAL)  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

COMMONWEALTH OF VIRGINIA  
COUNTY OF DINWIDDIE, to-wit:

The foregoing instrument was acknowledged before me in the above jurisdiction this \_\_\_\_\_ day of \_\_\_\_\_, 2009, by \_\_\_\_\_, as \_\_\_\_\_ on behalf of THE BOARD OF SUPERVISORS OF DINWIDDIE COUNTY, VIRGINIA.

\_\_\_\_\_  
Notary Public

Registration No. \_\_\_\_\_

My Commission Expires: \_\_\_\_\_