



April 21, 2016

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Dear Section Chief:

Please find attached one (1) copy of a Memorandum of Lease dated March 8, 2016 between the following parties:

Lessor: Mitsui Rail Capital, LLC
1 S. Wacker Drive, Suite 3110
Chicago, IL 60606

Lessee: BP Energy Company
501 Westlake Park Boulevard
Houston, TX 77079

A description of the railroad equipment covered by the enclosed document is:

100 tank cars: MTZX 290001 – MTZX 290100, inclusive

This filing is to appear in the index as follows: Memorandum of Lease.

Please file this as a primary document as defined in the Board's Rules for the Recordation of Documents. The filing fee in the amount of \$43.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (312) 803-8836.

Sincerely,

/s/ Christine Peterson

Christine Peterson
Manager, Contract Administration

Enclosure

**MEMORANDUM OF FULL SERVICE LEASE AGREEMENT
BETWEEN
MITSUI RAIL CAPITAL, LLC
("LESSOR")**

AND

**BP ENERGY COMPANY
("LESSEE")**

MARCH 8, 2016

This **Memorandum of Full Service Lease Agreement** is made and entered into as of March 8, 2016 by and between Mitsui Rail Capital, LLC, a Delaware limited liability company, ("**Lessor**") and BP Energy Company, a Delaware corporation ("**Lessee**").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor one hundred (100) ARI built 28,875 Gallon Exterior Coiled, Insulated Tank Car (DOT 117J100W) Railcars bearing marks and numbers as follows:

MTZX 290001 – MTZX 290100 (both inclusive)

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

LESSOR:

MITSUI RAIL CAPITAL, LLC

By: 
Print Name: Daniel P. Renovich
Title: President

LESSEE:

BP ENERGY COMPANY

By: 
Print Name: Angela John
Title: Attorney-in-Fact

STATE OF ILLINOIS

COUNTY OF COOK

On this 6th day of April, 2016, before me personally appeared Daniel P. Penovich, to me personally known, who being by me duly sworn, says that he is the President of Mitsui Rail Capital, LLC that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Christine C Peterson
NOTARY PUBLIC

My commission expires: July 26, 2016



STATE OF Texas

COUNTY OF Harris

On this 5th day of April, 2016, before me personally appeared Angela Johnson, to me personally known, who being by me duly sworn, says that he is the Attorney in Fact of BP Energy Company that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Karen Brown
NOTARY PUBLIC

My commission expires:

June 30, 2019

