

Tina Amico
VP, Contracts
CIT Rail



June 17, 2015

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
Washington, D.C. 20423

RECORDATION NO. 31778
FILED JUNE 17, 2015 5:06 PM
SURFACE TRANSPORTATION BOARD

RE: EXXN01024

Dear Secretary,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) is a Memorandum of Lease Agreement dated as March 31, 2015, a primary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement.

Lessee: ExxonMobil Chemical Company, a division of Exxon Mobil
Corporation
22777 Springwoods Village Parkway
Spring, TX 77389

Lessor: The CIT Group/Equipment Financing, Inc.
30 South Wacker Drive, Suite 2900
Chicago, IL 60606

A description of the railroad equipment covered by the enclosed document is: Railcars within the series CBTX 718530 through CBTX 718564 as more particularly set forth in the equipment schedule attached to this document.

A short summary of the document to appear in the index is: Memorandum of Railcar Lease.

Kindly return stamped copies of the enclosed document to the undersigned.

Best regards,

/s

Tina Amico
VP, Contracts
CIT Rail

Enclosures

CIT RAIL
30 South Wacker Drive
Suite 3000
Chicago, IL 60606

t: 312.906.5907 f: 312.906.5833
Tina.Amico@cit.com

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 31st day of March, 2015, is made by CIT RAIL LLC, a Delaware limited liability company, with an address at 30 S Wacker Drive, Ste. 2900, Chicago, IL 60606 (the "Lessor"), and ExxonMobil Global Services Company, by its Procurement division, on behalf of EXXONMOBIL CHEMICAL COMPANY, a division of Exxon Mobil Corporation, a New Jersey corporation, with an address at 22777 Springwoods Village Parkway, Spring, TX 77389 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee are parties to that certain Master Lease Contract No. EXXNO1001 (A142516) (the "Master Lease") dated as of February 20, 2001, and Rider No. 24 thereto dated as of March 31, 2015 (the "Rider"; the Rider and the Master Lease to the extent relating to the Rider, are hereinafter referred to as the "Lease") covering the equipment listed on Rider A hereto (the "Equipment"), and

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written,

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

CIT RAIL LLC
By: The CIT Group/Equipment Financing, Inc., as Servicer

By: Jeffrey T Lytle
Name: Jeffrey T Lytle
Title: SVP

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee with authority to do so, and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

PROCUREMENT,
a division of ExxonMobil Global Services Company,
on behalf of EXXONMOBIL CHEMICAL COMPANY, a division of Exxon Mobil Corporation

By: Adrienne Lin
Name: Adrienne Lin
Title: Procurement Associate

Schedule A

<u>Quantity</u>	<u>Description</u>
35	Exterior coiled, insulated general service tank cars, packing group I and II compliant, lined

Reporting Marks and Numbers

- 1 CBTX 718530
- 2 CBTX 718531
- 3 CBTX 718532
- 4 CBTX 718533
- 5 CBTX 718534
- 6 CBTX 718535
- 7 CBTX 718536
- 8 CBTX 718537
- 9 CBTX 718538
- 10 CBTX 718539
- 11 CBTX 718540
- 12 CBTX 718541
- 13 CBTX 718542
- 14 CBTX 718543
- 15 CBTX 718544
- 16 CBTX 718545
- 17 CBTX 718546
- 18 CBTX 718547
- 19 CBTX 718548
- 20 CBTX 718549
- 21 CBTX 718550
- 22 CBTX 718551
- 23 CBTX 718552
- 24 CBTX 718553
- 25 CBTX 718554
- 26 CBTX 718555
- 27 CBTX 718556
- 28 CBTX 718557
- 29 CBTX 718558
- 30 CBTX 718559
- 31 CBTX 718560
- 32 CBTX 718561
- 33 CBTX 718562
- 34 CBTX 718563
- 35 CBTX 718564