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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
ROBERT W. ALVORD (2011)

October 3, 2016

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

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Master Railcar Lease/Financing Agreement, dated as of October 3, 2016 a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: SMBC Leasing and Finance, Inc.  
277 Park Avenue  
New York, NY 10172

Lessee: Eastman Chemical Company  
100 North Eastman Road  
Kingsport, Tennessee 37660

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

175 railcars:

ETCX 222607  
ETCX 222619  
ETCX 222645  
ETCX 222655  
ETCX 222660  
ETCX 222672

Section Chief  
October 3, 2016  
Page 2

ETCX 222694  
ETCX 222700  
ETCX 222716  
ETCX 222719  
ETCX 430075 - ETCX 430106, inclusive  
ETCX 623800 - ETCX 623810, inclusive  
ETCX 623812 - ETCX 623859, inclusive  
ETCX 630570 - ETCX 630611, inclusive  
ETCX 821025 - ETCX 821056, inc;usive

A short summary of the document to appear in the index is:

Memorandum of Master Railcar Lease/Financing Agreement.

Also enclosed is a check in the amount of \$45.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

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

Very truly yours,

A handwritten signature in blue ink, appearing to read "E. Luria", with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

**MEMORANDUM OF MASTER RAILCAR  
LEASE/FINANCING AGREEMENT (US)**

MEMORANDUM OF MASTER RAILCAR LEASE/FINANCING AGREEMENT (US), dated as of October 3, 2016, by and between SMBC LEASING AND FINANCE, INC., a Delaware corporation ("Lessor"), and EASTMAN CHEMICAL COMPANY, as lessee ("Lessee").

**KNOW ALL PERSONS BY THESE PRESENTS THAT:**

WHEREAS, the undersigned have entered into that certain Railcar Lease/Financing Agreement, dated as of October 3, 2016 by and between the Lessor and the Lessee (as amended, amended and restated, supplemented or modified from time to time, the "Lease Agreement"), pursuant to which railcars from time to time identified in Lease Supplements thereto shall be leased by Lessor to Lessee as of the date first set forth hereinabove and thereafter, on each subsequent funding date pursuant to the terms of said Lease Agreement.

WHEREAS, the undersigned have entered into those certain Lease Supplement Nos. 1 through 5 (the "Lease Supplement Nos. 1 through 5"), dated as of October 3, 2016, whereby the terms and provisions of the above-described Lease are made applicable to certain Items of Equipment bearing car marks as listed on Exhibit A attached hereto and made a part hereof (the "Items of Equipment"), (ii) the Lessee has granted, conveyed, mortgaged, pledged, assigned, transferred, set over and confirmed unto the Lessor (the "Lessee's Security Agreement"), its successors and assigns, all of Lessee's rights and interests as owner of the Items of Equipment in, to and under and with respect to the following (collectively, the "Lessee Collateral"):

(a) the whole of the Items of Equipment, which term shall include all of the equipment and all other appurtenances to the Items of Equipment appertaining or belonging, whether now owned or hereafter acquired, and all additions, improvements and replacements hereafter made in or to the Items of Equipment, or any part thereof, or in or to the equipment and appurtenances aforesaid;

(b) all records, logs and manuals at any time maintained with respect to the Items of Equipment or any part thereof;

(c) all property that may, from time to time, be subjected to this Lease and the Lien hereof by a Lease Supplement or otherwise;

(d) any bill of sale and each manufacturer's, vendor's or dealer's warranty for the Equipment and all credits granted by any manufacturer, vendor or dealer with respect to any Item of Equipment;

(e) subject to the terms of the Lease, all proceeds of any insurance maintained with respect to any of the foregoing, all proceeds of any condemnation, expropriation or requisition payable with respect to any of the foregoing, all proceeds payable or received with respect to Events of Loss,

- (f) all subleases of any or all of the Equipment; and
- (g) all other proceeds of the foregoing.

WHEREAS, the parties find it desirable to place of record the existence of the Lease Agreement and the Lease Supplement Nos. 1 through 5 in the public files maintained by the Surface Transportation Board under the provisions of Title 49 of the United States Code.

WHEREAS, the parties hereto are the same parties to said Lease Agreement and Lease Supplement Nos. 1 through 5 and such parties do hereby acknowledge and confirm the rights and obligations made therein and the interests of Lessor therein.

NOW THEREFORE, this Memorandum of Master Railcar Finance/Lease Agreement (US) is entered into by the parties for the purpose of placing of record the existence of the aforesaid Lease Agreement and Lease Supplement Nos. 1 through 5 and placing of record the existence of the aforesaid Lessee Security Agreement.

*[Signature Page Follows.]*

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum of Master Railcar Lease/Finance Agreement (US) to be duly executed by their respective officers duly authorized as of the date and year first above written.

EASTMAN CHEMICAL COMPANY

By:   
\_\_\_\_\_  
Michael M. Watts  
Assistant Treasurer

STATE OF Tennessee )  
 ) SS  
COUNTY OF Sullivan )

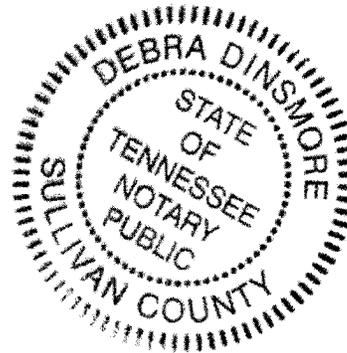
On this 3<sup>rd</sup> day of October, 2016, before me personally appeared in the City of Kingsport, State of Tennessee, Michael M. Watts, to me personally known, who being by me duly sworn, says that he is the Assistant Traeasurer of Eastman Chemical Company, that the foregoing instrument was signed and sealed on behalf of said corporation, by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Debra Dinsmore

Notary Public

[NOTARIAL SEAL]

My commission expires: 10/30/2016



SMBC LEASING AND FINANCE, INC.

By:   
Name: David A. Ward  
Title: President

STATE OF NEW YORK        )  
  ) SS  
COUNTY OF NEW YORK    )

On this 30 day of September, 2016, before me personally appeared in the City of New York, State of New York, David A Ward, to me personally known, who being by me duly sworn, says that s/he is the President of SMBC Leasing and Finance, Inc., that the foregoing instrument was signed and sealed on behalf of said company, by authority of its Members and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



[Signature]

Notary Public

NOTARIAL SEAL

My commission expires: 10/5/19

**EXHIBIT A**

| <b>Manufacturer</b>         | <b>Car Type</b>                                  | <b>DOT Class</b> | <b>Year Built</b> | <b>Car Number</b> |
|-----------------------------|--|------------------|-------------------|-------------------|
| American Railcar Industries | 22,000 NC/I tank cars lined and exterior painted | 111A100W1        | 2006              | ETCX 222607       |
| American Railcar Industries | 22,000 NC/I tank cars lined and exterior painted | 111A100W1        | 2006              | ETCX 222619       |
| American Railcar Industries | 22,000 NC/I tank cars lined and exterior painted | 111A100W1        | 2006              | ETCX 222645       |
| American Railcar Industries | 22,000 NC/I tank cars lined and exterior painted | 111A100W1        | 2006              | ETCX 222655       |
| American Railcar Industries | 22,000 NC/I tank cars lined and exterior painted | 111A100W1        | 2006              | ETCX 222660       |
| American Railcar Industries | 22,000 NC/I tank cars lined and exterior painted | 111A100W1        | 2006              | ETCX 222672       |
| American Railcar Industries | 22,000 NC/I tank cars lined and exterior painted | 111A100W1        | 2006              | ETCX 222694       |
| American Railcar Industries | 22,000 NC/I tank cars lined and exterior painted | 111A100W1        | 2006              | ETCX 222700       |
| American Railcar Industries | 22,000 NC/I tank cars lined and exterior painted | 111A100W1        | 2006              | ETCX 222716       |
| American Railcar Industries | 22,000 NC/I tank cars lined and exterior painted | 111A100W1        | 2006              | ETCX 222719       |
| Trinity Tank Car, Inc       | 30,000 NCNI carbon steel tank car                | 111A100W1        | 2007              | ETCX 430075       |
| Trinity Tank Car, Inc       | 30,000 NCNI carbon steel tank car                | 111A100W1        | 2007              | ETCX 430076       |
| Trinity Tank Car, Inc       | 30,000 NCNI carbon steel tank car                | 111A100W1        | 2007              | ETCX 430077       |
| Trinity Tank Car, Inc       | 30,000 NCNI carbon steel tank car                | 111A100W1        | 2007              | ETCX 430078       |
| Trinity Tank Car, Inc       | 30,000 NCNI carbon steel tank car                | 111A100W1        | 2007              | ETCX 430079       |
| Trinity Tank Car, Inc       | 30,000 NCNI carbon steel tank car                | 111A100W1        | 2007              | ETCX 430080       |
| Trinity Tank Car, Inc       | 30,000 NCNI carbon steel tank car                | 111A100W1        | 2007              | ETCX 430081       |
| Trinity Tank Car, Inc       | 30,000 NCNI carbon steel tank car                | 111A100W1        | 2007              | ETCX 430082       |
| Trinity Tank Car, Inc       | 30,000 NCNI carbon steel tank car                | 111A100W1        | 2007              | ETCX 430083       |
| Trinity Tank Car, Inc       | 30,000 NCNI carbon steel tank car                | 111A100W1        | 2007              | ETCX 430084       |

|                       |  |           |      |             |
|-----------------------|--|-----------|------|-------------|
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430085 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430086 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430087 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430088 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430089 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430090 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430091 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430092 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430093 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430094 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430095 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430096 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430097 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430098 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430099 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430100 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430101 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430102 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430103 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430104 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430105 |
| Trinity Tank Car, Inc | 30,000 NCNI carbon steel tank car                                      | 111A100W1 | 2007 | ETCX 430106 |
| Union Tank Car Co.    | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630570 |
| Union Tank Car Co.    | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630571 |
| Union Tank Car Co.    | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630572 |
| Union Tank Car Co.    | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630573 |
| Union Tank Car Co.    | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630574 |
| Union Tank Car        | INTERIOR COATED NON-INSULATED TANK                                     | 111A100W1 | 2004 | ETCX 630575 |



|                          |  |           |      |             |
|--------------------------|--|-----------|------|-------------|
| Union Tank Car Co.       | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630603 |
| Union Tank Car Co.       | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630604 |
| Union Tank Car Co.       | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630605 |
| Union Tank Car Co.       | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630606 |
| Union Tank Car Co.       | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630607 |
| Union Tank Car Co.       | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630608 |
| Union Tank Car Co.       | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630609 |
| Union Tank Car Co.       | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630610 |
| Union Tank Car Co.       | INTERIOR COATED NON-INSULATED TANK CARS / 30,000 Carbon Steel Tank Car | 111A100W1 | 2004 | ETCX 630611 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623800 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623801 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623802 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623803 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623804 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623805 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623806 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623807 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623808 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623809 |
| UTLX Manufacturing, inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623810 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623812 |
| UTLX                     | Insulated, Exterior Coiled, Stainless Steel, 23,500                    | 111A100W6 | 2009 | ETCX 623813 |

|                          |  |           |      |             |
|--------------------------|--|-----------|------|-------------|
| Manufacturing, Inc.      | Capacity Tank Cars   |           |      |             |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623814 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623815 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623816 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623817 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623818 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623819 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623820 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623821 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623822 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623823 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623824 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623825 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623826 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623827 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623828 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623829 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623830 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623831 |

|                          |  |           |      |             |
|--------------------------|--|-----------|------|-------------|
| Inc.                     |  |           |      |             |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623832 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623833 |
| UTLX Manufacturing, Inc. | insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623834 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623835 |
| UTLX Manufacturing, Inc. | insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623836 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623837 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623838 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623839 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623840 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623841 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623842 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623843 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623844 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623845 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623846 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623847 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623848 |
| UTLX Manufacturing, Inc. | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623849 |

|                           |  |           |      |             |
|---------------------------|--|-----------|------|-------------|
| UTLX Manufacturing, Inc.  | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623850 |
| UTLX Manufacturing, Inc.  | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623851 |
| UTLX Manufacturing, Inc.  | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623852 |
| UTLX Manufacturing, Inc.  | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623853 |
| UTLX Manufacturing, Inc.  | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623854 |
| UTLX Manufacturing, Inc.  | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623855 |
| UTLX Manufacturing, Inc.  | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623856 |
| UTLX Manufacturing, Inc.  | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623857 |
| UTLX Manufacturing, Inc.  | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623858 |
| UTLX Manufacturing, Inc.  | Insulated, Exterior Coiled, Stainless Steel, 23,500 Capacity Tank Cars | 111A100W6 | 2009 | ETCX 623859 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821025 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821026 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821027 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821028 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821029 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821030 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821031 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821032 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821033 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821034 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821035 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket               | 111A100W6 | 2007 | ETCX 821036 |
| Texana Tank               | 21,000 C/I Stainless Steel Tank with carbon steel                      | 111A100W6 | 2007 | ETCX 821037 |

|                           |  |           |      |             |
|---------------------------|--|-----------|------|-------------|
| Car & Mfg Ltd             | jacket   |           |      |             |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821038 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821039 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821040 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821041 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821042 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821043 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821044 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821045 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821046 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821047 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821048 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821049 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821050 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821051 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821052 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821053 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821054 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821055 |
| Texana Tank Car & Mfg Ltd | 21,000 C/I Stainless Steel Tank with carbon steel jacket | 111A100W6 | 2007 | ETCX 821056 |

**CERTIFICATION**

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: October 3, 2016

*Edward M. Luria*

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Edward M. Luria