



RECORDATION NO. 31305 FILED



JUL 31 '14 -4 00 PM

July 31, 2014

JOHN D. HEFFNER
SURFACE TRANSPORTATION BOARD 742-8607
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John.Heffner@strasburger.com

VIA HAND DELIVERY

Recordations Unit
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Recordation Number:

RE: Memorandum of Master Lease Between Signature Financial LLC and Kinder Morgan Bulk Terminals, Inc.

Dear Sir or Madam:

On behalf of Signature Financial LLC, I am enclosing for recordation under the provisions of 49 U.S.C. §11301(a) an original signed and notarized copy of a Memorandum of Lease Agreement dated July 29, 2014, a primary document, between Signature Financial LLC as Lessor and Kinder Morgan Bulk Terminals, Inc., as Lessee.

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

LESSOR:
Signature Financial LLC
225 Broadhollow Rd.
Suite 132W,
Melville, NY 11747

LESSEE:
Kinder Morgan Bulk Terminals, Inc.
9847 Lawndale
Houston, TX 77017

A description of the equipment subject to lease is: 113 steel rapid discharge rail cars built by Ortnr Manufacturing, equipment type code K341, 3800 cubic foot capacity numbered KMTX 850001-850113, inclusive. A copy of Exhibit A to the Memorandum is attached as part of this submission.

Strasburger

ATTORNEYS AT LAW

Recordations Unit

July 31, 2014

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I am enclosing a check for \$44 to cover the current recordation fee.

Please return in the enclosed envelop the extra copy of this letter and memorandum with the Board's recordation stamp.

Sincerely yours,

A handwritten signature in black ink, appearing to read "John D. Heffner", with a long, sweeping flourish extending to the right.

John D. Heffner

Enclosures

cc: Frank Peretore, Esq.

JUL 31 '14 -4 00 PM

MEMORANDUM OF MASTER LEASE AGREEMENT AND EQUIPMENT SCHEDULE made and entered into on 7/29/14 by and between Signature Financial LLC, a Limited Liability Company ("Lessor") and Kinder Morgan Bulk Terminals, Inc., a Louisiana corporation ("Lessee") (this "Memo").

WITNESSETH:

The undersigned have entered into that certain Master Lease Agreement and Equipment Schedule Number 034 (the "Lease Agreement"), dated as of 7/29/14, whereby the Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from the Lessor certain railroad cars bearing numbers as listed on Exhibit A attached hereto, subject to the term defined in said Lease Agreement.

This Memo may be executed by the parties hereto in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute the same instrument.

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date hereof.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor 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.

By: [Signature] **Richard Pelcher**
Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee 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.

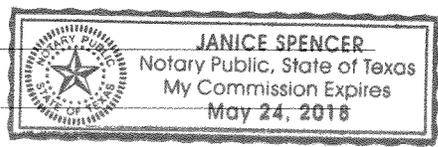
I DO HEREBY CERTIFY THAT THIS IS A TRUE AND CORRECT COPY

By: [Signature]
Michael Dodson - V.P./C.O.O

STATE OF Texas
COUNTY OF Harris

On this 22nd day of July, 20 14 before me personally appeared Michael Dodson to me personally known, who being by me duly sworn, says that (s)he is the V.P./C.O.O. of Kinder Morgan Bulk Terminals that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(SEAL)
[Signature]
Signature of Notary Public
My Commission expires May 24, 2018



STATE OF
COUNTY OF NASSAU

On this 29th day of JULY, 2014 before me personally appeared RICHARD PELCHER to me personally known, who being by me duly sworn, says that (s)he is the Vice President of SIGNATURE FINANCIAL, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(SEAL)

Michelle Hoffman

Signature of Notary Public

My Commission expires MAY 31, 2018

MICHELLE HOFFMAN
Notary Public, State of New York
No. 4808599
Qualified in Nassau County
Commission Expires May 31, 2018

EXHIBIT A TO MEMORANDUM OF MASTER LEASE AGREEMENT

Steel Rapid Discharge Railcars; Manufacture, Ortner; Equipment type code, K341; Cubic Feet Capacity, 3800 Cu. Ft. as follows:

Old Initials	Old No.	New Initials	New No.	Remarks
WCSX	12001	KMTX	850001	
WCSX	12002	KMTX	850002	
WCSX	12003	KMTX	850003	
WCSX	12004	KMTX	850004	
WCSX	12005	KMTX	850005	
WCSX	12006	KMTX	850006	
WCSX	12007	KMTX	850007	
WCSX	12008	KMTX	850008	
WCSX	12010	KMTX	850009	
WCSX	12011	KMTX	850010	
WCSX	12012	KMTX	850011	
WCSX	12013	KMTX	850012	
WCSX	12014	KMTX	850013	
WCSX	12015	KMTX	850014	
WCSX	12016	KMTX	850015	
WCSX	12017	KMTX	850016	
WCSX	12018	KMTX	850017	
WCSX	12019	KMTX	850018	
WCSX	12020	KMTX	850019	
WCSX	12021	KMTX	850020	
WCSX	12022	KMTX	850021	
WCSX	12023	KMTX	850022	
WCSX	12025	KMTX	850023	
WCSX	12026	KMTX	850024	
WCSX	12027	KMTX	850025	
WCSX	12028	KMTX	850026	
WCSX	12029	KMTX	850027	
WCSX	12031	KMTX	850028	
WCSX	12032	KMTX	850029	
WCSX	12033	KMTX	850030	
WCSX	12034	KMTX	850031	
WCSX	12035	KMTX	850032	
WCSX	12038	KMTX	850033	
WCSX	12039	KMTX	850034	
WCSX	12040	KMTX	850035	
WCSX	12041	KMTX	850036	
WCSX	12042	KMTX	850037	
WCSX	12043	KMTX	850038	
WCSX	12044	KMTX	850039	
WCSX	12045	KMTX	850040	
WCSX	12046	KMTX	850041	
WCSX	12047	KMTX	850042	
WCSX	12048	KMTX	850043	
WCSX	12049	KMTX	850044	
WCSX	12050	KMTX	850045	
WCSX	12051	KMTX	850046	
WCSX	12052	KMTX	850047	
WCSX	12053	KMTX	850048	
WCSX	12054	KMTX	850049	
WCSX	12056	KMTX	850050	
WCSX	12057	KMTX	850051	
WCSX	12058	KMTX	850052	

WCSX	12059	KMTX	850053	
WCSX	12060	KMTX	850054	
WCSX	12061	KMTX	850055	
WCSX	12062	KMTX	850056	
WCSX	12063	KMTX	850057	
WCSX	12064	KMTX	850058	
WCSX	12065	KMTX	850059	
WCSX	12066	KMTX	850060	
WCSX	12067	KMTX	850061	
WCSX	12068	KMTX	850062	
WCSX	12069	KMTX	850063	
WCSX	12070	KMTX	850064	
WCSX	12071	KMTX	850065	
WCSX	12072	KMTX	850066	
WCSX	12073	KMTX	850067	
WCSX	12074	KMTX	850068	
WCSX	12075	KMTX	850069	
WCSX	12076	KMTX	850070	
WCSX	12077	KMTX	850071	
WCSX	12078	KMTX	850072	
WCSX	12079	KMTX	850073	
WCSX	12080	KMTX	850074	
WCSX	12081	KMTX	850075	
WCSX	12082	KMTX	850076	
WCSX	12083	KMTX	850077	
WCSX	12084	KMTX	850078	
WCSX	12085	KMTX	850079	
WCSX	12086	KMTX	850080	
WCSX	12087	KMTX	850081	
WCSX	12088	KMTX	850082	
WCSX	12089	KMTX	850083	
WCSX	12090	KMTX	850084	
WCSX	12091	KMTX	850085	
WCSX	12092	KMTX	850086	
WCSX	12093	KMTX	850087	
WCSX	12094	KMTX	850088	
WCSX	12095	KMTX	850089	
WCSX	12096	KMTX	850090	
WCSX	12097	KMTX	850091	
WCSX	12098	KMTX	850092	
WCSX	12099	KMTX	850093	
WCSX	12100	KMTX	850094	
WCSX	12101	KMTX	850095	
WCSX	12102	KMTX	850096	
WCSX	12103	KMTX	850097	
WCSX	12104	KMTX	850098	
WCSX	12105	KMTX	850099	
WCSX	12107	KMTX	850100	
WCSX	12108	KMTX	850101	
WCSX	12110	KMTX	850102	
WCSX	12111	KMTX	850103	
WCSX	12113	KMTX	850104	
WCSX	12114	KMTX	850105	
WCSX	12115	KMTX	850106	
WCSX	12116	KMTX	850107	

WCSX	12117	KMTX	850108	
WCSX	12118	KMTX	850109	
WCSX	12119	KMTX	850110	
WCSX	12121	KMTX	850111	
WCSX	12122	KMTX	850112	
WCSX	12123	KMTX	850113	

Kinder Morgan Bulk Terminal, Inc.

X By: Michael J. Dood

(name & title)