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RECORDATION NO. 19147-H FILED
January 02, 2015 10:45 AM
SURFACE TRANSPORTATION BOARD

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

January 2, 2015

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 Release of Railcar Lease Agreement, dated as of January 2, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Railcar Lease Agreement previously filed with the Commission under Recordation Number 19147.

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

| | |
|---------|---|
| Lessor: | Banc of America Leasing & Capital LLC 555 California Street, 4 th Floor San Francisco California 94104 |
| Lessee: | Exxon Mobil Corporation, successor to Mobil Oil Corporation 13501 Katy Freeway, L1-514 Houston, Texas 77079 |

Chief, Section of Administration
January 2, 2015
Page 2

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

88 cars: MBLX 34000 through 34052, inclusive, MBLX 34053, MBLX 34054, MBLX 34056 through MBLX 34073, inclusive, MBLX 34075, MBLX 34076, MBLX 34077, MBLX 34079, MBLX 34081 through MBLX 34089, inclusive, MBLX 34096 and MBLX 34097.

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

Memorandum of Release of Railcar Lease Agreement.

Also enclosed is a check in the amount of \$43.00 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,



Edward M. Luria

EML/bhs
Enclosures

**MEMORANDUM OF
RELEASE OF RAILCAR LEASE AGREEMENT**

THIS MEMORANDUM OF RELEASE OF RAILCAR LEASE AGREEMENT (this “**Release**”) is dated as of this 2nd day of January, 2015, by BANC OF AMERICA LEASING & CAPITAL, LLC (as successor to M&T Credit Services, LLC (“**M&T**”), successor-in-interest to M&T Credit Corporation, successor-in-interest to Manufacturers and Traders Trust Company, successor-by-merger to Allfirst Bank (formerly known as The First National Bank of Maryland)), as lessor (“**Lessor**”) and EXXON MOBIL CORPORATION (successor-in-interest to ExxonMobil Oil Corporation which was successor-in-interest to Mobil Oil Corporation), as lessee (“**Lessee**”).

The Lessee and Lessor, are parties to that certain Equipment Schedule No. 3, dated October 31, 1994 (as amended, modified and/or supplemented from time to time, “**Schedule No. 3**”) entered into pursuant to the terms and conditions of that certain Master Lease Agreement, dated April 28, 1994 (as amended, modified and/or supplemented, the “**Master Agreement**” and together with Schedule No. 3, solely as the Master Lease relates to Schedule No. 3, collectively, the “**Lease Agreement**”) pursuant to which Lessee leases the railcars more particularly described in Schedule No. 3, the “**Railcars**”) from Lessor.

The Lessee and Lessor are also parties to that certain Memorandum of Railcar Lease Agreement dated as of December 30, 1994 and filed with the Surface Transportation Board (the “**STB**”) as Recordation No. 19147 on December 30, 1994 and filed with the Registrar General of Canada (the “**RGC**”) on January 4, 1995 (the “**Memorandum of Lease**”).

The Lessor and M&T are parties to that certain Memorandum of Assignment, dated as of December 14, 2007 and filed with the STB as Recordation No. 19147-F on December 14, 2007 and filed with the RBC on December 14, 2007 (the “**Memorandum of Assignment**”).

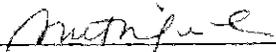
NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lessor hereto submits the following:

1. The Lessor releases any lien against the Railcars created by or arising out of the Lease Agreement, the Memorandum of Lease and the Memorandum of Assignment.
2. This Release shall be recorded with the STB and the RGC so as to record the release of the lien against the Railcars constituted by the Lease Agreement, the Memorandum of Lease and the Memorandum of Assignment.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

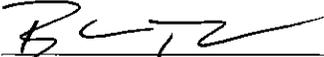
This Memorandum of Release of Railcar Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one such memorandum.

BANC OF AMERICA LEASING & CAPITAL,
LLC, as Lessor

By: 
Name: **Anita L. Garfagnoli**
Title: **Vice President**

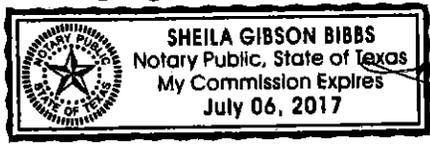
This Memorandum of Release of Railcar Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one such memorandum.

EXXON MOBIL CORPORATION, as Lessee

By: 
Name: Brandon Trauf
Title: Rail Planning + operations Mgr.

STATE OF Texas)
) SS.:
COUNTY OF Harris)

On this 18 day of December 2014, before me personally appeared Brandon Troup, to me personally known, who, by me being duly sworn, says that he/she is RPO mgr. of EXXON MOBIL CORPORATION, that the foregoing instrument was signed on behalf of said company by authority of its board of directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Sheila Gibson Bibbs
Notary Public

My commission expires
7/6/2017

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: January 2, 2015

Edward M Luria

Edward M. Luria