

LAW OFFICES OF
LOUIS E. GITOMER, LLC.

LOUIS E. GITOMER
Lou@lgraillaw.com

MELANIE B. YASBIN
Melanie@lgraillaw.com
410-296-2225

600 BALTIMORE AVENUE, SUITE 301
TOWSON, MARYLAND 21204-4022
(410) 296-2250 • (202) 466-6532
FAX (410) 332-0885

June 19, 2015

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

Dear Ms. Brown:

I have enclosed for efilng the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a primary document, dated as of June 18, 2015. We request that this document be given the next available recordation number.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

Banc of America Leasing & Capital, LLC
125 Dupont Drive
Providence, RI 02907

Lessee:

Solvay Fluorides, LLC
3333 Richmond Avenue
Houston, TX 77098

A description of the equipment covered by the Memorandum of Lease Agreement consists of 128 Hopper Cars numbered ASHX 1272, 1279, 1296, 1297, 1307, 1316, 1364, 1371, 1389, 1398-1406, inclusive, 1408-1416, inclusive, 1419-1473, inclusive, 1475-1495, inclusive, 1497-1507, inclusive, 1509-1513, inclusive, 1515-1520, inclusive, and 1522-1524, inclusive.

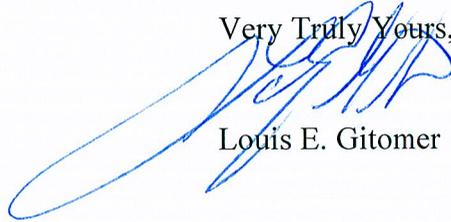
Ms. Cynthia T. Brown
June 19, 2015
Page 2

A fee of \$43.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgrailaw.com

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between Banc of America Leasing & Capital, LLC, 125 Dupont Drive, Providence, RI 02907, and Solvay Fluorides, LLC, 3333 Richmond Avenue, Houston, TX 77098, covering 128 Hopper Cars numbered ASHX 1272, 1279, 1296, 1297, 1307, 1316, 1364, 1371, 1389, 1398-1406, inclusive, 1408-1416, inclusive, 1419-1473, inclusive, 1475-1495, inclusive, 1497-1507, inclusive, 1509-1513, inclusive, 1515-1520, inclusive, and 1522-1524, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF LEASE AGREEMENT

dated as of June 18, 2015

between

SOLVAY CHEMICALS, INC.,
as Lessee

and

BANC OF AMERICA LEASING & CAPITAL, LLC
as Lessor

FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C.
§11301

on June 18, 2015 at ____:____.m.

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of June 18, 2015, by and between SOLVAY CHEMICALS, INC. (“Lessee”) and BANC OF AMERICA LEASING & CAPITAL, LLC (“Lessor”), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain railcars described on Exhibit No. 1 attached hereto (the “Railcars”).

All such Railcars are more fully described in that certain Schedule No. 003 dated as of June 17, 2015 and executed pursuant to, and incorporating by reference the terms and conditions of, that certain Rail Equipment Net Leasing Agreement dated as of January 13, 2015 (together with all of the riders, schedules and other attachments thereto, collectively, the “Lease”), each between Lessor and Lessee.

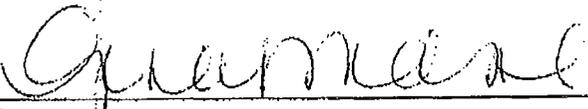
2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.
3. The Lease contains an option by Lessee to purchase the Railcars on the terms set forth in the Lease.

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

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

BANC OF AMERICA LEASING & CAPITAL, LLC

By: 
Name: **Gina M. Cabral**
Title: **Vice President**

SOLVAY CHEMICALS, INC.

By: _____
Name: _____
Title: _____

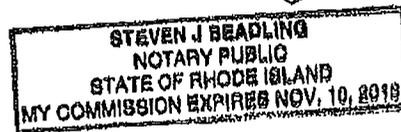
STATE OF RHODE ISLAND)
) ss.
COUNTY OF PROVIDENCE)

I HEREBY CERTIFY, that on this 17th day of June, 2015, before me, the undersigned, a Notary Public of the State of Rhode Island, personally appeared Gina M. Cabral, who acknowledged himself to be the VICE PRESIDENT of BANC OF AMERICA LEASING & CAPITAL, LLC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized VICE PRESIDENT of said company by signing the name of the company by himself as the VICE PRESIDENT.

AS WITNESS my hand and notarial seal.

Steven J. Beadling
Notary Public

My commission expires: Nov. 10, 2018.



IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

BANC OF AMERICA LEASING & CAPITAL, LLC

By: _____
Name:
Title:



SOLVAY CHEMICALS, INC.

By: _____
Name: *Roger Timoni*
Title: *V.P. Finance Officer*

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

I HEREBY CERTIFY, that on this 18th day of June, 2015, before me, the undersigned, a Notary Public of the State of Texas, personally appeared Roger Jimenez, who acknowledged himself to be the Vice President, Finance of SOLVAY CHEMICALS, INC., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized officer of said company by signing the name of the company by himself as the officer.

AS WITNESS my hand and notarial seal.

Marie D. Johansen
Notary Public

My commission expires: 3/12/2016.

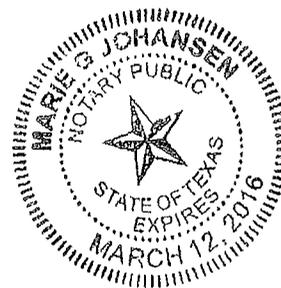


EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS

One Hundred Twenty-Eight (128) Trinity built covered hopper rail cars with the following marks:

Car Mark	Running Number	DOT Code	Car Mark	Running Number	DOT Code
ASHX	1272	N/A	ASHX	1431	N/A
ASHX	1279	N/A	ASHX	1432	N/A
ASHX	1296	N/A	ASHX	1433	N/A
ASHX	1297	N/A	ASHX	1434	N/A
ASHX	1307	N/A	ASHX	1435	N/A
ASHX	1316	N/A	ASHX	1436	N/A
ASHX	1364	N/A	ASHX	1437	N/A
ASHX	1371	N/A	ASHX	1438	N/A
ASHX	1389	N/A	ASHX	1439	N/A
ASHX	1398	N/A	ASHX	1440	N/A
ASHX	1399	N/A	ASHX	1441	N/A
ASHX	1400	N/A	ASHX	1442	N/A
ASHX	1401	N/A	ASHX	1443	N/A
ASHX	1402	N/A	ASHX	1444	N/A
ASHX	1403	N/A	ASHX	1445	N/A
ASHX	1404	N/A	ASHX	1446	N/A
ASHX	1405	N/A	ASHX	1447	N/A
ASHX	1406	N/A	ASHX	1448	N/A
ASHX	1408	N/A	ASHX	1449	N/A
ASHX	1409	N/A	ASHX	1450	N/A
ASHX	1410	N/A	ASHX	1451	N/A
ASHX	1411	N/A	ASHX	1452	N/A
ASHX	1412	N/A	ASHX	1453	N/A
ASHX	1413	N/A	ASHX	1454	N/A
ASHX	1414	N/A	ASHX	1455	N/A
ASHX	1415	N/A	ASHX	1456	N/A
ASHX	1416	N/A	ASHX	1457	N/A
ASHX	1419	N/A	ASHX	1458	N/A
ASHX	1420	N/A	ASHX	1459	N/A
ASHX	1421	N/A	ASHX	1460	N/A
ASHX	1422	N/A	ASHX	1461	N/A
ASHX	1423	N/A	ASHX	1462	N/A
ASHX	1424	N/A	ASHX	1463	N/A
ASHX	1425	N/A	ASHX	1464	N/A
ASHX	1426	N/A	ASHX	1465	N/A
ASHX	1427	N/A	ASHX	1466	N/A
ASHX	1428	N/A	ASHX	1467	N/A
ASHX	1429	N/A	ASHX	1468	N/A
ASHX	1430	N/A	ASHX	1469	N/A

Car Mark	Running Number	DOT Code	Car Mark	Running Number	DOT Code
ASHX	1470	N/A	ASHX	1497	N/A
ASHX	1471	N/A	ASHX	1498	N/A
ASHX	1472	N/A	ASHX	1499	N/A
ASHX	1473	N/A	ASHX	1500	N/A
ASHX	1475	N/A	ASHX	1501	N/A
ASHX	1476	N/A	ASHX	1502	N/A
ASHX	1477	N/A	ASHX	1503	N/A
ASHX	1478	N/A	ASHX	1504	N/A
ASHX	1479	N/A	ASHX	1505	N/A
ASHX	1480	N/A	ASHX	1506	N/A
ASHX	1481	N/A	ASHX	1507	N/A
ASHX	1482	N/A	ASHX	1509	N/A
ASHX	1483	N/A	ASHX	1510	N/A
ASHX	1484	N/A	ASHX	1511	N/A
ASHX	1485	N/A	ASHX	1512	N/A
ASHX	1486	N/A	ASHX	1513	N/A
ASHX	1487	N/A	ASHX	1515	N/A
ASHX	1488	N/A	ASHX	1516	N/A
ASHX	1489	N/A	ASHX	1517	N/A
ASHX	1490	N/A	ASHX	1518	N/A
ASHX	1491	N/A	ASHX	1519	N/A
ASHX	1492	N/A	ASHX	1520	N/A
ASHX	1493	N/A	ASHX	1522	N/A
ASHX	1494	N/A	ASHX	1523	N/A
ASHX	1495	N/A	ASHX	1524	N/A