

LAW OFFICES OF
LOUIS E. GITOMER, LLC.

LOUIS E. GITOMER
Lou@lgrailaw.com

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

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

December 18, 2013

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 e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease, a secondary document, dated as of December 18, 2013. The primary document to which this is connected is recorded under Recordation Number 30935. We request that this document be recorded under Recordation Number 30935-A.

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

Lessor:

BB&T Equipment Finance Corporation
600 Washington Avenue, Suite 201
Towson, MD 21204

Lessee:

Olin Chlor Alkali Logistics, Inc.
490 Stuart Road NE
Cleveland, TN 37312

A description of the equipment covered by the Memorandum of Lease consists of 18 tank cars numbered OLNX 718139, 718141-718143, inclusive, 718145, 718147, 718149, 718152, 718155, 718156, 718159-718164, inclusive, 718167, and 718168.

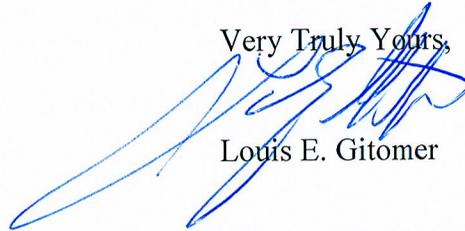
A fee of \$44.00 is enclosed. Please return one copy by email to:

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

Ms. Cynthia T. Brown
December 18, 2013
Page 2

A short summary of the document to appear in the index follows: a Memorandum of Lease between BB&T Equipment Finance Corporation, 600 Washington Avenue, Suite 201, Towson, MD 21204, and Olin Chlor Alkali Logistics, Inc., 490 Stuart Road NE, Cleveland, TN 37312, covering 18 tank cars numbered OLNK 718139, 718141-718143, inclusive, 718145, 718147, 718149, 718152, 718155, 718156, 718159-718164, inclusive, 718167, and 718168.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF LEASE

This MEMORANDUM OF LEASE is made and entered into as of December 18, 2013, between BB&T EQUIPMENT FINANCE CORPORATION, a North Carolina corporation ("**Lessor**"), and OLIN CHLOR ALKALI LOGISTICS, INC., a Delaware corporation, by and through its Chlor Alkali Products division and for and on behalf of itself and its subsidiaries which may perform hereunder ("**Lessee**"), with reference to the following:

1. Pursuant to a Railroad Equipment Lease, dated as of July 19, 2013, between Lessor and Lessee (together with the Schedule thereto, the "**Lease**"), and Schedule No. BL-2 thereto, dated as of December 18, 2013 (the "**Schedule**"), Lessor agreed to lease to Lessee, and Lessee agreed to lease from Lessor, the following railcars (each, a "**Car**" and, collectively, the "**Cars**"):

Quantity	Description	Reporting Marks and Numbers
18	Trinity Industries 18,700 gallon capacity Bleach Tank Railcars	OLNX718139, 141-143, 145, 147, 149, 152, 155-156, 159-164, 167-168; inclusive

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

REMAINDER OF PAGE INTENTIONALLY LEFT BLANK

IN WITNESS WHEREOF, the parties hereto have duly executed and delivered this Memorandum of Lease as of the date first written above.

BB&T EQUIPMENT FINANCE
CORPORATION

OLIN CHLOR ALKALI LOGISTICS, INC.

By: 
Name: CONSTANCE W. LANCASTER
Title: SENIOR VICE PRESIDENT

By: 
Name: Stephen C. Curley
Title: V.P. & Treasurer

STATE OF Maryland
COUNTY OF Baltimore SS.

On this 18th day of December, 2013, before me appeared Constance W. Lancaster, to me personally known, who being by me duly sworn did say that he/she is the Senior Vice President of BB&T EQUIPMENT FINANCE CORPORATION, a North Carolina corporation, and that said Instrument was signed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged said Instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year last above written.

Regina M. McManus
Notary Public

My Commission Expires:

October 15, 2016

REGINA M. MCMANUS
NOTARY PUBLIC
BALTIMORE COUNTY

STATE OF Missouri)
COUNTY OF St. Louis) SS.

On this 16th day of December, 2013, before me appeared Stephen C. Curley, to me personally known, who being by me duly sworn did say that he/she is the V.P. & Treasurer of OLIN CHLOR ALKALI LOGISTICS, INC., a Delaware corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year last above written.

Veronica A. Schubert
Notary Public

My Commission Expires:

August 15, 2015



VERONICA A. SCHUBERT
My Commission Expires
August 15, 2015
St. Louis County
Commission #11227398