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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 1250, 1252-1255, inclusive, 1257-1266, inclusive, 1268, 1269, 1271, 1273-1278, inclusive, 1280-1295, inclusive, 1298-1306, inclusive, 1308-1314, inclusive, 1317-1321, inclusive, 1323-1332, inclusive, 1335-1350, inclusive, 1352-1355, inclusive, 1357-1360, inclusive, 1362, 1363, 1365-1370, inclusive, 1372-1388, inclusive, and 1390-1397, inclusive.

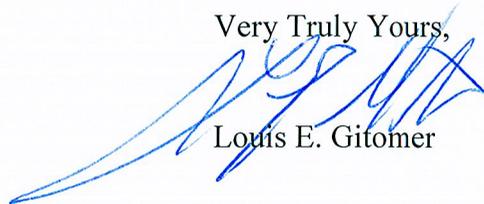
Ms. Cynthia T. Brown  
June 19, 2015  
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A fee of \$43.00 is enclosed. Please return one copy by email to:

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 1250, 1252-1255, inclusive, 1257-1266, inclusive, 1268, 1269, 1271, 1273-1278, inclusive, 1280-1295, inclusive, 1298-1306, inclusive, 1308-1314, inclusive, 1317-1321, inclusive, 1323-1332, inclusive, 1335-1350, inclusive, 1352-1355, inclusive, 1357-1360, inclusive, 1362, 1363, 1365-1370, inclusive, 1372-1388, inclusive, and 1390-1397, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

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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

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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. 002 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:

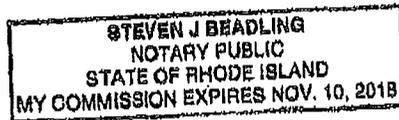
STATE OF RHODE ISLAND )  
 ) ss.  
COUNTY OF PROVIDENCE )

I HEREBY CERTIFY, that on this 17<sup>th</sup> 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.

  
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:

Title:

Rogu Jimenez

V.P. Finance Officer



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	1250	N/A	ASHX	1295	N/A
ASHX	1252	N/A	ASHX	1298	N/A
ASHX	1253	N/A	ASHX	1299	N/A
ASHX	1254	N/A	ASHX	1300	N/A
ASHX	1255	N/A	ASHX	1301	N/A
ASHX	1257	N/A	ASHX	1302	N/A
ASHX	1258	N/A	ASHX	1303	N/A
ASHX	1259	N/A	ASHX	1304	N/A
ASHX	1260	N/A	ASHX	1305	N/A
ASHX	1261	N/A	ASHX	1306	N/A
ASHX	1262	N/A	ASHX	1308	N/A
ASHX	1263	N/A	ASHX	1309	N/A
ASHX	1264	N/A	ASHX	1310	N/A
ASHX	1265	N/A	ASHX	1311	N/A
ASHX	1266	N/A	ASHX	1312	N/A
ASHX	1268	N/A	ASHX	1313	N/A
ASHX	1269	N/A	ASHX	1314	N/A
ASHX	1271	N/A	ASHX	1317	N/A
ASHX	1273	N/A	ASHX	1318	N/A
ASHX	1274	N/A	ASHX	1319	N/A
ASHX	1275	N/A	ASHX	1320	N/A
ASHX	1276	N/A	ASHX	1321	N/A
ASHX	1277	N/A	ASHX	1323	N/A
ASHX	1278	N/A	ASHX	1324	N/A
ASHX	1280	N/A	ASHX	1325	N/A
ASHX	1281	N/A	ASHX	1326	N/A
ASHX	1282	N/A	ASHX	1327	N/A
ASHX	1283	N/A	ASHX	1328	N/A
ASHX	1284	N/A	ASHX	1329	N/A
ASHX	1285	N/A	ASHX	1330	N/A
ASHX	1286	N/A	ASHX	1331	N/A
ASHX	1287	N/A	ASHX	1332	N/A
ASHX	1288	N/A	ASHX	1335	N/A
ASHX	1289	N/A	ASHX	1336	N/A
ASHX	1290	N/A	ASHX	1337	N/A
ASHX	1291	N/A	ASHX	1338	N/A
ASHX	1292	N/A	ASHX	1339	N/A
ASHX	1293	N/A	ASHX	1340	N/A

<b>Car Mark</b>	<b>Running Number</b>	<b>DOT Code</b>	<b>Car Mark</b>	<b>Running Number</b>	<b>DOT Code</b>
ASHX	1294	N/A	ASHX	1341	N/A
ASHX	1342	N/A	ASHX	1372	N/A
ASHX	1343	N/A	ASHX	1373	N/A
ASHX	1344	N/A	ASHX	1374	N/A
ASHX	1345	N/A	ASHX	1375	N/A
ASHX	1346	N/A	ASHX	1376	N/A
ASHX	1347	N/A	ASHX	1377	N/A
ASHX	1348	N/A	ASHX	1378	N/A
ASHX	1349	N/A	ASHX	1379	N/A
ASHX	1350	N/A	ASHX	1380	N/A
ASHX	1352	N/A	ASHX	1381	N/A
ASHX	1353	N/A	ASHX	1382	N/A
ASHX	1354	N/A	ASHX	1383	N/A
ASHX	1355	N/A	ASHX	1384	N/A
ASHX	1357	N/A	ASHX	1385	N/A
ASHX	1358	N/A	ASHX	1386	N/A
ASHX	1359	N/A	ASHX	1387	N/A
ASHX	1360	N/A	ASHX	1388	N/A
ASHX	1362	N/A	ASHX	1390	N/A
ASHX	1363	N/A	ASHX	1391	N/A
ASHX	1365	N/A	ASHX	1392	N/A
ASHX	1366	N/A	ASHX	1393	N/A
ASHX	1367	N/A	ASHX	1394	N/A
ASHX	1368	N/A	ASHX	1395	N/A
ASHX	1369	N/A	ASHX	1396	N/A
ASHX	1370	N/A	ASHX	1397	N/A