

LAW OFFICES OF
LOUIS E. GITOMER, LLC

RECORDATION NO. 30365-Q FILED
August 30, 2016 08:33 AM
SURFACE TRANSPORTATION BOARD

LOUIS E. GITOMER
Lou@lgraillaw.com

MELANIE B. YASBIN
Melanie@lgraillaw.com
410-296-2205

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

August 30, 2016

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 Agreement, a secondary document, dated as of August 30, 2016. The primary document to which this is connected is recorded under Recordation Number 30365. We request that this document be recorded under Recordation No. 30365-Q.

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

Lessor:

Banc of America Leasing & Capital, LLC
1800 Dutch Lane, Lot 79
Jeffersonville, IN 47130

Lessee:

Arizona Chemical Company, LLC
4600 Touchton Road E.
Jacksonville, FL 32246

Ms. Cynthia T. Brown

August 30, 2016

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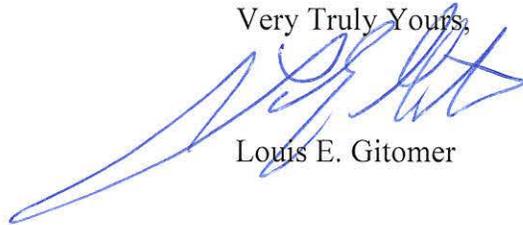
A description of the equipment covered by the Memorandum of Lease Agreement consists of 13 tank cars numbered AZXX 15039-15051, inclusive.

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@lgraillaw.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, 1800 Dutch Lane, Lot 79, Jeffersonville, IN 47130, and Arizona Chemical Company, LLC, 4600 Touchton Road E., Jacksonville, FL 32246, covering 13 tank cars numbered AZXX 15039-15051, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF LEASE AGREEMENT

dated as of August 30, 2016

between

ARIZONA CHEMICAL COMPANY, LLC,
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 _____ 2016 at ____:____.m.

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of August 30, 2016 by and between ARIZONA CHEMICAL COMPANY, LLC ("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 of such railcars are more fully described in that certain Rail Equipment Net Leasing Agreement No. 17600-90000 dated as of August 30, 2012, and Schedule No. 009 thereto and incorporating the terms thereof, dated as of August 26, 2016 (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: Donna Askren
Name: Donna Askren
Title: Assistant Vice President

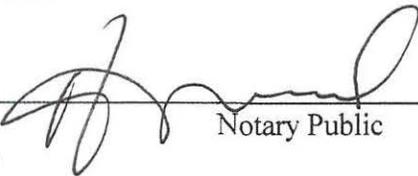
ARIZONA CHEMICAL COMPANY, LLC

By: James Stanley Rie
Name: James Stanley Rie
Title: Treasurer

STATE OF IN)
) ss.
COUNTY OF Clark)

I HEREBY CERTIFY, that on this 29th day of Aug., before me, the undersigned, a Notary Public of the State of Indiana, personally appeared Donna Askren, who acknowledged himself to be the Assistant VP 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 representative of said company by signing the name of the company by himself as the Assistant VP.

AS WITNESS my hand and notarial seal.



Notary Public

My commission expires: 10-14-18.



STATE OF Texas)
) ss.
COUNTY OF HARRIS)

I HEREBY CERTIFY, that on this 25 day of August, 2016, before me, the undersigned, a Notary Public of the State of TEXAS, personally appeared JAMES STANLEY RICE, who acknowledged himself to be the Treasurer of ARIZONA CHEMICAL COMPANY, 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 Treasurer of said company by signing the name of the company by himself as the Treasurer.

AS WITNESS my hand and notarial seal.

Calletana R Barrera
Notary Public

My commission expires: 10/31/2018.

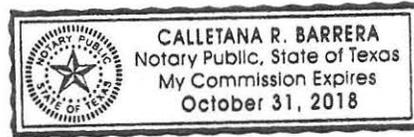


EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS

Arizona Chemical Company, LLC
Schedule #009 - Exhibit A

Year	Manufacturer	Description	Car Numbers
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15039
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15040
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15041
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15042
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15043
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15044
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15045
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15046
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15047
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15048
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15049
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15050
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15051