

RECORDATION NO. 31002 FILED
December 11, 2013 7:30 AM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
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December 11, 2013

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 Lease, dated as of December 10, 2013, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor:	SunTrust Equipment Finance & Leasing Corp. 300 East Joppa Road, Suite 700 Towson, MD 21286
Lessee:	Olin Chlor Alkali Logistics, Inc. 490 Stuart Road NE Cleveland, TN 37312

Chief, Section of Administration
December 11, 2013
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A description of the railroad equipment covered by the enclosed document is:

29 Trinity tank cars within the series OLNK 718180 – OLNK 718198 as set forth in the attachment to the document.

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

Memorandum of Lease.

Also enclosed is a check in the amount of \$44.00 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,

A handwritten signature in black ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE

This MEMORANDUM OF LEASE is made and entered into as of December 10, 2013, between SUNTRUST EQUIPMENT FINANCE & LEASING CORP., a Virginia corporation ("Lessor"), and Olin Chlor Alkali Logistics, Inc., a Delaware corporation ("Lessee"), with reference to the following:

1. Pursuant to a Railroad Equipment Lease, dated as of December 10, 2013, between Lessor and Lessee (together with the Schedule thereto, the "Lease"), and Schedule No. 001 thereto, dated as of December 10, 2013 (the "Schedule"), Lessor agreed to lease to Lessee, and Lessee agreed to lease from Lessor, the railcars identified on Schedule I hereto (each, a "Car" and, collectively, the "Cars").

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.

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

SUNTRUST EQUIPMENT FINANCE &
LEASING CORP.

OLIN CHLOR ALKALI LOGISTICS, INC.

By: 
Name: LAWRENCE D. COOPER
Title: SECRETARY

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

STATE OF Maryland)
)
COUNTY OF Baltimore) SS.

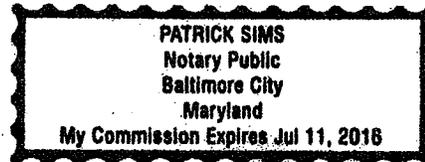
On this 06 day of December, 2013, before me appeared Larry Cooper, to me personally known, who being by me duly sworn did say that he/she is the Secretary of SunTrust Equipment Finance & Leasing Corp., a Virginia corporation, and that said instrument was signed on behalf of said corporation by authority 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.

[Signature]
Notary Public

My Commission Expires:

July 11, 2016



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

On this 4th 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 Vice President and 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.

[Signature]
Notary Public

My Commission Expires:

August 15, 2015



VERONICA A. SCHUBERT
My Commission Expires
August 15, 2015
St. Louis County
Commission #11227396

SCHEDULE I
To
Memorandum of Lease

List of Cars

Quantity	Description	Reporting Marks and Numbers
29	Trinity 18,750 gallon Tank Cars	OLNX 718180 OLNX718171 OLNX 718182 OLNX718173 OLNX 718189 OLNX718176 OLNX 718187 OLNX718181 OLNX 718197 OLNX718186 OLNX 718188 OLNX718191 OLNX 718174 OLNX718198 OLNX 718185 OLNX 718179 OLNX 718175 OLNX 718177 OLNX 718183 OLNX 718190 OLNX 718194 OLNX 718195 OLNX 718196 OLNX 718199 OLNX 718193 OLNX 718184 OLNX 718192 OLNX 718178 OLNX 718172

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: 12/11/13

Edward M Luria
Edward M. Luria