

RECORDATION NO. 31081
FILED FEBRUARY 12, 2014 04:20 PM
SURFACE TRANSPORTATION BOARD

February 12, 2014

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
Washington, D.C. 20423

RE: WPT01002

Dear Secretary,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) is a Memorandum of Lease Agreement dated as January 30, 2014, a primary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement.

Lessee: Westlake Polymers LLC
2801 Post Oak Blvd.
Suite 600
Houston, TX 77056

Lessor: The CIT Group/Equipment Financing, Inc.
30 South Wacker Drive, Suite 2900
Chicago, IL 60606

A description of the railroad equipment covered by the enclosed document is: Railcars within the series NRLX 58005 through TCMX 200106 as more particularly set forth in the equipment schedule attached to this document.

A short summary of the document to appear in the index is: Memorandum of Railcar Lease.

Kindly return stamped copies of the enclosed document to the undersigned.

Best regards,

/s

Tina Amico
VP, Contracts
CIT Rail

Enclosures

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 30th day of January, 2014, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 30 So. Wacker Dr., Ste. 2900, Chicago, IL 60606 (the "Lessor"), and WESTLAKE POLYMERS LLC, a Delaware limited liability company, with an address at 2801 Post Oak Blvd., Houston, TX 77056 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee are parties to that certain Master Railcar Lease (the "Agreement") dated as of October 9, 2013 and effective as of December 30, 2008, and Schedule No. 02 thereto dated as of January 30th, 2014 (the "Schedule"; the Schedule and the Agreement to the extent relating to the Schedule, are hereinafter referred to as the "Lease") covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: [Signature]
Name: [Signature]
Title: SVP

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by all necessary limited liability company authority and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee.

WESTLAKE POLYMERS LLC

By: Westlake Chemical Investments, Inc., its Manager

By: [Signature]
Name: J. L. Taylor
Title: Sr. Vice President

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State of Texas)

County of Harris)

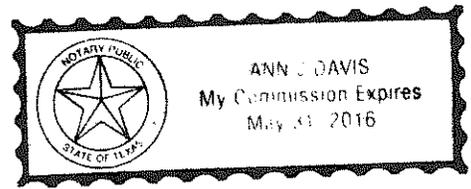
On this, the 30th day of January, 2014, before me, a Notary Public in and for said County and State, personally appeared Jeff Taylor, the Sr. Vice President of Westlake Chemical Investments, Inc., the manager of Westlake Polymers LLC, who acknowledged himself/herself to be a duly authorized officer of such manager, and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name: Ann J. Davis
Notary Public

My Commission Expires: May 31, 2016

Residing in: Harris County, Texas



Schedule A

<u>Quantity</u>	<u>Description</u>
100	5,800 c.f. pneumatic covered hopper cars

Reporting Marks and Numbers

NRLX	58005	TCMX	200001	TCMX	200053
NRLX	58014	TCMX	200002	TCMX	200054
NRLX	58016	TCMX	200005	TCMX	200056
NRLX	58021	TCMX	200009	TCMX	200057
NRLX	58023	TCMX	200010	TCMX	200060
NRLX	58025	TCMX	200011	TCMX	200061
NRLX	58031	TCMX	200012	TCMX	200062
NRLX	58038	TCMX	200013	TCMX	200063
NRLX	58044	TCMX	200014	TCMX	200064
NRLX	58053	TCMX	200015	TCMX	200066
NRLX	58054	TCMX	200016	TCMX	200067
NRLX	58057	TCMX	200019	TCMX	200069
NRLX	58063	TCMX	200020	TCMX	200072
NRLX	58065	TCMX	200021	TCMX	200073
NRLX	58069	TCMX	200025	TCMX	200074
NRLX	58076	TCMX	200026	TCMX	200075
NRLX	58086	TCMX	200027	TCMX	200076
NRLX	58088	TCMX	200029	TCMX	200077
NRLX	58089	TCMX	200030	TCMX	200082
NRLX	58093	TCMX	200031	TCMX	200086
NRLX	58096	TCMX	200032	TCMX	200087
NRLX	58103	TCMX	200034	TCMX	200088
NRLX	58116	TCMX	200035	TCMX	200093
NRLX	58119	TCMX	200036	TCMX	200094
NRLX	58121	TCMX	200038	TCMX	200095
NRLX	58131	TCMX	200039	TCMX	200096
NRLX	58132	TCMX	200041	TCMX	200098
NRLX	58133	TCMX	200042	TCMX	200100
NRLX	58138	TCMX	200043	TCMX	200102
NRLX	58140	TCMX	200045	TCMX	200103
NRLX	58141	TCMX	200047	TCMX	200104
NRLX	58142	TCMX	200049	TCMX	200106
NRLX	58143	TCMX	200050		
TCMX	200000	TCMX	200052		