

LAW OFFICES OF  
**LOUIS E. GITOMER, LLC.**

LOUIS E. GITOMER  
Lou@lgraillaw.com

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

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

December 17, 2014

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 17, 2014. 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-C.

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 seven tank cars numbered OLNK 718168-718174, inclusive.

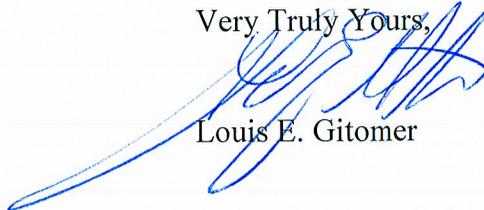
A fee of \$43.00 is enclosed. Please return one copy by email to:

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

Ms. Cynthia T. Brown  
December 17, 2014  
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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 seven tank cars numbered OLN 718168-718174, inclusive.

Very Truly Yours,

A handwritten signature in blue ink, appearing to read 'Louis E. Gitomer', is written over the typed name. The signature is stylized and cursive.

Louis E. Gitomer

Enclosure

**MEMORANDUM OF LEASE**

This MEMORANDUM OF LEASE is made and entered into as of Decemehr 17, 2014, 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 Railroad Equipment Lease, dated as of September 30, 2014, between Lessor and Lessee (together with the Schedule thereto, the "**Lease**"), and Schedule No. T-2 thereto, dated as of December 17, 2014 (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 |
|----------|------------------------------|-----------------------------|
| 7        | Trinity T13033 Tank Railcars | OLNX 715168-715174          |

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.

BB&T EQUIPMENT FINANCE CORPORATION

OLIN CHLOR ALKALI LOGISTICS, INC.

By:   
Name: CONSTABLE M. L. ...  
Title: SENIOR VICE PRESIDENT

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

STATE OF )  
 )  
COUNTY OF ) SS.

On this 17<sup>th</sup> day of December, 2014, 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:

10/15/16

REGINA M. MCMANUS  
NOTARY PUBLIC  
BALTIMORE COUNTY

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

On this 3<sup>rd</sup> day of December, 2014, 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 #11227396

RAILROAD EQUIPMENT LEASE