RECORDATION NO. 31271-E
FILED DECEMBER 31, 2014 12:53 PM
SURFACE TRANSPORTATION BOARD

OSTER RESEARCHING SERVICES
12897 Colonial Drive
Mt. Airy, Maryland 21771
(301) 253-6040
www.osterresearchingservices.com
maryannoster@comcast.net

December 31, 2014

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Memorandum of Partial Termination of Lease dated as of 12/31/14

Lessee:	PBF Holding Company LLC 1 Sylvan Way, 2nd Floor Parsippany, NJ 07054
Lessor:	PBF Rail Logistics Company LLC 1 Sylvan Way, 2nd Floor Parsippany, NJ 07054
Equipment:	478, Tank Cars DPRX 257017-259886, NI

Please record this agreement as a secondary document to STB Recordation #31271.
The filing fee of $43 is enclosed. Thank you.

Sincerely,

Mary A Oster

Mary Ann Oster
Research Consultant

RECORDATION NO. 31271-E
FILED DECEMBER 31, 2014 12:53 PM
SURFACE TRANSPORTATION BOARD

MEMORANDUM OF PARTIAL TERMINATION OF LEASE

between

PBF RAIL LOGISTICS COMPANY LLC,
as Lessor

and

PBF HOLDING COMPANY LLC,
as Lessee

This MEMORANDUM OF PARTIAL TERMINATION OF LEASE, dated as of December 31, 2014, is made by PBF RAIL LOGISTICS COMPANY LLC, a Delaware limited liability company ("Lessor"), and PBF HOLDING COMPANY LLC, a Delaware limited liability company ("Lessee").

WHEREAS, Lessor and Lessee entered into that certain Transportation Services Agreement dated as of March 26, 2014 (as amended, supplemented or otherwise modified from time to time, the "Lease"). Unless the context otherwise requires, all capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Lease.

WHEREAS, in regard to the Lease, a Memorandum of Lease was recorded with the Surface Transportation Board (the "STB") on June 27, 2014, under Recordation No. 31271, and Memoranda of Supplement to Lease were recorded with the STB on August 7, 2014, under Recordation No. 31271-A, September 30, 2014, under Recordation No. 31271-B, and October 17, 2014, under Recordation No. 31271-C, respectively (collectively, the "Memoranda").

WHEREAS, Lessor and Lessee have partially terminated the Lease only as to the Units set forth on Exhibit A attached hereto (the "Release Units").

WHEREAS, the parties, by executing this Memorandum and causing it to be recorded with the appropriate governmental authorities, desire to provide public notice of the partial termination of the Lease.

WHEREAS, this Memorandum may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one such Memorandum.

IN WITNESS WHEREOF, each of the undersigned pursuant to due company authority has caused this Memorandum of Supplement to Lease to be executed in its respective company or corporate name by an officer duly authorized, and hereby declares pursuant to 28 U.S.C. §1746 under penalty of perjury, that this Memorandum is a true and correct document and was executed as of the date herein first set forth above.

"Lessor"

PBF Rail Logistics Company LLC

By: _____
Name: John E. Luke
Title: Treasurer

State of New Jersey)
) ss
County of Morris)

On this 29th day of December, 2014, before me, the undersigned Notary Public in and for said County and State, personally appeared John E. Luke, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Evelyn Verdon
Notary Public

(Seal)

Notary Name: EVELYN VERDON
A Notary Public of New Jersey
My Commission Expires: My Commission Expires 3/14/2018

"Lessee"

PBF Holding Company LLC

By: _____
Name: John E. Luke
Title: Treasurer

State of New Jersey)
) ss
County of Morris)

On this 29th day of December, 2014, before me, the undersigned Notary Public in and for said County and State, personally appeared John E. Luke, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Evelyn Verdon
Notary Public

(Seal)

Notary Name: EVELYN VERDON
A Notary Public of New Jersey
My Commission Expires: Commission Expires 3/14/2018

Exhibit A

The Released Units, being Four Hundred Seventy-Eight (478) Tank Cars having the following Car Marks and Car Numbers:

Car Marks	Car Number	Car Marks	Car Number	Car Marks	Car Number
DPRX	257017	DPRX	257057	DPRX	257097
DPRX	257018	DPRX	257058	DPRX	257098
DPRX	257019	DPRX	257059	DPRX	257099
DPRX	257020	DPRX	257060	DPRX	257100
DPRX	257021	DPRX	257061	DPRX	257101
DPRX	257022	DPRX	257062	DPRX	257102
DPRX	257023	DPRX	257063	DPRX	257103
DPRX	257024	DPRX	257064	DPRX	257104
DPRX	257025	DPRX	257065	DPRX	257105
DPRX	257026	DPRX	257066	DPRX	257106
DPRX	257027	DPRX	257067	DPRX	257107
DPRX	257028	DPRX	257068	DPRX	257108
DPRX	257029	DPRX	257069	DPRX	257109
DPRX	257030	DPRX	257070	DPRX	257110
DPRX	257031	DPRX	257071	DPRX	257111
DPRX	257032	DPRX	257072	DPRX	257112
DPRX	257033	DPRX	257073	DPRX	257113
DPRX	257034	DPRX	257074	DPRX	257114
DPRX	257035	DPRX	257075	DPRX	257115
DPRX	257036	DPRX	257076	DPRX	257116
DPRX	257037	DPRX	257077	DPRX	257117
DPRX	257038	DPRX	257078	DPRX	257118
DPRX	257039	DPRX	257079	DPRX	257119
DPRX	257040	DPRX	257080	DPRX	257120
DPRX	257041	DPRX	257081	DPRX	257121
DPRX	257042	DPRX	257082	DPRX	257122
DPRX	257043	DPRX	257083	DPRX	257123
DPRX	257044	DPRX	257084	DPRX	257124
DPRX	257045	DPRX	257085	DPRX	257125
DPRX	257046	DPRX	257086	DPRX	257126
DPRX	257047	DPRX	257087	DPRX	257127
DPRX	257048	DPRX	257088	DPRX	257128
DPRX	257049	DPRX	257089	DPRX	257129
DPRX	257050	DPRX	257090	DPRX	257130
DPRX	257051	DPRX	257091	DPRX	257131
DPRX	257052	DPRX	257092	DPRX	257132
DPRX	257053	DPRX	257093	DPRX	257133
DPRX	257054	DPRX	257094	DPRX	257134
DPRX	257055	DPRX	257095	DPRX	257135
DPRX	257056	DPRX	257096	DPRX	257136

Exhibit A (continued)

Car Marks	Car Number	Car Marks	Car Number	Car Marks	Car Number
DPRX	257137	DPRX	257177	DPRX	257316
DPRX	257138	DPRX	257178	DPRX	257317
DPRX	257139	DPRX	257179	DPRX	257320
DPRX	257140	DPRX	257180	DPRX	257322
DPRX	257141	DPRX	257181	DPRX	257323
DPRX	257142	DPRX	257182	DPRX	257324
DPRX	257143	DPRX	257183	DPRX	257326
DPRX	257144	DPRX	257184	DPRX	257327
DPRX	257145	DPRX	257185	DPRX	257328
DPRX	257146	DPRX	257186	DPRX	257329
DPRX	257147	DPRX	257187	DPRX	257330
DPRX	257148	DPRX	257188	DPRX	257331
DPRX	257149	DPRX	257189	DPRX	257332
DPRX	257150	DPRX	257190	DPRX	257333
DPRX	257151	DPRX	257191	DPRX	257334
DPRX	257152	DPRX	257192	DPRX	257335
DPRX	257153	DPRX	257193	DPRX	257336
DPRX	257154	DPRX	257194	DPRX	257337
DPRX	257155	DPRX	257195	DPRX	257338
DPRX	257156	DPRX	257196	DPRX	257339
DPRX	257157	DPRX	257197	DPRX	257340
DPRX	257158	DPRX	257198	DPRX	257341
DPRX	257159	DPRX	257199	DPRX	257342
DPRX	257160	DPRX	257200	DPRX	257344
DPRX	257161	DPRX	257201	DPRX	257345
DPRX	257162	DPRX	257202	DPRX	257347
DPRX	257163	DPRX	257203	DPRX	257348
DPRX	257164	DPRX	257204	DPRX	257349
DPRX	257165	DPRX	257205	DPRX	257350
DPRX	257166	DPRX	257206	DPRX	257351
DPRX	257167	DPRX	257207	DPRX	257352
DPRX	257168	DPRX	257208	DPRX	257353
DPRX	257169	DPRX	257209	DPRX	257354
DPRX	257170	DPRX	257210	DPRX	257355
DPRX	257171	DPRX	257211	DPRX	257356
DPRX	257172	DPRX	257212	DPRX	257358
DPRX	257173	DPRX	257213	DPRX	257359
DPRX	257174	DPRX	257214	DPRX	257360
DPRX	257175	DPRX	257215	DPRX	257362
DPRX	257176	DPRX	257216	DPRX	257363

Exhibit A (continued)

Car Marks	Car Number	Car Marks	Car Number	Car Marks	Car Number
DPRX	257364	DPRX	259397	DPRX	259142
DPRX	257365	DPRX	259398	DPRX	259143
DPRX	257367	DPRX	259399	DPRX	259144
DPRX	257369	DPRX	259401	DPRX	259145
DPRX	257372	DPRX	259403	DPRX	259351
DPRX	257374	DPRX	259404	DPRX	259356
DPRX	257375	DPRX	260005	DPRX	259362
DPRX	257376	DPRX	260006	DPRX	259366
DPRX	257377	DPRX	260007	DPRX	259386
DPRX	257378	DPRX	260008	DPRX	259389
DPRX	257380	DPRX	260010	DPRX	259400
DPRX	257381	DPRX	260011	DPRX	259402
DPRX	257382	DPRX	260012	DPRX	259405
DPRX	257383	DPRX	260013	DPRX	260009
DPRX	257384	DPRX	260014	DPRX	260016
DPRX	257385	DPRX	260015	DPRX	259113
DPRX	257386	DPRX	259063	DPRX	259864
DPRX	257968	DPRX	259070	DPRX	259862
DPRX	259060	DPRX	259073	DPRX	259866
DPRX	259061	DPRX	259090	DPRX	259867
DPRX	259069	DPRX	259094	DPRX	259871
DPRX	259072	DPRX	259095	DPRX	259878
DPRX	259077	DPRX	259096	DPRX	259880
DPRX	259086	DPRX	259103	DPRX	259892
DPRX	259091	DPRX	259104	DPRX	259898
DPRX	259097	DPRX	259114	DPRX	259889
DPRX	259098	DPRX	259115	DPRX	259859
DPRX	259350	DPRX	259116	DPRX	259861
DPRX	259363	DPRX	259117	DPRX	259865
DPRX	259365	DPRX	259118	DPRX	259872
DPRX	259372	DPRX	259120	DPRX	259875
DPRX	259375	DPRX	259122	DPRX	259883
DPRX	259376	DPRX	259123	DPRX	259893
DPRX	259377	DPRX	259124	DPRX	259894
DPRX	259378	DPRX	259125	DPRX	259895
DPRX	259379	DPRX	259126	DPRX	259897
DPRX	259384	DPRX	259127	DPRX	259899
DPRX	259385	DPRX	259128	DPRX	259900
DPRX	259387	DPRX	259129	DPRX	259901
DPRX	259391	DPRX	259130	DPRX	259902
DPRX	259392	DPRX	259131	DPRX	259904
DPRX	259393	DPRX	259132	DPRX	259906
DPRX	259394	DPRX	259133	DPRX	259907
DPRX	259395	DPRX	259134	DPRX	259908
DPRX	259396	DPRX	259135	DPRX	259909

Car Marks	Car Number
DPRX	259910
DPRX	259911
DPRX	259912
DPRX	259915
DPRX	259917
DPRX	259919
DPRX	259922
DPRX	259923
DPRX	259925
DPRX	259926
DPRX	259929
DPRX	259930
DPRX	259932
DPRX	259933
DPRX	259936
DPRX	259937
DPRX	259938
DPRX	259939
DPRX	259945
DPRX	259949
DPRX	259950
DPRX	259954
DPRX	259957
DPRX	259958
DPRX	259961
DPRX	259965
DPRX	259967
DPRX	259968
DPRX	259972
DPRX	259251
DPRX	259253
DPRX	259256
DPRX	259257
DPRX	259255
DPRX	259239
DPRX	259242
DPRX	259243
DPRX	259245

Car Marks	Car Number
DPRX	259246
DPRX	259247
DPRX	259248
DPRX	259249
DPRX	259250
DPRX	259591
DPRX	259594
DPRX	259597
DPRX	259598
DPRX	259602
DPRX	259603
DPRX	259604
DPRX	259606
DPRX	259607
DPRX	259608
DPRX	259609
DPRX	259610
DPRX	259611
DPRX	259612
DPRX	259613
DPRX	259614
DPRX	259615
DPRX	259616
DPRX	259617
DPRX	259618
DPRX	259619
DPRX	259620
DPRX	259621
DPRX	259622
DPRX	259623
DPRX	259624
DPRX	259625
DPRX	259627
DPRX	259629
DPRX	259260
DPRX	259262
DPRX	259263
DPRX	259265

Car Marks	Car Number
DPRX	259261
DPRX	259654
DPRX	259652
DPRX	259660
DPRX	259270
DPRX	259268
DPRX	259269
DPRX	259655
DPRX	259656
DPRX	259658
DPRX	259266
DPRX	259267
DPRX	259275
DPRX	259860
DPRX	259863
DPRX	259868
DPRX	259869
DPRX	259870
DPRX	259873
DPRX	259874
DPRX	259876
DPRX	259877
DPRX	259879
DPRX	259881
DPRX	259884
DPRX	259885
DPRX	259886