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December 30, 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 Agreement, a primary document, dated as of December 29, 2014. We request that this document be given the next available recordation number.

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

Lessor:

Banc of America Leasing & Capital, LLC  
125 Dupont Drive  
Providence, RI 02907

Lessee:

Solvay Fluorides, LLC  
3333 Richmond Avenue  
Houston, TX 77098

A description of the equipment covered by the Memorandum of Lease Agreement consists of 10 tank cars numbered SFLX 21001-21010, inclusive.

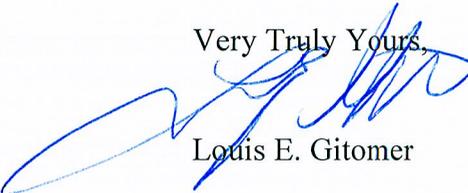
Ms. Cynthia T. Brown  
December 30, 2014  
Page 2

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, 125 Dupont Drive, Providence, RI 02907, and Solvay Fluorides, LLC, 3333 Richmond Avenue, Houston, TX 77098, covering 10 tank cars numbered SFLX 21001-21010, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

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MEMORANDUM OF LEASE AGREEMENT

dated as of December 29, 2014

between

SOLVAY FLUORIDES, LLC,  
as Lessee

and

BANC OF AMERICA LEASING & CAPITAL, LLC  
as Lessor

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FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C.  
§11301

on December 29, 2014 at \_\_\_\_:\_\_\_\_.m.

## MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of December 29, 2014, by and between SOLVAY FLUORIDES, 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 such Railcars are more fully described in that certain Schedule No. 2 dated as of December 29, 2014 and executed pursuant to, and incorporating by reference the terms and conditions of, that certain Rail Equipment Net Leasing Agreement dated as of July 1, 2014 (together with all of the riders, schedules and other attachments thereto, collectively, the “Lease”), each between Lessor and Lessee.

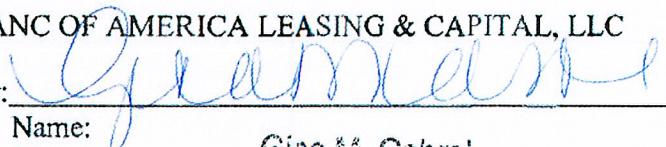
2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.
3. The Lease contains an option by Lessee to purchase the Railcars on the terms set forth in the Lease.

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

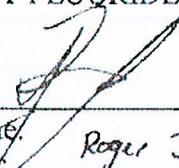
By: 

Name:

Title:

Gina M. Cabral  
Vice President

SOLVAY FLUORIDES, LLC

By: 

Name:

Title:

Roger Jimenez  
U.P. Finance Officer



STATE OF Rhode Island )  
 ) ss.  
COUNTY OF Providence )

I HEREBY CERTIFY, that on this 29th day of December, 2014, before me, the undersigned, a Notary Public of the State of Rhode Island, personally appeared Gina McApril, who acknowledged himself to be the Vice President 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 Vice President of said company by signing the name of the company by himself as the Vice President.

AS WITNESS my hand and notarial seal.

Autilia B. Wilson

Notary Public

My commission expires: 10/25/2016.

AUTILIA B. WILSON  
NOTARY PUBLIC  
STATE OF RHODE ISLAND  
MY COMMISSION EXPIRES OCT. 25, 2016



EXHIBIT NO. 1  
TO MEMORANDUM OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS

Ten (10) Trinity built tank cars with the following marks:

Car Mark	Running Number	DOT Code
SFLX	21001	111A100W5
SFLX	21002	111A100W5
SFLX	21003	111A100W5
SFLX	21004	111A100W5
SFLX	21005	111A100W5
SFLX	21006	111A100W5
SFLX	21007	111A100W5
SFLX	21008	111A100W5
SFLX	21009	111A100W5
SFLX	21010	111A100W5