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July 31, 2015

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 secondary document, dated as of July 31, 2015. The primary document to which this is connected is recorded under Recordation No. New. We request that this document be recorded under Recordation No. New-A.

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

Lessor:

Trinity Chemical Leasing, L.L.C.  
8801 South Yale Avenue, Suite 210  
Tulsa, OK 74137

Lessee:

Trinity Chemical Industries, L.L.C.  
8801 South Yale Avenue, Suite 210  
Tulsa, OK 74137

A description of the equipment covered by the Memorandum of Lease Agreement consists of 26 tank cars numbered TCLX 290285, 290291, 290293, 290294, 290295, 290296, 290379, 290380, 290381, 290383, 290385, 290387, 290389, 290390, 290391, 290392, 290393, 290394, 290395, 290396, 290397, 290398, 290400, 290410, 290412, and 290419.

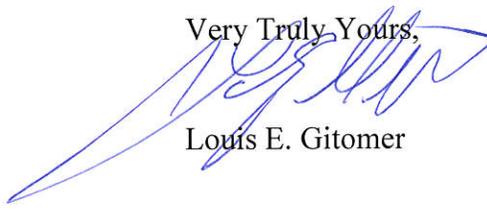
Ms. Cynthia T. Brown  
July 31, 2015  
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A fee of \$43.00 is enclosed. Please return one copy by email to:

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 Trinity Chemical Leasing, L.L.C., 8801 South Yale Avenue, Suite 210, Tulsa, OK 74137, and Trinity Chemical Industries, L.L.C., 8801 South Yale Avenue, Suite 210, Tulsa, OK 74137, covering 26 tank cars numbered TCLX 290285, 290291, 290293, 290294, 290295, 290296, 290379, 290380, 290381, 290383, 290385, 290387, 290389, 290390, 290391, 290392, 290393, 290394, 290395, 290396, 290397, 290398, 290400, 290410, 290412, and 290419.

Very Truly Yours,



Louis E. Gitomer

Enclosure

Execution Copy  
072715  
Closing Document No. 263

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MEMORANDUM OF LEASE AGREEMENT

LEASE SCHEDULE 008

Made effective as of July 31, 2015

between

Trinity Chemical Leasing, L.L.C.,  
Lessor

and

Trinity Chemical Industries, L.L.C.,  
Lessee

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FILED WITH (A) THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C. § 11301,  
AND (B) THE REGISTRAR GENERAL OF CANADA PURSUANT TO SECTION 105 OF THE  
CANADA TRANSPORTATION ACT

## MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made effective as of July 31, 2015, by and between TRINITY CHEMICAL LEASING, L.L.C. ("**Lessor**") and TRINITY CHEMICAL INDUSTRIES, L.L.C. ("**Lessee**").

1. Pursuant to Lease Schedule No. 008 dated as of July 31, 2015, to that certain Master Railcar Lease Agreement dated as of January 1, 2015 (collectively, the "**Lease Agreement**"), Lessor agreed to lease to Lessee, and the Lessee agreed to lease from Lessor, the railcars described on Schedule A attached hereto (the "**Railcars**").

2. Lessor and Lessee wish to show for the public record (a) this Memorandum of Lease, (b) the ownership of the Railcars by Lessor, and (c) the leasehold interest of Lessee in the Railcars. Accordingly, Lessor and Lessee have caused this Memorandum of Lease to be executed by duly authorized officers, as of the date first above written. The terms of the Lease Agreement are hereby incorporated herein by reference.

3. This Memorandum of Lease Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

(The remainder of this page is intentionally blank. Signature page follows.)

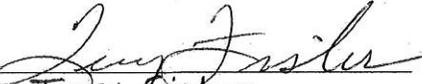
IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Lease Agreement to be duly executed as of the date and year first above written.

Lessor:

Lessee:

TRINITY CHEMICAL LEASING, L.L.C.

TRINITY CHEMICAL INDUSTRIES, L.L.C.

By:   
Name: Terry Fisher  
Title: Vice-President / managing member

By:   
Name: Richard B. Fenimore  
Title: President / managing Member

STATE OF Oklahoma )  
 ) SS.:  
COUNTY OF Tulsa )



On the 28<sup>th</sup> day of July, in the year 2015, before me, the undersigned, a notary public in and for said state; personally appeared Terry Fisher, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.

Karen Engleman  
Notary Public

STATE OF Oklahoma )  
 ) SS.:  
COUNTY OF Tulsa )

On the 28<sup>th</sup> day of July, in the year 2015, before me, the undersigned, a notary public in and for said state; personally appeared Richard B. Fenimore, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.

Karen Engleman  
Notary Public



Schedule A to Memorandum of Lease Agreement

DESCRIPTION OF RAILCARS AND REPORTING MARKS

Lease: Lease Schedule No. 008 dated as of July 31, 2015, to Master Railcar Lease Agreement dated as of January 1, 2015.

Lessor: Trinity Chemical Leasing, L.L.C.

Lessee: Trinity Chemical Industries, L.L.C.

DESCRIPTION	REPORTING MARKS
twenty-six (26) new general purpose coiled and insulated tank cars manufactured by National Steel Car Limited	TCLX290291, 290395, 290397, 290398, 290410, 290390, 290391, 290393, 290419, 290285, 290293, 290294, 290295, 290379, 290381, 290383, 290387, 290389, 290392, 290394, 290412, 290296, 290380, 290385, 290396 and 290400