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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

AUG 1 3 05 PM '96

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

August 1, 1996

RECORDATION NO. 20175-A FILED 1423

AUG 1 1996 - 3 05 PM

STATE COMMISSION

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Memorandum of Master Rail Lease Agreement No. 7722176 (with Lease Schedule No. 802 attached), dated as of June 21, 1996, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 20175.

The names and addresses of the parties to the enclosed document are:

Lessor: Pitney Bowes Credit Corporation  
201 Merritt Seven  
Norwalk, Connecticut 06856

Lessee: Enterprise Products Company  
2727 North Loop West  
Houston, Texas 77210

A description of the railroad equipment covered by the enclosed document is:

Fifty (50) Trinity 33,687 gallon pressurized tank cars EPCX 1051 through EPCX 1100

*Counter Parts - Jim Bantman*

Mr. Vernon A Williams  
August 1, 1996  
Page 2

Also enclosed is a check in the amount of \$21 00 payable to the order of the  
Surface Transportation Board covering the required recordation fee

Kindly return one stamped copy of the enclosed document to the undersigned

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", written in a cursive style.

Robert W. Alvord

RWA/bg  
Enclosures

20175-A

AUG 1 1996 3 03 PM

INTERSTATE COMMISSION

AUG 1 3 03 PM '96

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

MEMORANDUM  
OF MASTER RAIL LEASE AGREEMENT

On the date hereof, the parties hereto entered into that certain Master Rail Lease Agreement no. 7722176 (the "Lease Agreement") dated as of June 14, 1996, and that certain Lease Schedule No. 802 attached and incorporated by reference thereto, by and between Pitney Bowes Credit Corporation ("Lessor"), having a place of business located at 201 Merritt Seven, Norwalk, Connecticut 06856-5151, and Enterprise Products Company ("Lessee") having its principal place of business located at 2727 North Loop West, Houston, Texas 77210, pursuant to which Lessor has leased to Lessee the Equipment described on Exhibit A hereto, subject to the terms and conditions of said Lease Agreement.

IN WITNESS WHEREOF, each of the undersigned pursuant to due corporate authority has caused this Memorandum to be duly executed in its respective 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 this 31st day of June, 1996

PITNEY BOWES CREDIT CORPORATION

ENTERPRISE PRODUCTS COMPANY

BY: [Signature]  
ITS: Vice President

BY: X [Signature]  
ITS: X E.V.P.

**EXHIBIT A**

*EPCX*  
**(50) Trinity 33,687 gallon pressurized tank cars - running #'s 1051- 1100**



CORPORATE FORM OF ACKNOWLEDGEMENT

State of Texas )  
County of Harris ) SS:

On this 21<sup>st</sup> day of June, 1996, before me personally appeared Gary L. Miller to me personally known, who being by me duly sworn, says that he is the Executive Vice President of Enterprise Products Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Melody Lauchley  
Signature of Notary Public

My commission expires  7-26-97

Seal

