

#13
NEW NUMBER

LAW OFFICES

ALVORD AND ALVORD

200 WORLD CENTER BUILDING
918 SIXTEENTH STREET, N.W.
WASHINGTON, D.C.
20006-2973

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

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OF COUNSEL
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"ALVORD"

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TELEX
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* NOT A MEMBER OF D.C. BAR
* ALSO ADMITTED IN NEW YORK
* ALSO ADMITTED IN OHIO
* ALSO ADMITTED IN MARYLAND

RECORDATION NO. 5840
FILED 1988

SEP 29 1988 - 1 53 PM No. 8-273A049
Date SEP 29 1988
INTERSTATE COMMERCE COMMISSION
Fee \$ 13.00

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

ICC Washington, D. C.

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are 2 fully executed copies of a Memorandum of Equipment Lease dated as of September 1, 1988, a primary document as defined in the Commission's Rules for the Recordation of Documents.

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

Lessor: Sequa Capital Corporation
420 Lexington Avenue
New York, New York 10170

Lessee: Occidental Chemical Corporation
Occidental Tower
P.O. Box 809050
Dallas, Texas 75380

SEP 29 1 44 PM '88
MOTOR OPERATING UNIT
ICC OFFICE OF THE SECRETARY

A description of the railroad equipment covered by the enclosed document is set forth in Appendix A attached hereto and made a part hereof.

Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return stamped copies of the enclosed document not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

Charles T. Kappler

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
September , 198
Page Two

A short summary of the enclosed primary document to
appear in the Commission's Index is:

Memorandum of Equipment Lease dated as of September 1,
1988 between Sequa Capital Corporation, Lessor, and
Occidental Chemical Corporation, Lessee, covering
666 railroad tank cars bearing HOKX reporting marks
and numbers.

Very truly yours,


Charles T. Kappler

Enclosures

Appendix A

<u>Description</u>	<u>No. of Units</u>	<u>Type of Equipment</u>	<u>Identification Marks</u>
17,368 gallon nominal capacity liquid chlorine tank cars	250	DOT105A500W	HOKX132001- 132250
17,368 gallon nominal capacity liquid chlorine tank cars	82	DOT105A500W	HOKX132301- 132382
17,360 gallon nominal capacity liquid chlorine tank cars	34	DOT105A500W	HOKX132251- 132284
16,000 gallon nominal capacity general purpose tank cars	150	DOT111A100W1	HOKX111151- 111300
16,000 gallon nominal capacity general purpose tank cars	150	DOT111A100W3	HOKX111001- 111150

Interstate Commerce Commission
Washington, D.C. 20423

9/29/88

OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord & Alvord
913 16th St. N.W.
Washington, D.C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/29/88 at 1:55pm, and assigned recordation number(s). 15840 & 15840-A

Sincerely yours,

Nurita R. McGee

Secretary

Enclosure(s)

REGISTRATION NO. 5840

SEP 29 1988 - 1 57 PM

MEMORANDUM OF EQUIPMENT LEASE

INTERSTATE COMMERCE COMMISSION

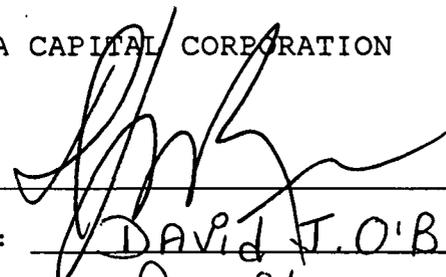
THIS MEMORANDUM OF EQUIPMENT LEASE is made and entered into as of the 1st day of September, 1988, by and between Sequa Capital Corporation ("Lessor"), having its principal offices at 420 Lexington Avenue, New York, New York 10170, and Occidental Chemical Corporation ("Lessee"), having its principal offices at Occidental Tower, P.O. Box 809050, Dallas, Texas 75380:

WITNESSETH:

Pursuant to an Equipment Lease Agreement dated as of September 1, 1988, Lessor has leased to Lessee all equipment described in Appendix A hereto.

IN WITNESS WHEREOF, the parties hereto have duly executed this Memorandum as of the day and year first above written.

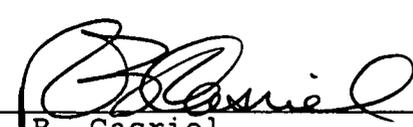
SEQUA CAPITAL CORPORATION

By: 

Name: DAVID J. O'BRIEN

Title: PRESIDENT

OCCIDENTAL CHEMICAL CORPORATION

By: 

R. B. Casriel,

Vice President and Treasurer

Appendix A

<u>Description</u>	<u>No. of Units</u>	<u>Type of Equipment</u>	<u>Identification Marks</u>
17,368 gallon nominal capacity liquid chlorine tank cars	250	DOT105A500W	HOKX132001- 132250
17,368 gallon nominal capacity liquid chlorine tank cars	82	DOT105A500W	HOKX132301- 132382
17,360 gallon nominal capacity liquid chlorine tank cars	34	DOT105A500W	HOKX132251- 132284
16,000 gallon nominal capacity general purpose tank cars	150	DOT111A100W1	HOKX111151- 111300
16,000 gallon nominal capacity general purpose tank cars	150	DOT111A100W3	HOKX111001- 111150

State of NEW YORK)
County of NEW YORK) ss.

BEFORE ME, the undersigned notary, on this day personally appeared DAVID J. O'BRIEN, to me personally known or so proven to be, who, being by me duly sworn, says that he/she is a PRESIDENT of Sequa Capital Corporation ("Lessor"), that the above Memorandum of Equipment Lease was signed on behalf of the Lessor by authority of the Board of Directors of Lessor and he/she acknowledged that the execution of the foregoing Memorandum of Equipment Lease was the free act and deed of said Lessor.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 28th day of September, 1988.

[SEAL]

Catherine C. Callahan
NOTARY PUBLIC

CATHERINE C. CALLAHAN
Notary Public, State of New York
No. 4804588
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires Sept. 8, 1989

My Commission Expires:

Sept 8, 1989

State of California)
) ss.
County of Los Angeles)

BEFORE ME, the undersigned notary, on this day personally appeared R. B. Casriel, to me personally known or so proven to be, who, being by me duly sworn, says that he is the Vice President and Treasurer of Occidental Chemical Corporation, a New York corporation ("Lessee"), that the above Memorandum of Equipment Lease was signed on behalf of the Lessee by authority of the Board of Directors of Lessee and he acknowledged that the execution of the foregoing Memorandum of Equipment Lease was the free act and deed of the said Lessee.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this

26th day of September, 1988.

[SEAL]  *Cynthia E. Danaher*
NOTARY PUBLIC

My Commission Expires:

May 12, 1992