



Mr. Vernon A. Williams  
December 30, 1994  
Page 2

**Loan and Security Agreement  
and Supplement No. 1**

**Debtor:** The First National Bank of Maryland  
25 South Charles Street  
Baltimore, Maryland 22090

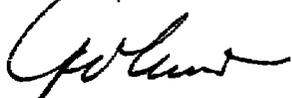
**Secured Party:** The Minnesota Mutual Life Insurance Company  
400 North Robert Street  
St. Paul, Minnesota 55101

A description of the railroad equipment covered by the enclosed documents is attached to the Memorandum of Lease as Exhibit A.

Also enclosed is a check in the amount of \$63.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of each of the enclosed documents to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/bg  
Enclosures

1947  
DEC 31 1948  
DEC 31 1948  
DEC 31 1948

**THE FIRST NATIONAL BANK OF MARYLAND**

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**MEMORANDUM OF RAILCAR LEASE AGREEMENT**

**dated as of December 30, 1994**

**between**

**THE FIRST NATIONAL BANK OF MARYLAND,**

**as Lessor**

**and**

**MOBIL OIL CORPORATION,**

**as Lessee**

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MEMORANDUM OF RAILCAR LEASE AGREEMENT

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of December 30, 1994 by and between THE FIRST NATIONAL BANK OF MARYLAND, a national banking association ("Lessor"), and MOBIL OIL CORPORATION, a New York corporation ("Lessee"), with reference to the following:

- 1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, eighty-eight (88) newly manufactured, 33,500 gallon capacity, noninsulated railcars bearing road marks as set forth on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Equipment Schedule Number 3 dated October 31, 1994 between Lessor and Lessee, to that certain Lease Agreement dated as of April 28, 1994 between Lessor and Lessee, as amended by that certain letter agreement dated December 30, 1994 between Lessor and Lessee (the "Lease").
- 2. The Lease shall be effective as of the execution date thereof and shall be subject to the Term of the Lease, as defined therein.

This Agreement may be executed in any number of counterparts, all of which when taken together shall constitute one agreement.

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

THE FIRST NATIONAL BANK OF MARYLAND  
Lessor

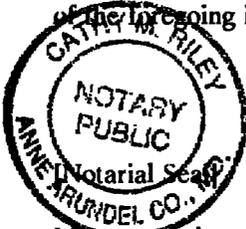
By: J. Mitchell Cook

MOBIL OIL CORPORATION,  
Lessee

By: \_\_\_\_\_  
R. C. Boardman,  
Manager, Leasing Purchasing Department

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

On this 28th day of December, 1994 before me personally appeared, J. Mitchell Cook, to me personally known, who being by me duly sworn, says that he is a Vice President of THE FIRST NATIONAL BANK OF MARYLAND, a national banking association, that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on December 30, 1994 on behalf of said association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.



My commission expires: July 1, 1998

Cathy M. Riley  
Notary Public

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This Agreement may be executed in any number of counterparts, all of which when taken together shall constitute one agreement.

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

THE FIRST NATIONAL BANK OF MARYLAND  
Lessor

By: \_\_\_\_\_

MOBIL OIL CORPORATION,  
Lessee

By: RC Boardman

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

On this \_\_\_ day of December, 1994 before me personally appeared, \_\_\_\_\_, to me personally known, who being by me duly sworn, says that he is a \_\_\_\_\_ of THE FIRST NATIONAL BANK OF MARYLAND, a national banking association, that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on \_\_\_\_\_, 199\_ on behalf of said association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

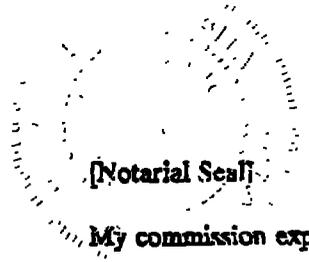
\_\_\_\_\_  
Notary Public

[Notarial Seal]

My commission expires:

STATE OF Virginia COUNTY OF Fairfax, TO WIT:

On this 28 day of December, 1994 before me personally appeared R. C. Boardman, to me personally known, who being by me duly sworn, says that he is the Manager, Leasing Purchasing Department, of Mobil Oil Corporation, that said instrument was signed and sealed on December 28 1994 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



[Notarial Seal]

My commission expires:

My Commission Expires July 31, 1995

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[Signature]  
Notary Public

CAR REPORTING MARKS

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