



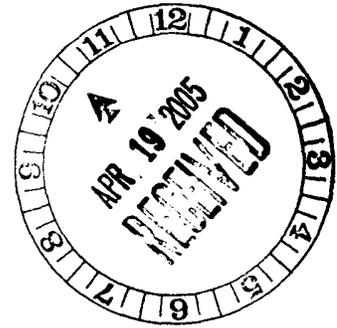
CORPORATION SERVICE COMPANY

RECORDATION NO. 25551 FILED

APR 20 05

2-47 PM

SURFACE TRANSPORTATION BOARD



April 18, 2005

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423  
(202) 565-1656  
(202) 565-9004 – Fax  
[saddlerb@stb.dot.gov](mailto:saddlerb@stb.dot.gov)

RE: 143327-1

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of September 17, 2004 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.**  
1211 Avenue of the Americas, 20<sup>th</sup> Floor New York, NY 10036

Lessee: **OCI CHEMICAL CORPORATION**  
Two Corporate Drive, PO Box 902 Shelton, CT 06484

**A short summary of the document to appear in the index follows:**

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.** and Lessee: **OCI CHEMICAL CORPORATION** covering 43 covered hopper cars with reporting marks and numbers: CEFX 13417 – CEFX 13459 – INCLUSIVE.

Please file this memorandum as a PRIMARY document and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$32.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 ext. 3813.

Thank you for your prompt assistance.

Sincerely,

April O'Shea  
Motor Vehicle Specialist  
Enclosure

MEMORANDUM OF LEASE EXTENSION

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 17<sup>TH</sup> day of SEPT., 2004, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor") and, OCI CHEMICAL CORPORATION, a Delaware corporation, with an address at Two Corporate Drive P.O. Box 902, Shelton, CT, 06484 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

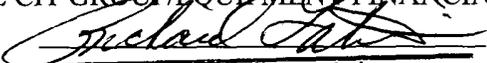
WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of AUGUST 21, ~~2004~~<sup>1997</sup> covering the equipment listed on Schedule A hereto (the "Equipment"); and

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written;

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby extends the Lease and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Certificate, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By:   
Name: Richard Latini  
Title: Senior Vice President

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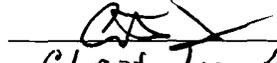
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SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

OCI CHEMICAL CORPORATION

By:   
Name: Christopher Feasee



Title: CEO + President

**SCHEDULE A**

<u>Number of Cars and Car Description</u>	<u>Car Mark and Numbers</u>
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(43) 5,161 C.F. covered hopper cars	
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# Schedule A

## Number of Cars

## Equipment Description

43 5,161 C.F. covered hopper car with gravity gates and trough hatches

1	CEFX	13417
2	CEFX	13418
3	CEFX	13419
4	CEFX	13420
5	CEFX	13421
6	CEFX	13422
7	CEFX	13423
8	CEFX	13424
9	CEFX	13425
10	CEFX	13426
11	CEFX	13427
12	CEFX	13428
13	CEFX	13429
14	CEFX	13430
15	CEFX	13431
16	CEFX	13432
17	CEFX	13433
18	CEFX	13434
19	CEFX	13435
20	CEFX	13436
21	CEFX	13437
22	CEFX	13438
23	CEFX	13439
24	CEFX	13440
25	CEFX	13441
26	CEFX	13442
27	CEFX	13443
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36	CEFX	13452
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38	CEFX	13454
39	CEFX	13455
40	CEFX	13456
41	CEFX	13457
42	CEFX	13458
43	CEFX	13459