



CORPORATION SERVICE COMPANY

RECORDATION NO 25846 FILED

SEP 23 '05

4-35 PM

SURFACE TRANSPORTATION BOARD



September 22, 2005

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
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Washington D.C. 20423  
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[Barbara.Saddler@stb.dot.gov](mailto:Barbara.Saddler@stb.dot.gov)

RE: 147704-1

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of April 20, 2005 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: **VALERO MARKETING AND SUPPLY COMPANY**  
One Valero Way San Antonio, TX 78249

**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: **VALERO MARKETING AND SUPPLY COMPANY** covering 50 tank cars with reporting marks and numbers – DBUX 250002 – DBUX 250365 – NOT NCLUSIVE.

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-three dollars (\$33.00) 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

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 20<sup>th</sup> ~~APRIL~~ **SURFACE TRANSPORTATION BOARD**  
April, 2005, 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 VALERO MARKETING AND SUPPLY COMPANY, a Delaware corporation, with an address at One Valero Way, San Antonio, TX 78249 (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 April 20, 2005 covering the equipment listed on Schedule A hereto (the "Equipment").

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 leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, 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: Joseph I. Mankowski  
Name: Joseph Mankowski  
Title: Senior Vice President

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.

VALERO MARKETING AND SUPPLY COMPANY  
By: [Signature]  
Name: Director Transportation Services  
Title: 4-20 05

[Handwritten mark]

# Schedule A

## Number of Cars

## Equipment Description

50 25,000 through 27,000 gallon capacity tank cars, exterior coiled, insulated

1	DBUX	250002
2	DBUX	250006
3	DBUX	250022
4	DBUX	250024
5	DBUX	250027
6	DBUX	250039
7	DBUX	250041
8	DBUX	250059
9	DBUX	250060
10	DBUX	250062
11	DBUX	250070
12	DBUX	250076
13	DBUX	250078
14	DBUX	250116
15	DBUX	250122
16	DBUX	250131
17	DBUX	250134
18	DBUX	250139
19	DBUX	250140
20	DBUX	250149
21	DBUX	250152
22	DBUX	250153
23	DBUX	250158
24	DBUX	250159
25	DBUX	250162
26	DBUX	250163
27	DBUX	250165
28	DBUX	250166
29	DBUX	250168
30	DBUX	250172
31	DBUX	250174
32	DBUX	250236
33	DBUX	250238
34	DBUX	250240
35	DBUX	250241
36	DBUX	250242
37	DBUX	250243
38	DBUX	250246
39	DBUX	250249
40	DBUX	250251
41	DBUX	250342
42	DBUX	250347
43	DBUX	250351
44	DBUX	250352
45	DBUX	250357
46	DBUX	250358
47	DBUX	250361
48	DBUX	250362
49	DBUX	250364
50	DBUX	250365