



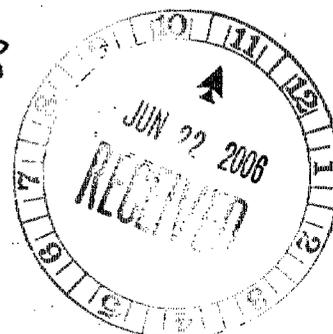
CORPORATION SERVICE COMPANY

RECORDATION NO. 24398-B FILED

JUN 22 '06

3-24 PM

SURFACE TRANSPORTATION BOARD



CSC - SPRINGFIELD
801 Adlai Stevenson Drive
Springfield Il 62703

1-800-927-9801 Ext 3813
217-492-2727 FAX

To: SURFACE TRANSPORTATION BOARD **ATTENTION BARB SADLER**

From: April Oshea Ext 3813

Date: June 21, 2006

Order#: 193630/005

Re: CHEVRON PHILLIPS CHEMICAL CO.

Please process the enclosed documents for the service indicated below.

SECONDARY STB FILING

RECEIPT SHOULD BE IN OUR OFFICE: 07/05/2006
PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

XX Check is enclosed.

Mailing Instructions:

XX Return the filing acknowledgement to my attention.

Special Instructions/Notes:

Please call immediately if there are any problems or questions with this paperwork. Thank you for your assistance in this matter.

Enclosures:

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 1 day of JUNE, 2006, 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 CHEVRON PHILLIPS CHEMICAL COMPANY LP, a Delaware corporation, with an address at 10001 Six Pines Drive, Room 5094-A, The Woodland, TX 77380 (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 March 3, 2003 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on April 9, 2003 and given Recordation Number 24398.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, 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: William P. O'Brien
Name: William P. O'Brien
Title: Vice President

RECORDATION NO. 24398-B FILED

JUN 22 '06

3-24 PM

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.~~

CHEVRON PHILLIPS CHEMICAL COMPANY LP

AK By: John L. Barrett
Name: JOHN L. BARRETT
Title: Business Services Mgr

Schedule A

Number of Cars

Equipment Description

32 33,600 gallon capacity pressure tank car, 112J340W

1	PLMX	137160
2	PLMX	137161
3	PLMX	137162
4	PLMX	137163
5	PLMX	137164
6	PLMX	137165
7	PLMX	137166
8	PLMX	137167
9	PLMX	137168
10	PLMX	137169
11	PLMX	137170
12	PLMX	137171
13	PLMX	137172
14	PLMX	137173
15	PLMX	137174
16	PLMX	137175
17	PLMX	137176
18	PLMX	137177
19	PLMX	137178
20	PLMX	137179
21	PLMX	137180
22	PLMX	137181
23	PLMX	137182
24	PLMX	137183
25	PLMX	137184
26	PLMX	137185
27	PLMX	137186
28	PLMX	137187
29	PLMX	137188
30	PLMX	137189
31	PLMX	137190
32	PLMX	137191