



CORPORATION SERVICE COMPANY

RECORDATION NO 27039 FILED

JUN 28 '07

4-38 PM

SURFACE TRANSPORTATION BOARD



June 25, 2007

Karen January
Surface Transportation Board
Recordation Office
395 East Street SW
Washington, DC 20423
202-245-0401

RE: 967012/010

Dear Karen:

Please process the enclosed documents for the service indicated below:

COMMIT DATE: 05/31/2007

PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

Primary STB Filing

A check is enclosed in the amount of \$35.00 to: Surface Transportation Board

Mailing instructions:

Forward the acknowledgement to our office. Appropriate FedEx envelopes have been provided for your use.

Special instructions:

Lessee:

Taminco Methylamines, Inc.
Two Windsor Plaza, Suite 411
7540 Windsor Drive
Allentown, PA 18195

Lessor:

The CIT Group/Equipment Financing, Inc.
30 South Wacker Drive, Suite 3000
Chicago, IL 60606

Thank you for your assistance in this matter.

Sincerely,

April O'Shea 1-800-995-5071 ext. 3813
Motor Vehicle Specialist

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MEMORANDUM OF RAILCAR LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 1st day of February, 2007, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 30 South Wacker Drive, Chicago, Illinois 60606 (the "Lessor"), and TAMINCO METHYLAMINES, INC., a Delaware corporation with an address at Two Windsor Plaza, Suite 411, 7540 Windsor Drive, Allentown, PA 18195 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, Lessor (as assignee of PLM Investment Management, Inc.) and Air Products and Chemicals, Inc. a Delaware corporation entered into that certain Lease Agreement for Railroad Tank Cars dated March 1, 1990 and Riders 8 and 9 thereto (collectively referred to as the "Lease") covering the equipment listed on Exhibit A hereto (the "Equipment");

WHEREAS, Air Products and Chemicals, Inc. assigned the Lease to Lessee effective as of February 1st, 2007; 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 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.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: *C. McGrath*
 Name: CHARLES MCGRATH
 Title: VICE PRESIDENT

TAMINCO METHYLAMINES, INC..

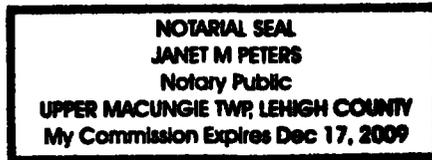
By: *Werner F. Gurtner*
 Name: Werner F. Gurtner
 Title: Supply Chain Manager - Americas

State of PA.)
County of Lehigh)

On this, the 29th day of March, 2007, before me, a Notary Public in and for said County and State, personally appeared Werner Gurtner, the _____ of Taminco Methylamines, Inc., who acknowledged himself/herself to be a duly authorized officer of Taminco Methylamines, Inc., and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name: Janet M Peters
Notary Public



My Commission Expires: _____

State of New York)
)
County of New York)

On this, the 11th day of APRIL, 2007, before me, a Notary Public in and for said County and State, personally appeared CHARLES McGRATH, the VICE PRESIDENT of The CIT Group/Equipment Financing, Inc., who acknowledged himself/herself to be a duly authorized officer of The CIT Group/Equipment Financing, Inc., and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name: 
Notary Public

RICHARD D'ANNUNZIO
Notary Public, State of New York
No. 43-4693159
Qualified in Richmond County
Commission Expires March 30, 2011

My Commission Expires: _____

Schedule A

Number of Cars

Equipment Description

57 33,600 gallon capacity pressure tank car, 112J34OW

1	PLMX	135633	53	PLMX	135686
2	PLMX	135634	54	PLMX	135687
3	PLMX	135635	55	PLMX	135688
4	PLMX	135637	56	PLMX	135689
5	PLMX	135638	57	PLMX	135690
6	PLMX	135639			
7	PLMX	135640			
8	PLMX	135641			
9	PLMX	135642			
10	PLMX	135643			
11	PLMX	135644			
12	PLMX	135645			
13	PLMX	135646			
14	PLMX	135647			
15	PLMX	135648			
16	PLMX	135649			
17	PLMX	135650			
18	PLMX	135651			
19	PLMX	135652			
20	PLMX	135653			
21	PLMX	135654			
22	PLMX	135655			
23	PLMX	135656			
24	PLMX	135657			
25	PLMX	135658			
26	PLMX	135659			
27	PLMX	135660			
28	PLMX	135661			
29	PLMX	135662			
30	PLMX	135663			
31	PLMX	135664			
32	PLMX	135665			
33	PLMX	135666			
34	PLMX	135667			
35	PLMX	135668			
36	PLMX	135669			
37	PLMX	135670			
38	PLMX	135671			
39	PLMX	135672			
40	PLMX	135673			
41	PLMX	135674			
42	PLMX	135675			
43	PLMX	135676			
44	PLMX	135677			
45	PLMX	135678			
46	PLMX	135679			
47	PLMX	135680			
48	PLMX	135681			
49	PLMX	135682			
50	PLMX	135683			
51	PLMX	135684			
52	PLMX	135685			