

FULBRIGHT & JAWORSKI L.L.P.

A REGISTERED LIMITED LIABILITY PARTNERSHIP
1301 MCKINNEY SUITE 5100
HOUSTON TEXAS 77010-3095
WWW.FULBRIGHT.COM

RECORDATION NO. 18855-Y FILED

FEB 17 '10 -2 15 PM

SURFACE TRANSPORTATION BOARD

NSKINNER@FULBRIGHT.COM
DIRECT DIAL (713) 651-5114

TELEPHONE (713) 651-5151
FACSIMILE (713) 651-5246

February 15, 2010

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D C 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two original copies of **Lease Supplement No. 9** (Solvay Minerals Equipment Trust 1994) dated February 12, 2010, a secondary document as defined in the Board's Rules for Recordation of Documents

The enclosed document relates to the Solvay Minerals Equipment Trust 1994 documents which were previously filed with the Board under Recordation Number 18855

The names and addresses of the parties to the enclosed document are:

Lessor	Wilmington Trust Company Rodney Square North 1100 N Market Street Wilmington, Delaware 199890-0001 Attention: Corporate Trust Administration
Lessee	Solvay Chemicals, Inc. (formerly known as Solvay Minerals, Inc) 3333 Richmond Avenue Houston, TX 77098

A description of the railroad equipment covered by the enclosed document is:

Four hundred forty six (446) Center Flow® covered hopper rail cars of 4,650 cubic foot capacity manufactured by ACF Industries, Inc. bearing SMNX reporting marks and road numbers 100 to 123, 125 to 179, 181 to 201, 203 to 272, 274 to 307, 309 to 335, 337 to 367, 369 to 370, 372 to 419, 421 to 453, and 455 to 555 together with all parts, appurtenances and other equipment and property attached thereto

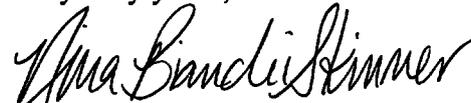
Mr Vernon A. Williams
February 15, 2010
Page 2

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

This document removes rail car SMNX 180 from the Equipment Lease Agreement (Solvay Minerals Equipment Trust 1994) dated as of June 1, 1994, as amended, due to the destruction of rail car SMNX 180 in a casualty event on May 29, 2009.

Kindly return a stamped copy of the enclosed document to the undersigned.

Very truly yours,



Niha Bianchi Skinner

NBS/jrm
Enclosures

RECORDATION NO. 18855-4 FILED

FEB 17 '10 -2 15 PM

SURFACE TRANSPORTATION BOARD

LEASE SUPPLEMENT NO. 9
(Solvay Minerals Equipment Trust 1994)

Dated February 12, 2010

Between

WILMINGTON TRUST COMPANY,
not in its individual capacity, except as otherwise expressly
provided for in the Lease, but solely as trustee under the Trust Agreement
dated as of June 1, 1994, between the Owner Participant and
Wilmington Trust Company in its individual capacity,
Lessor

and

SOLVAY CHEMICALS, INC.
(formerly known as Solvay Minerals, Inc.),
Lessee

SMNX 180

FILED WITH THE UNITED STATES SURFACE TRANSPORTATION BOARD
PURSUANT TO 49 U.S.C. SECTION 11301 ON FEBRUARY __, 2010, AT ____ A.M.
UNDER RECORDATION NUMBER 18855-__ AND DEPOSITED WITH THE OFFICE OF
THE REGISTRAR GENERAL OF CANADA PURSUANT TO SECTION 105 OF THE
CANADA TRANSPORTATION ACT ON FEBRUARY __, 2010, AT ____ A.M

LEASE SUPPLEMENT NO. 9
(Solvay Minerals Equipment Trust 1994)

This LEASE SUPPLEMENT NO. 9 (this "Lease Supplement"), dated February 12, 2010, is entered into between WILMINGTON TRUST COMPANY, a Delaware banking corporation (the "Lessor"), not in its individual capacity, but solely as trustee under the Trust Agreement that creates the trust identified under the title hereof, and SOLVAY CHEMICALS, INC. (formerly known as Solvay Minerals, Inc.), a Delaware corporation (the "Lessee").

A. The Lessor and the Lessee have heretofore entered into the Equipment Lease Agreement dated as of June 1, 1994 (the "Lease") to which this Lease Supplement is a supplement.

B. The Lease provides for the execution and delivery of a Lease Supplement for the purposes set forth in Section 28(c) thereof.

NOW, THEREFORE, in consideration of the mutual terms and conditions contained herein and in the Lease, the parties hereto agree as follows:

1. Capitalized terms used but not otherwise defined herein (including those used in the foregoing recitals) shall have the meanings specified in Schedule X to the Participation Agreement dated as of June 1, 1994, among Manufacturers Hanover Leasing International Corp. (successor to J.P. Morgan Interfunding Corp.), Wilmington Trust Company, in its individual capacity and as trustee under the Trust Agreement that creates the trust identified under the title hereof, Lessee, and others, as such Schedule X existed on the Closing Date and as such Schedule X shall have been amended to and including the date hereof, which Schedule X shall for all purposes constitute a part of this Lease Supplement

2 On September 11, 2009, an Event of Loss occurred with respect to the equipment described in Schedule I to this Lease Supplement (the "Lost Equipment"). Lessor acknowledges that, on the date hereof and pursuant to Section 28(a)(i) of the Lease, Lessee has paid to Lessor (i) the amount of \$37,901.25 as the Stipulated Loss Value of the Lost Equipment, and (ii) the amount of \$0.00 as the Rent due pursuant to the Lease, has otherwise fulfilled its SLV Obligations (as defined in the Lease) with respect thereto.

3. Lessor and Lessee agree that:

(i) all right, title and interest of Lessor in and to the Lost Equipment is hereby assigned, sold, and transferred to Lessee (subject, in all respects, to the provisions of the Bill of Sale of even date herewith with respect to the Lost Equipment);

(ii) the Lost Equipment is released and discharged from the provisions of the Lease;

(iii) Effective as of February 12, 2010, Lessee has no further obligation to pay any Rent with respect to the Lost Equipment; and

(iv) Schedule II hereto sets forth revised Basic Rent Factors and Basic Rent amounts (in United States dollars) for the remaining Equipment subject to the Lease

4. This Lease Supplement may be executed by the parties hereto in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute but one and the same instrument

5. This Lease Supplement constitutes a supplement to, and a part of, the Lease, and the Lease, as hereby supplemented, remains in full force and effect.

6. This Lease Supplement shall in all respects be governed by and construed in accordance with the laws of the State of New York without regard to principles of conflicts of law.

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SURFACE TRANSPORTATION BOARD ACKNOWLEDGMENT

STATE OF DELAWARE §
 §
COUNTY OF NEWCASTLE §

On this 8 day of February, 2010, before me personally appeared Jacqueline Stone, to me known, who, being by me duly sworn, did depose and say that he/she is the Financial Services Officer of WILMINGTON TRUST COMPANY, the corporation described in and which executed the foregoing instrument; and that he/she signed his/her name thereto by authority of the Board of Directors of said corporation.



My Commission Expires:

Lisa A. Pittaccio
Notary Public in and for
the State of Delaware

LISA A. PITTACCIO
Notary Public - State of Delaware
My Comm Expires May 10, 2011

REGISTRAR GENERAL ACKNOWLEDGMENT

STATE OF DELAWARE §
 §
COUNTY OF NEWCASTLE §

On this 8 day of February, 2010, before me personally appeared Jacqueline Stone, to me personally known, being by me duly sworn, says that he/she is the Financial Services Officer of WILMINGTON TRUST COMPANY (the "Corporation") and that the said instrument attached hereto was signed on behalf of the Corporation under the authority of the Board of Directors on February 8, 2010, and he/she acknowledged that the execution of the said instrument was the act and deed of the Corporation.



My Commission Expires:

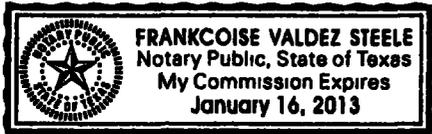
Lisa A. Pittaccio
Notary Public in and for
the State of Delaware

LISA A. PITTACCIO
Notary Public - State of Delaware
My Comm. Expires May 10, 2011

SURFACE TRANSPORTATION BOARD ACKNOWLEDGMENT

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on February 11, 2010, by Marcie Peters, the VP-Supply Chain of SOLVAY CHEMICALS, INC., a Delaware corporation.



Frankcoise Valdez Steele

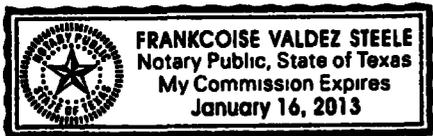
Notary Public in and for
the State of Texas

My Commission Expires: **January 16, 2013**

REGISTRAR GENERAL ACKNOWLEDGMENT

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this 11th day of February 11, 2010, before me personally appeared Marcie Peters, to me personally known, being by me duly sworn, says that he/she is the VP-Supply Chain of SOLVAY CHEMICALS, INC. (the "Corporation") and that the said instrument attached hereto was signed on behalf of the Corporation under the authority of the Board of Directors on February 11, 2010, and he/she acknowledged that the execution of the said instrument was the act and deed of the Corporation.



Frankcoise Valdez Steele

Notary Public in and for
the State of Texas

My Commission Expires: **January 16, 2013**

SCHEDULE I
to
LEASE SUPPLEMENT NO. 9
(Solvay Minerals Equipment Trust 1994)

Description of the Lost Equipment.

One Center Flow® covered hopper railcar of 4,650 cubic foot capacity, initialed SMNX and numbered 180, together with all parts, appurtenances, and other equipment or property attached to said unit of railroad equipment.

SCHEDULE II
to
LEASE SUPPLEMENT NO. 9
(Solvay Minerals Equipment Trust 1994)

SCHEDULE II TO LEASE SUPPLEMENT NO 9
(Solvay Minerals Equipment Trust 1994)

\$24,091,584 62 Adjusted Equip Cost (for remaining 446 railcars)
 456 Original Car Count
 446 Revised Car Count
 (less SMNX 124, 180, 202, 273, 308, 336, 368, 371, 420 and 454)

Rental Date	No.	Total Rent %	Advance Rent %	Arrears Rent %	Total Rent \$
Jun 21 2010	32	8 79401870	8 79401870	0 00000000	\$2,118,618 46
Dec 21 2010	33	7 97485613	7 97485613	0 00000000	\$1,921,269 21
Jun 21 2011	34	0 81916257	0 81916257	0 00000000	\$197,349 24
Dec 21 2011	35	8 26292993	8 26292993	0 00000000	\$1,990,670 76
Jun 21 2012	36	0 53108878	0 53108878	0 00000000	\$127,947 70
Dec 21 2012	37	8 57419826	8 57419826	0 00000000	\$2,065,660 23
Jun 21 2013	38	0 21982044	0 21982044	0 00000000	\$52,958 23
Dec 21 2013	39	8 79361272	8 79361272	0 00000000	\$2,118,520 65
Jun 21 2014	40	0 00040598	0 00040598	0 00000000	\$97 81
Dec 21 2014	41	8 79361272	8 79361272	0 00000000	\$2,118,520 65
Jun 21 2015	42	0 00040598	0 00040598	0 00000000	\$97 81
Dec 21 2015	43	8 79361272	8 79361272	0 00000000	\$2,118,520 65
Jun 21 2016	44	0 00040598	0 00040598	0 00000000	\$97 81
Dec 21 2016	45	4 39700935	4 39700935	0 00000000	\$1,059,309 23