

RECORDATION NO 24147-E FILED
August 31, 2012 03:21 PM
SURFACE TRANSPORTATION BOARD

LAW OFFICES OF
LOUIS E. GITOMER, LLC.

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August 31, 2012

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Termination, a secondary document, dated as of August 31, 2012. The primary document to which this is connected is recorded under Recordation Number 24147. We request that this document be recorded under Recordation Number 24147-E.

The names and addresses of the parties to the Termination are:

Lessor:

PNC Equipment Finance, LLC successor to PNC Leasing
Two PNC Plaza
620 Liberty Avenue
Pittsburgh, PA 15222

Lessee:

Arizona Chemical Company, LLC
4600 Touchton Road E.
Jacksonville, FL 32246

A description of the equipment covered by the Termination consists of 189 tank cars numbered AZXX 10000-10019, inclusive, 10159-10186, inclusive, 10226-10255, inclusive, 10258, 10259, 10261-10264, inclusive, 10266, 10267, 10272, 10275-10279, inclusive, 10286-10293, inclusive, 10391-10396, inclusive, 10398, 10400-10404, inclusive, 10407-10410, inclusive, 10414, 10415, 10418, 10419, 10421-10423, inclusive, 10425, 10427, 10428, 10431, 10453-10487, inclusive, 20000-20003, inclusive, 20078, 20087-20098, inclusive, 20100-20102, inclusive, and 20104-20110, inclusive.

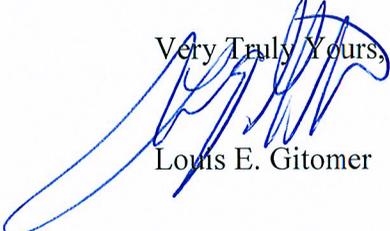
Ms. Cynthia T. Brown
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A fee of \$42.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgraillaw.com

A short summary of the document to appear in the index follows: a Termination between PNC Equipment Finance, LLC successor to PNC Leasing, Two PNC Plaza, 620 Liberty Avenue, Pittsburgh, PA 15222, and Arizona Chemical Company, LLC, 4600 Touchton Road E., Jacksonville, FL 32246, covering 189 tank cars numbered AZXX 10000-10019, inclusive, 10159-10186, inclusive, 10226-10255, inclusive, 10258, 10259, 10261-10264, inclusive, 10266, 10267, 10272, 10275-10279, inclusive, 10286-10293, inclusive, 10391-10396, inclusive, 10398, 10400-10404, inclusive, 10407-10410, inclusive, 10414, 10415, 10418, 10419, 10421-10423, inclusive, 10425, 10427, 10428, 10431, 10453-10487, inclusive, 20000-20003, inclusive, 20078, 20087-20098, inclusive, 20100-20102, inclusive, and 20104-20110, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

TERMINATION

This Termination, dated as of August 31, 2012, is between PNC Equipment Finance, LLC Successor to PNC Leasing, LLC ("PNC"), as lessor, and Arizona Chemical Company ("Arizona"), as lessee.

WHEREAS, PNC and Arizona entered that certain Lease Agreement dated September 27, 2002 (the "Lease") for the tank cars described below; and

WHEREAS, a Memorandum of Lease Agreement dated as of September 27, 2002 (the "September 27 Memorandum") between PNC, as lessor, and Arizona, as lessee, was recorded at the Surface Transportation Board (the "Board") on September 30, 2002 under Recordation No. 24147 for 24 tank cars numbered AZXX 10000-10019, inclusive, and 20000-20003, inclusive (the "24 Tank Cars"); and

WHEREAS, a Memorandum of Lease Agreement dated as of October 30, 2002 (the "October 30 Memorandum") between PNC, as lessor, and Arizona, as lessee, was recorded at the Board on October 30, 2002 under Recordation No. 24147-A for 58 tank cars numbered AZXX 10226-10239, inclusive, 10241, 10249, 10250, 10252-10255, inclusive, 10258, 10259, 10272, 10275-10279, inclusive, 10286-10293, inclusive, 20087-20093, 20095-20098, inclusive, 20100-20102, inclusive, and 20104-20110, inclusive (the "58 Tank Cars"); and

WHEREAS, a Memorandum of Lease Agreement dated as of November 27, 2002 (the "November 27 Memorandum") between PNC, as lessor, and Arizona, as lessee, was recorded at the Board on December 3, 2002 under Recordation No. 24147-B for 45 tank cars numbered AZXX 10159-10186, inclusive, 10240, 10242-10248, inclusive, 10251, 10261-10264, inclusive, 10266, 10267, 20078, and 20094 (the "45 Tank Cars"); and

WHEREAS, a Memorandum of Lease Agreement dated as of December 20, 2002 (the "December 20 Memorandum") between PNC, as lessor, and Arizona, as lessee, was recorded at the Board on December 20, 2002 under Recordation No. 24147-C for 27 tank cars numbered AZXX 10391-10396, inclusive, 10398, 10400-10404, inclusive, 10407-10410, inclusive, 10414, 10415, 10418, 10419, 10421-10423, inclusive, 10425, 10427, 10428, and 10431 (the "27 Tank Cars"); and

WHEREAS, a Memorandum of Lease Agreement dated as of February 10, 2003 (the "February 10 Memorandum") between PNC, as lessor, and Arizona, as lessee, was recorded at the Board on February 10, 2003 under Recordation No. 24147-D for 35 tank cars numbered AZXX 10453-10487, inclusive (the "35 Tank Cars"); and

WHEREAS, the duties and obligations of the parties to the Lease, the September 27 Memorandum, the October 30 Memorandum, the November 27 Memorandum, the December 20 Memorandum, and the February 10 Memorandum with respect to the 24

Tank Cars, the 58 Tank Cars, the 45 Tank Cars, the 27 Tank Cars, and the 35 Tank Cars (the "Equipment") have been satisfied and discharged.

NOW, THEREFORE, in consideration of the promises and covenants in the documents set forth above by reference, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and the authority to issue and execute this document, intending to be legally bound, PNC and Arizona hereby terminate and cancel the Lease, the September 27 Memorandum, the October 30 Memorandum, the November 27 Memorandum, the December 20 Memorandum, and the February 10 Memorandum with respect to the Equipment as of the date herein first written above; provided that this termination does not apply to provisions of the Lease, the September 27 Memorandum, the October 30 Memorandum, the November 27 Memorandum, the December 20 Memorandum, and the February 10 Memorandum stated to survive such termination.

This Termination may be executed in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Termination to be duly executed as of the date hereinabove first written.

PNC Equipment Finance, LLC
Successor to PNC Leasing, LLC,
as lessor

Arizona Chemical Company, LLC,
as lessee

By: David J. Lammanna

By: _____

Name: David J. Lammanna

Name: _____

Title: Assistant Vice President

Title: _____

IN WITNESS WHEREOF, the parties hereto have caused this Termination to be duly executed as of the date hereinabove first written.

PNC Equipment Finance, LLC
Successor to PNC Leasing, LLC,
as lessor

Arizona Chemical Company, LLC,
as lessee

By: _____

Name: _____

Title: _____

By: Kellie Hardee

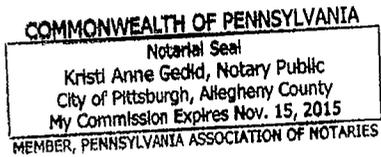
Name: Kellie Hardee

Title: Treasurer

COMMONWEALTH OF PENNSYLVANIA)
) ss.
County of Allegheny)

On this 29th day of August 2012, before me, Kristi Anne Gedid, the undersigned Notary Public, personally appeared David Lamanna personally known to me to be the person who executed the within instrument as Asst. Vice President on behalf of PNC Equipment Finance, LLC successor to PNC Leasing, LLC, and acknowledged to me that the corporation executed it.

Kristi Anne Gedid
Notary Public for PNC Equipment Finance, LLC
My Commission expires 11-15-2015



STATE OF FLORIDA)
) ss.
County of Duval)

On this ___ day of August 2012, before me, Melissa Nelson, the undersigned Notary Public, personally appeared Kellie Hardee personally known to me to be the person who executed the within instrument as Treasurer on behalf of the Arizona Chemical Company, LLC, and acknowledged to me that the corporation executed it.

Melissa Nelson
Notary Public for Florida
My Commission expires September 05, 2015

