

RECORDATION NO. 30402
FILED September 27, 2012 05:00 PM
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N W
SUITE 301
WASHINGTON, D.C
20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A LESTER

September 27, 2012

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

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement, dated as of September 27, 2012, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: Trinity Industries Leasing Company
2525 Stemmons Freeway
Dallas, TX 75207

[Lessee: NuStar Marketing, LLC
2330 N Loop 1604 W
San Antonio, TX 78248]

Chief of the Section of Administration
September 27, 2012
Page 2

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

55 tank railcars within the series TILX 254820 – TILX 254888 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is

Memorandum of Lease Agreement.

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE AGREEMENT

Memorandum of Lease Agreement dated as of September ~~27~~ 2012 by Trinity Industries Leasing Company, a Delaware corporation (the "Lessor").

W I T N E S S E T H:

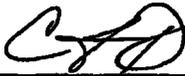
Lessor and NuStar Marketing, LLC, a Delaware limited liability company (the "Lessee") are parties to that certain Railroad Car Lease Agreement (the "Lease Agreement"), dated as of August 26, 2009, whereby Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from Lessor certain railroad cars as listed on each Rider incorporated therein.

Lessor and Lessee have executed Rider Six (6) to Railroad Car Lease Agreement, effective October 3, 2011 whereby Lessor has agreed to lease to Lessee and the Lessee has agreed to lease from Lessor certain railroad cars bearing road numbers as listed on Exhibit A hereto.

[Memorandum of Lease Agreement]

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

**TRINITY INDUSTRIES LEASING
COMPANY**

By: 
Name: C. Lance Davis
Title: Vice President

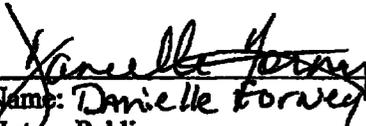
Executed on this 27th day of September, 2012

[Memorandum of Lease Agreement]

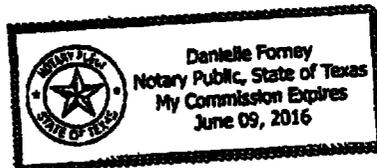
STATE OF TEXAS)
) SS:
COUNTY OF DALLAS)

On this, the 27th day of September 2012, before a Notary Public in an for said County and State, personally appeared C. Lance Davis, who being by me duly sworn, says that he is the Vice President of Trinity Industries Leasing Company, that said instrument was signed on September 27, 2012 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

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


Name: Danielle Forney
Notary Public

My Commission Expires:
Residing in 6/9/16



[Memorandum of Lease Agreement]

EXHIBIT A

Equipment:

25,498 nominal gallon capacity, DOT 111A100W1
coiled and insulated tank cars

Quantity:

Fifty-Five (55)

Road Numbers:

See Schedule I attached hereto

SCHEDULE I

<u>CAR MARK</u>	<u>LESSEE</u>	<u>RIDER NUMBER</u>
TILX 254820	NUSTAR MARKETING, LLC	6
TILX 254821	NUSTAR MARKETING, LLC	6
TILX 254822	NUSTAR MARKETING, LLC	6
TILX 254823	NUSTAR MARKETING, LLC	6
TILX 254824	NUSTAR MARKETING, LLC	6
TILX 254825	NUSTAR MARKETING, LLC	6
TILX 254826	NUSTAR MARKETING, LLC	6
TILX 254827	NUSTAR MARKETING, LLC	6
TILX 254828	NUSTAR MARKETING, LLC	6
TILX 254829	NUSTAR MARKETING, LLC	6
TILX 254830	NUSTAR MARKETING, LLC	6
TILX 254831	NUSTAR MARKETING, LLC	6
TILX 254832	NUSTAR MARKETING, LLC	6
TILX 254833	NUSTAR MARKETING, LLC	6
TILX 254834	NUSTAR MARKETING, LLC	6
TILX 254835	NUSTAR MARKETING, LLC	6
TILX 254836	NUSTAR MARKETING, LLC	6
TILX 254837	NUSTAR MARKETING, LLC	6
TILX 254838	NUSTAR MARKETING, LLC	6
TILX 254839	NUSTAR MARKETING, LLC	6
TILX 254840	NUSTAR MARKETING, LLC	6
TILX 254841	NUSTAR MARKETING, LLC	6
TILX 254842	NUSTAR MARKETING, LLC	6
TILX 254843	NUSTAR MARKETING, LLC	6
TILX 254844	NUSTAR MARKETING, LLC	6
TILX 254845	NUSTAR MARKETING, LLC	6
TILX 254846	NUSTAR MARKETING, LLC	6
TILX 254847	NUSTAR MARKETING, LLC	6
TILX 254848	NUSTAR MARKETING, LLC	6
TILX 254849	NUSTAR MARKETING, LLC	6
TILX 254850	NUSTAR MARKETING, LLC	6
TILX 254851	NUSTAR MARKETING, LLC	6
TILX 254852	NUSTAR MARKETING, LLC	6
TILX 254853	NUSTAR MARKETING, LLC	6
TILX 254854	NUSTAR MARKETING, LLC	6
TILX 254855	NUSTAR MARKETING, LLC	6
TILX 254856	NUSTAR MARKETING, LLC	6
TILX 254857	NUSTAR MARKETING, LLC	6
TILX 254858	NUSTAR MARKETING, LLC	6

[Memorandum of Lease Agreement]

<u>CAR MARK</u>	<u>LESSEE</u>	<u>RIDER NUMBER</u>
TILX 254859	NUSTAR MARKETING, LLC	6
TILX 254860	NUSTAR MARKETING, LLC	6
TILX 254861	NUSTAR MARKETING, LLC	6
TILX 254862	NUSTAR MARKETING, LLC	6
TILX 254863	NUSTAR MARKETING, LLC	6
TILX 254864	NUSTAR MARKETING, LLC	6
TILX 254865	NUSTAR MARKETING, LLC	6
TILX 254866	NUSTAR MARKETING, LLC	6
TILX 254867	NUSTAR MARKETING, LLC	6
TILX 254868	NUSTAR MARKETING, LLC	6
TILX 254869	NUSTAR MARKETING, LLC	6
TILX 254871	NUSTAR MARKETING, LLC	6
TILX 254872	NUSTAR MARKETING, LLC	6
TILX 254873	NUSTAR MARKETING, LLC	6
TILX 254874	NUSTAR MARKETING, LLC	6
TILX 254888	NUSTAR MARKETING, LLC	6