

RECORDATION NO 30507
FILED
November 2, 2012 04:20 PM
SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

November 2, 2012

Chief
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, dated as of September 21, 2012, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor: RBS Asset Finance, Inc.
480 Jefferson Blvd.
Warwick, RI 02886

Lessee: FMC Corporation
1735 Market St
Philadelphia, PA 19103

Chief
Section of Administration
November 2, 2012
Page 2

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

81 railcars within the series FMLX 2006 - FMLX 2148 as more particularly set forth in the attachment to the document.

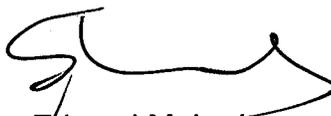
A short summary of the document to appear in the index is:

Memorandum of Lease.

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

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MEMORANDUM OF LEASE

This Memorandum of Lease is entered into as of September 21, 2012, by and between RBS Asset Finance, Inc., a New York corporation having a place of business at 480 Jefferson Blvd., Mail Stop RJE-150, Warwick, RI 02886 ("Lessor") and FMC CORPORATION, an Delaware corporation having its principal place of business at 1735 Market Street, Philadelphia, PA 19103 ("Lessee").

1. Lessor intends to purchase and lease to Lessee aluminum tank Railcars, in each case bearing the identification marks set forth on the attached Exhibit A (collectively, the "Railcars").
2. Lessor and Lessee intend to enter into one (1) separate Equipment Schedules, each issued pursuant to a Master Rail Lease Agreement having an effective date of November 20, 2008. Pursuant to each such Equipment Schedule, Lessor will lease the Railcars to Lessee for an initial term of 120 months commencing as of the Delivery Date for the Railcars described therein (as such term is defined in the Master Rail Lease Agreement).

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first written above.

Lessor: RBS ASSET FINANCE, INC.

Lessee: FMC CORPORATION

By: 
Name: NANCYL. ANOUSHIAN
ASSISTANT VICE PRESIDENT
Title: _____

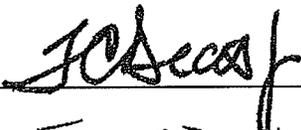
By: 
Name: THOMAS C. DEAS, JR.
Title: VICE PRESIDENT & TREASURER

EXHIBIT A

DESCRIPTION

RAILCAR MARKINGS

(81) RAILROAD TANKCARS

FMLX2006 FMLX2118
FMLX2007 FMLX2119
FMLX2012 FMLX2120
FMLX2030 FMLX2121
FMLX2031 FMLX2122
FMLX2032 FMLX2123
FMLX2074 FMLX2124
FMLX2075 FMLX2125
FMLX2076 FMLX2126
FMLX2078 FMLX2128
FMLX2079 FMLX2129
FMLX2088 FMLX2131
FMLX2095 FMLX2133
FMLX2099 FMLX2134
FMLX2100 FMLX2135
FMLX2101 FMLX2136
FMLX2102 FMLX2137
FMLX2103 FMLX2027
FMLX2104 FMLX2005
FMLX2105 FMLX2047
FMLX2106 FMLX2130
FMLX2107 FMLX2138
FMLX2014 FMLX2139
FMLX2034 FMLX2140
FMLX2035 FMLX2141
FMLX2064 FMLX2143
FMLX2067 FMLX2059
FMLX2144 FMLX2073
FMLX2145 FMLX2087
FMLX2008 FMLX2132
FMLX2009 FMLX2142
FMLX2013 FMLX2146
FMLX2036 FMLX2148
FMLX2045 FMLX2019
FMLX2090 FMLX2040
FMLX2108 FMLX2127
FMLX2109
FMLX2110
FMLX2111
FMLX2112
FMLX2113
FMLX2114
FMLX2115
FMLX2116
FMLX2117

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 11/5/12

Edward M Luria
Edward M. Luria