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SURFACE TRANSPORTATION BOARD



Mitsui Rail Capital, LLC
71 South Wacker Drive
Suite 1800
Chicago, Illinois 60606

Main (312) 803-8880
Fax (312) 803-8890

September 5, 2012

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

Dear Section Chief:

Please find attached one (1) copy of a Memorandum of Full Service Lease Agreement dated June 4, 2012 between the following parties:

Lessor: Mitsui Rail Capital, LLC
71 S. Wacker Drive, Suite 1800
Chicago, IL 60606

Lessee: Clean Harbors Environmental Services, Inc.
42 Longwater Drive
Norwell, MA 02061

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

26 railcars as more particularly set forth in the exhibit attached to the document.

This filing is to appear in the index as follows: Memorandum of Lease Agreement.

Please file this as a primary document as defined in the Board's Rules for the Recordation of Documents. The filing fee in the amount of \$42.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (312) 803-8836.

Sincerely,

/s/ Christine Peterson

Christine Peterson
Manager, Contract Administration
Paralegal, Legal Department

Enclosure

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SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF FULL SERVICE LEASE AGREEMENT
BETWEEN
MITSUI RAIL CAPITAL, LLC
("LESSOR")**

AND

**CLEAN HARBORS ENVIRONMENTAL SERVICES, INC.
("LESSEE")**

JUNE 4, 2012

This Memorandum of Full Service Lease Agreement is made and entered into as of June 4, 2012 by and between Mitsui Rail Capital, LLC, a Delaware limited liability company, ("Lessor") and Clean Harbors Environmental Services, Inc., a Massachusetts corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor twenty-six (26) 1998 Thrall built, 286K, 52'6" Mill Gondola Railcars bearing marks and numbers as follows:

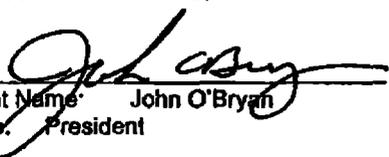
See Exhibit 1 attached hereto.

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

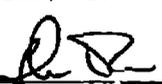
LESSOR:

MITSUI RAIL CAPITAL, LLC

By: 
Print Name: John O'Bryan
Title: President

LESSEE:

CLEAN HARBORS ENVIRONMENTAL SERVICES, INC.

By: 
Print Name: John Stover
Title: VP Central Logistics

STATE OF ILLINOIS

COUNTY OF COOK

On this 14th day of June, 2012, before me personally appeared John O'Bryan to me personally known, who being by me duly sworn, says that he is the President of Mitsui Rail Capital, LLC that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Christine C Peterson
NOTARY PUBLIC

My commission expires 7/7/12



STATE OF MASSACHUSETTS

COUNTY OF Plymouth

On this 5th day of June, 2012, before me personally appeared John Ross, to me personally known, who being by me duly sworn, says that he is the VP Central Ops of Clean Harbors Environmental Services, Inc that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Chris Estremena
NOTARY PUBLIC

My commission expires 10/1/2015

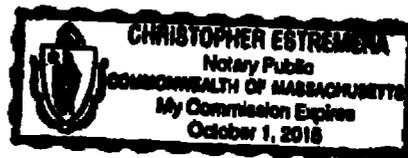


Exhibit 1
CAR MARKS AND NUMBERS

<u>Count</u>	<u>Mark</u>	<u>Number</u>
1	MBKX	200040
2	MBKX	200041
3	MBKX	200042
4	MBKX	200043
5	MBKX	200044
6	MBKX	200045
7	MBKX	200046
8	MBKX	200047
9	MBKX	200048
10	MBKX	200049
11	MBKX	200050
12	MBKX	200051
13	MBKX	200052
14	MBKX	200053
15	MBKX	200054
16	MBKX	200055
17	MBKX	200056
18	MBKX	200057
19	MBKX	200058
20	MBKX	200059
21	MBKX	287001
22	MBKX	287007
23	MBKX	287012
24	MBKX	287031
25	MBKX	287035
26	MBKX	287040