

LAW OFFICES OF  
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February 1, 2013

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 Memorandum of Lease, a secondary document, dated as of January 31, 2013. The primary document to which this is connected is recorded under Recordation No. 30566. We request that the copy of this document be recorded under Recordation No. 30566-A.

The names and addresses of the parties to the Memorandum of Lease are:

Lessor:

Sovereign Bank, N.A.  
75 State Street  
Boston, MA 02109

Lessee:

Olin Chlor Alkali Logistics, Inc.  
490 Stuart Road NE  
Cleveland, TN 37312

A description of the equipment covered by the Memorandum of Lease consists of 36 tank cars numbered OLNK 715025, 715026, 715027, 715029, 715030, 715033, 715036, 715037, 715038, 715039, 715040, 715041, 715042, 715043, 715044, 715046, 715048, 715049, 715050, 715051, 715052, 715053, 715055, 715056, 715060, 715062, 715063, 715064, 715065, 715066, 715067, 715068, 715069, 715072, 715073, and 715074.

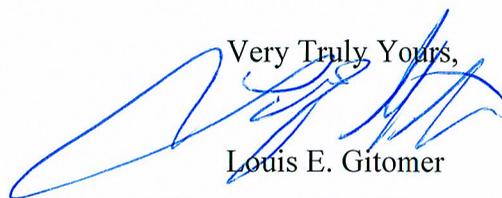
Ms. Cynthia T. Brown  
February 1, 2013  
Page 2

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 Memorandum of Lease between Sovereign Bank, N.A., 75 State Street, Boston, MA 02109, and Olin Chlor Alkali Logistics, Inc., 490 Stuart Road NE, Cleveland, TN 37312, covering 36 tank cars numbered OLNK 715025, 715026, 715027, 715029, 715030, 715033, 715036, 715037, 715038, 715039, 715040, 715041, 715042, 715043, 715044, 715046, 715048, 715049, 715050, 715051, 715052, 715053, 715055, 715056, 715060, 715062, 715063, 715064, 715065, 715066, 715067, 715068, 715069, 715072, 715073, and 715074.

Very Truly Yours,



Louis E. Gitomer

Enclosure

**MEMORANDUM OF LEASE**

This MEMORANDUM OF LEASE is made and entered into as of January 31, 2013, between Sovereign Bank, N.A., a national banking association ("Lessor"), and Olin Chlor Alkali Logistics, Inc., a Delaware corporation ("Lessee"), with reference to the following:

1. Pursuant to a Railroad Equipment Lease, dated as of November 30, 2012, between Lessor and Lessee, and Schedule No. 2 thereto, dated as of January 31, 2013 (the "Schedule") and, to the extent incorporated therein by references, the above-described Railroad Equipment Lease, the ("Lease"), Lessor agreed to lease to Lessee, and Lessee agreed to lease from Lessor, the railcars identified on Schedule 1 hereto (each, a "Car" and, collectively, the "Cars").

2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.

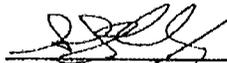
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease.

IN WITNESS WHEREOF, the parties hereto have duly executed and delivered this Memorandum of Lease as of the date first written above.

SOVEREIGN BANK, N.A.

OLIN CHLOR ALKALI LOGISTICS, INC.

By: 

By: 

Name: Dennis Smith

Name: Stephen C. Curley

Title: Vice President

Title: Vice President and Treasurer

COMMONWEALTH OF MASSACHUSETTS	)	
	)	SS.
COUNTY OF SUFFOLK	)	

On this 31<sup>st</sup> day of January \_\_, 2013, before me appeared Denise Smith, to me personally known, who being by me duly sworn did say that he/she is the Vice President of Sovereign Bank, N.A., a national banking association, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and Commonwealth aforesaid, the day and year last above written.

Catherine L. Camarda  
Notary Public

My Commission Expires:

9-24-15



STATE OF Missouri )  
COUNTY OF St. Louis ) SS.

On this 31<sup>st</sup> day of January \_\_, 2013, before me appeared Stephen C. Curley, to me personally known, who being by me duly sworn did say that he/she is the Vice President and Treasurer of Olin Chlor Alkali Logistics, Inc., a Delaware corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year last above written.

Veronica A. Schubert  
Notary Public

My Commission Expires:

August 15, 2015



VERONICA A. SCHUBERT  
My Commission Expires  
August 15, 2015  
St. Louis County  
Commission #11227398

SCHEDULE I  
To  
Memorandum of Lease

List of Cars

Thirty-six (36) 20,467 gallon capacity, non-coiled, non-insulated tank cars manufactured in 2012 by Trinity Industries, Inc., more fully described as follows:

	Reporting Marks and Numbers	Delivery Point	Delivery Date
1.	OLNX715043	McIntosh, Alabama	11/16/12
2.	OLNX715044	McIntosh, Alabama	11/16/12
3.	OLNX715049	McIntosh, Alabama	11/30/12
4.	OLNX715060	McIntosh, Alabama	11/16/12
5.	OLNX715062	McIntosh, Alabama	11/16/12
6.	OLNX715063	McIntosh, Alabama	11/30/12
7.	OLNX715064	McIntosh, Alabama	11/30/12
8.	OLNX715066	McIntosh, Alabama	11/30/12
9.	OLNX715067	McIntosh, Alabama	11/30/12
10.	OLNX715069	McIntosh, Alabama	11/16/12
11.	OLNX715072	McIntosh, Alabama	11/16/12
12.	OLNX715025	McIntosh, Alabama	11/09/12
13.	OLNX715026	McIntosh, Alabama	10/25/12
14.	OLNX715027	McIntosh, Alabama	11/09/12
15.	OLNX715029	McIntosh, Alabama	11/2/12
16.	OLNX715030	McIntosh, Alabama	10/25/12
17.	OLNX715033	McIntosh, Alabama	11/2/12
18.	OLNX715036	McIntosh, Alabama	10/31/12
19.	OLNX715038	McIntosh, Alabama	10/31/12
20.	OLNX715040	McIntosh, Alabama	10/25/12
21.	OLNX715041	McIntosh, Alabama	11/2/12
22.	OLNX715042	McIntosh, Alabama	11/09/12
23.	OLNX715046	McIntosh, Alabama	11/2/12

24.	OLNX715050	McIntosh, Alabama	10/25/12
25.	OLNX715051	McIntosh, Alabama	10/25/12
26.	OLNX715052	McIntosh, Alabama	11/09/12
27.	OLNX715053	McIntosh, Alabama	11/09/12
28.	OLNX715055	McIntosh, Alabama	11/09/12
29.	OLNX715056	McIntosh, Alabama	10/31/12
30.	OLNX715065	McIntosh, Alabama	11/09/12
31.	OLNX715068	McIntosh, Alabama	10/31/12
32.	OLNX715073	McIntosh, Alabama	10/31/12
33.	OLNX715074	McIntosh, Alabama	11/2/12
34.	OLNX715048	McIntosh, Alabama	1/17/13
35.	OLNX715037	McIntosh, Alabama	1/17/13
36.	OLNX715039	McIntosh, Alabama	1/17/13