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February 7, 2013

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 Agreement, dated as of February 7, 2013, 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: JPMorgan Chase Bank, N.A.
1111 Polaris Parkway, Suite A-3
Mailcode OH1-1085
Columbus, OH 43240

Lessee: Statoil Marketing & Trading (US) Inc.
120 Long Ridge Road, Suite 3EO1
Stamford, CT 06902

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

113 tank cars within the series STAX 10249 – STAX 10450 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

Execution Copy

MEMORANDUM OF LEASE AGREEMENT

dated as of February 7, 2013

between

STATOIL MARKETING & TRADING (US) INC.
as Lessee,

and

JPMORGAN CHASE BANK, N.A.
as Lessor

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of February 7, 2013, by and between JPMORGAN CHASE BANK, N.A. ("Lessor") and STATOIL MARKETING & TRADING (US) INC. ("Lessee"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain railcars described on Exhibit No. 1 attached hereto.

All of such railcars are more fully described in that certain Lease Supplement No. 4 dated as of February 7, 2013, executed pursuant to and incorporating the terms of that certain Lease Agreement dated as of November 14, 2012, (together with all of the riders, schedules and other attachments thereto, collectively, the "Lease"), each between Lessor and Lessee.

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.

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

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**EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT**

DESCRIPTION OF RAILCARS AND REPORTING MARKS
113 30Mg non-coiled and non-indicated tank cars

STAX	10249	STAX	10291	STAX	10422
STAX	10250	STAX	10292	STAX	10423
STAX	10251	STAX	10293	STAX	10424
STAX	10252	STAX	10294	STAX	10425
STAX	10253	STAX	10295	STAX	10426
STAX	10254	STAX	10296	STAX	10427
STAX	10255	STAX	10297	STAX	10428
STAX	10256	STAX	10298	STAX	10429
STAX	10257	STAX	10299	STAX	10430
STAX	10258	STAX	10300	STAX	10431
STAX	10259	STAX	10301	STAX	10432
STAX	10260	STAX	10302	STAX	10433
STAX	10261	STAX	10304	STAX	10434
STAX	10262	STAX	10305	STAX	10435
STAX	10263	STAX	10306	STAX	10436
STAX	10264	STAX	10307	STAX	10437
STAX	10265	STAX	10308	STAX	10438
STAX	10266	STAX	10311	STAX	10439
STAX	10267	STAX	10312	STAX	10440
STAX	10268	STAX	10313	STAX	10441
STAX	10269	STAX	10314	STAX	10442
STAX	10270	STAX	10315	STAX	10443
STAX	10271	STAX	10316	STAX	10444
STAX	10272	STAX	10317	STAX	10445
STAX	10273	STAX	10318	STAX	10446
STAX	10274	STAX	10319	STAX	10447
STAX	10275	STAX	10320	STAX	10448
STAX	10276	STAX	10322	STAX	10449
STAX	10277	STAX	10327	STAX	10450
STAX	10278	STAX	10331		
STAX	10279	STAX	10407		
STAX	10280	STAX	10410		
STAX	10281	STAX	10412		
STAX	10282	STAX	10413		
STAX	10283	STAX	10414		
STAX	10284	STAX	10415		
STAX	10285	STAX	10416		

STAX	10286	STAX	10417
STAX	10287	STAX	10418
STAX	10288	STAX	10419
STAX	10289	STAX	10420
STAX	10290	STAX	10421

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: 2/7/13

Edward M Luria
Edward M. Luria