RECORDATION NO 30635
FILED February 07, 2013 02:05 PM
SURFACE TRANSPORTATION BOARD

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ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

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:

83 tank cars within the series STAX 10062 – STAX 11039 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

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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

52585952.3

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. 3A 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.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written

JPMORGAN CHASE BANK N.A.

By: Terri E Sayers
Name Terri E Sayers
Title: Authorized Officer

STATE OF Ohio)
) ss.
COUNTY OF Delaware)

On this 6th day of February, 2013 before me appeared Terri E. Sayers, the person who signed this instrument, who acknowledged that (s)he is the Authorized Officer of JPMorgan Chase Bank, N.A. and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

Notary Public
LAURA A. NOBLE
Notary Public, State of Ohio
My Comm. Expires Oct. 24, 2016

Notary Public
My commission expires.

STATOIL MARKETING & TRADING (US) INC.

By: _____
Name: **Bent Pedersen**
Title: **President**

STATE OF Connecticut)
) ss. Stamford
COUNTY OF Fairfield)

On this 7th day of February, 2013, before me appeared Bent Pedersen the person who signed this instrument, who acknowledged that (s)he is the President of Statoil Marketing & Trading (US) Inc. and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

Barbara M. Hicks
Notary Public

My commission expires:

BARBARA M. HICKS
NOTARY PUBLIC
MY COMMISSION EXPIRES MAR 31, 2015

EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS AND REPORTING MARKS
83 30Mg non-coiled and non-indicated tank cars

STAX	10062	STAX	10336
STAX	10073	STAX	10337
STAX	10077	STAX	10338
STAX	10083	STAX	10339
STAX	10094	STAX	10340
STAX	10095	STAX	10341
STAX	10097	STAX	10342
STAX	10098	STAX	10344
STAX	10099	STAX	10346
STAX	10101	STAX	10348
STAX	10103	STAX	10349
STAX	10105	STAX	10350
STAX	10106	STAX	10632
STAX	10107	STAX	10633
STAX	10108	STAX	10634
STAX	10113	STAX	10635
STAX	10116	STAX	10636
STAX	10118	STAX	10638
STAX	10119	STAX	10639
STAX	10122	STAX	10640
STAX	10127	STAX	10641
STAX	10130	STAX	10642
STAX	10146	STAX	10643
STAX	10147	STAX	10645
STAX	10152	STAX	10646
STAX	10170	STAX	10647
STAX	10188	STAX	10648
STAX	10198	STAX	10649
STAX	10206	STAX	10650
STAX	10208	STAX	10652
STAX	10223	STAX	10653
STAX	10230	STAX	10654
STAX	10321	STAX	10659
STAX	10323	STAX	10661
STAX	10324	STAX	10663
STAX	10325	STAX	11029
STAX	10326	STAX	11030

STAX	10328	STAX	11034
STAX	10329	STAX	11037
STAX	10332	STAX	11038
STAX	10334	STAX	11039
STAX	10335		

52585952.3

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