

RECORDATION NO 30817 FILED
June 28, 2013 12:30 PM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

June 28, 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 June 28, 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: Banc of America Leasing & Capital, LLC
One Financial Plaza
Providence, RI 02901

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

Section Chief
June 28, 2013
Page 2

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

91 tank cars within the series STAX 10455 – STAX 11041 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

MEMORANDUM OF LEASE AGREEMENT

dated as of June 28, 2013

between

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

and

BANC OF AMERICA LEASING & CAPITAL, LLC
as Lessor

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of June 28, 2013, by and between BANC OF AMERICA LEASING & CAPITAL, LLC ("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. 2 dated as of the date hereof, executed pursuant to and incorporating the terms of that certain Lease Agreement dated as of June 4, 2013, (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]

STATOIL MARKETING & TRADING (US) INC.

By: 

Name: **Bent Pedersen**

Title: **President**

STATE OF Connecticut
COUNTY OF Fairfield) ss. Stamford

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

[Seal]


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
91 30Mg non-coiled and non-indicated tank cars

STAX 11041	STAX 10583	STAX 10625
STAX 10455	STAX 10584	STAX 10626
STAX 10465	STAX 10585	STAX 10627
STAX 10467	STAX 10586	STAX 10628
STAX 10475	STAX 10587	STAX 10629
STAX 10478	STAX 10588	STAX 10630
STAX 10487	STAX 10589	STAX 10631
STAX 10489	STAX 10590	
STAX 10490	STAX 10591	
STAX 10493	STAX 10592	
STAX 10494	STAX 10593	
STAX 10501	STAX 10594	
STAX 10504	STAX 10595	
STAX 10507	STAX 10596	
STAX 10508	STAX 10597	
STAX 10509	STAX 10598	
STAX 10510	STAX 10599	
STAX 10512	STAX 10600	
STAX 10514	STAX 10601	
STAX 10515	STAX 10602	
STAX 10516	STAX 10603	
STAX 10518	STAX 10604	
STAX 10520	STAX 10605	
STAX 10529	STAX 10606	
STAX 10532	STAX 10607	
STAX 10534	STAX 10608	
STAX 10541	STAX 10609	
STAX 10552	STAX 10610	
STAX 10559	STAX 10611	
STAX 10562	STAX 10612	
STAX 10563	STAX 10613	
STAX 10564	STAX 10614	
STAX 10568	STAX 10615	
STAX 10571	STAX 10616	
STAX 10574	STAX 10617	
STAX 10575	STAX 10618	
STAX 10576	STAX 10619	
STAX 10577	STAX 10620	
STAX 10578	STAX 10621	

STAX	10579	STAX	10622
STAX	10580	STAX	10623
STAX	10582	STAX	10624

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: 6/28/13

Edward M Luria
Edward M. Luria