

RECORDATION NO 15208-B FILED
July 10, 2013 01:55 PM
SURFACE TRANSPORTATION BOARD

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

July 10, 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 an Affidavit, dated as of July 10, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement previously filed with the Board under Recordation Number 15208.

The name and address of the party to the enclosed documents are:

Party: Huntsman International LLC (successor to
Huntsman Chemical Corporation
10003 Woodloch Forest Drive # 260
The Woodlands, TX 77380

Section Chief
July 13, 2013
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A description of the railroad equipment covered by the enclosed document
is:

3 railcars RELEASED: NAHX 525002, NAHX 525019 and NAHX 525111.

A short summary of the document to appear in the index is:

Affidavit.

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,

A handwritten signature in black ink, appearing to read 'Edward M. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

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AFFIDAVIT

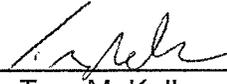
1. I, Troy M. Keller, am the Assistant Secretary of Huntsman International LLC ("Huntsman"), and I am authorized to make this Affidavit on behalf of Huntsman.

2. Huntsman (successor to Huntsman Chemical Corporation) was party to a Security Agreement dated as of March 26, 1987 (the "Security Agreement") for which Bankers Trust Company ("Bankers Trust") served as Agent for the secured lenders in connection with a Term and Revolving Credit Loan Agreement dated as of March 26, 1987 by and among Huntsman, Bankers Trust and the banks party thereto (the "Loan Agreement"). The Security Agreement was recorded with the Interstate Commerce Commission on April 15, 1987 at 11:35 a.m. and was assigned Recordation Number 15208.

3. Under Section 1.1 of the Security Agreement, Huntsman pledged to Bankers Trust all currently and thereafter acquired interest Huntsman had as lessee in the following rail cars: NAHX 525002, NAHX 525019 and NAHX 525111 (the "Equipment").

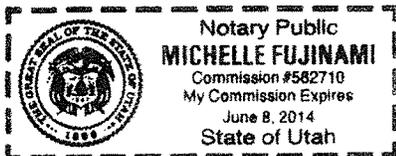
4. To my knowledge, Huntsman returned the Equipment to the lessor of such Equipment and Huntsman has no further interest in the Equipment or obligation under the Security Agreement relating to such Equipment.

HUNTSMAN INTERNATIONAL LLC
(successor to Huntsman Chemical Corporation)

By: 
Name: Troy M. Keller
Title: Assistant Secretary

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

SUBSCRIBED AND SWORN TO before me this 10th day of July, 2013 by
Troy M. Keller.




NOTARY PUBLIC

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: 7/10/13

Edward M Luria
Edward M. Luria