

September 30, 2016

VIA ELECTRONIC FILING

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street SW
Washington, DC 20423-0001

Re: Recordation of Documents – Watercraft
Secondary Document
Owner/Lessor: SunTrust Equipment Finance & Leasing Corp.
Charterer/Lessee: Marquette Transportation Company, LLC

Dear Section Chief:

I have enclosed a Memorandum of Master Bareboat Charter Party (Charter Supplement No. 4) dated September 30, 2016, to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code, a secondary document, as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the document previously filed with the Board under Watercraft Recordation No. W-159.

The names and addresses of the parties to the document are as follows:

Mortgagee: SunTrust Equipment Finance & Leasing Corp.
3333 Peachtree Road NE
Atlanta, GA 30326

Mortgagor: Marquette Transportation Company, LLC
150 Ballard Circle
Paducah, KY 42001

A description of the equipment covered by the document follows: **Nine (9) U.S. Documented rake barges:**

<u>Name</u>	<u>Official No.</u>
MTC 1591	1272183
MTC 1592	1272184
MTC 1593	1272185
MTC 1594	1272186

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September 30, 2016
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<u>Name</u>	<u>Official No.</u>
MTC 1595	1272187
MTC 1596	1272188
MTC 1597	1272189
MTC 1598	1272190
MTC 1599	1272191

A check in the amount of \$45.00 is being forwarded. Please return the recorded copy to:

Richard J. Schroeder
Davis Wright Tremaine LLP
1201 3rd Avenue, Suite 2200
Seattle, WA 98101

A short summary of the document to appear in the index as follows:

Secondary Document: Memorandum of Master Bareboat Charter Party (Charter Supplement No. 4), dated September 30, 2016, between SunTrust Equipment Finance & Leasing Corp., as Owner, and Marquette Transportation Company, LLC, as Charterer, covering the U.S. documented barge vessels:
Nine (9) U.S. Documented rake barges:

<u>Name</u>	<u>Official No.</u>
MTC 1591	1272183
MTC 1592	1272184
MTC 1593	1272185
MTC 1594	1272186
MTC 1595	1272187
MTC 1596	1272188
MTC 1597	1272189
MTC 1598	1272190
MTC 1599	1272191

This document does not contain a hereafter acquired clause.

Very truly yours,

Davis Wright Tremaine LLP



Richard J. Schroeder

RJS:smh
Enclosures

September 30, 2016

VIA UPS EXPRESS

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street SW
Washington, DC 20024

Re: Recordation of Document – Watercraft
Secondary Document
Owner/Lessor: SunTrust Equipment Finance & Leasing Corp.
Charterer/Lessee: Marquette Transportation Company, LLC

Dear Section Chief:

Enclosed please find a check in the amount of \$45.00 to cover the E-Filing Recordation for the Recordation of Document – Watercraft **Memorandum of Master Bareboat Charter Party (Charter Supplement No. 4)** dated as of September 30, 2016. A copy of the face page is enclosed for your reference.

Please return the originals to:

Richard J. Schroeder
Davis Wright Tremaine LLP
1201 3rd Avenue, Suite 2200
Seattle, WA 98101

Very truly yours,

Davis Wright Tremaine LLP


Richard J. Schroeder

Enclosures

DWT 30436693v1 0096069-000098

MEMORANDUM OF MASTER BAREBOAT CHARTER PARTY
(CHARTER SUPPLEMENT NO. 4)

between

SUNTRUST EQUIPMENT FINANCE & LEASING CORP.
("OWNER")

and

MARQUETTE TRANSPORTATION COMPANY, LLC
("CHARTERER")

SEPTEMBER 30, 2016

Filed with the Surface Transportation Board pursuant to
49 U.S.C. §11301 on September __, 2016, at __ a.m./p.m.
Watercraft Recordation Number __

MEMORANDUM OF BAREBOAT CHARTER PARTY

This Memorandum of a Master Bareboat Charter Party is made and entered into as of September 30, 2016, by and between SunTrust Equipment Finance & Leasing Corp., a Virginia corporation (“Owner”) and Marquette Transportation Company, LLC, a Delaware limited liability company (“Charterer”).

WITNESSETH:

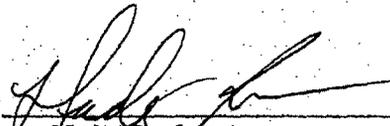
1. Pursuant to a Master Bareboat Charter Party dated January 29, 2015 (“Bareboat Charter”), and Charter Supplement No. 4 thereto dated September 30, 2016, Owner has agreed to furnish to Charterer, and the Charterer has agreed to lease from Owner, nine (9) United States documented rake barge vessels as identified on Schedule 1 attached hereto.
2. The Bareboat Charter shall be effective as of the date first set forth hereinabove and shall be subject to the Term, as defined in the Bareboat Charter.
3. This Memorandum may be executed in counterparts.
4. The Bareboat Charter does not contain a “hereafter acquired” clause.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

OWNER:

SUNTRUST EQUIPMENT FINANCE &
LEASING CORP.

By: 
Name: Nadya Rucker
Title: Assistant Vice President

CHARTERER:

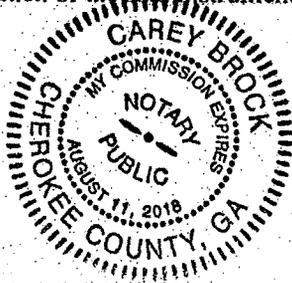
MARQUETTE TRANSPORTATION
COMPANY, LLC

By: 
Name: Damon Judd
Title: Executive Vice President

[Memorandum of Master Bareboat Charter (Charter Supplement No. 4) Signature Page]

STATE OF GEORGIA)
) ss.
COUNTY OF FULTON)

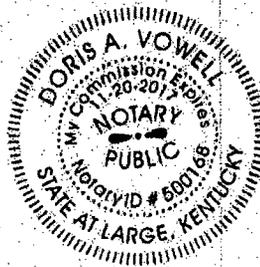
On this 30th day of September, 2016, before me personally appeared Nadya Rucker, to me personally known, who being by me duly sworn, says that s/he is the Assistant Vice President of SUNTRUST EQUIPMENT FINANCE & LEASING CORP., a Virginia corporation, that the foregoing instrument was signed on behalf of said corporation, and she acknowledged that the execution of the said instrument was the free act and deed of said corporation.



Carey Brock
NOTARY PUBLIC
My commission expires: 8/11/18

STATE OF KENTUCKY)
) ss.
COUNTY OF MCCRACKEN)

On this 29 day of September, 2016, before me personally appeared Damon Judd, to me personally known, who being by me duly sworn, says that he is the Executive Vice President of MARQUETTE TRANSPORTATION COMPANY, L.L.C, a Delaware limited liability company, that the foregoing instrument was signed on behalf of said company, and he acknowledged that the execution of the said instrument was the free act and deed of said company.



Doris A. Vowell
NOTARY PUBLIC
My commission expires: 11-20-2017

SCHEDULE 1

Vessel subject to Master Bareboat Charter Party dated January 29, 2015 between SunTrust Equipment Finance & Leasing Corp., as Owner, and Marquette Transportation Company, LLC, as Charterer, and Charter Supplement No. 4 thereto dated September 30, 2016:

<u>Name</u>	<u>Official No.</u>
1. MTC 1591	1272183
2. MTC 1592	1272184
3. MTC 1593	1272185
4. MTC 1594	1272186
5. MTC 1595	1272187
6. MTC 1596	1272188
7. MTC 1597	1272189
8. MTC 1598	1272190
9. MTC 1599	1272191