

**WATER RECORDATION NO. W210
FILED SEPTEMBER 26, 2016 2:40 PM
SURFACE TRANSPORTATION BOARD**

September 26, 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 Document – Watercraft
Primary Document
Owner/Lessor: Financial Pacific Leasing, Inc.
Charterer/Lessee: Olympic Tug & Barge, Inc.

Dear Section Chief:

Enclosed for recordation pursuant to Section 11301 of Title 49 of the U.S. Code is a Memorandum of Bareboat Charter, dated September 23, 2016, a primary document as defined in the Board's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

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

Owner: Financial Pacific Leasing, Inc.
3455 S. 344th Way, Suite 300
Federal Way, WA 98001

Charterer: Olympic Tug & Barge, Inc.
910 SW Spokane St.
Seattle, WA 98134

(a) A description of the equipment covered by the document follows:

**U.S. documented tug vessel named DALE R LINDSEY, Official No. 1263069,
Hull No. 54143**

Chief, Section of Administration
September 26, 2016
Page 2

A check in the amount of \$45.00 is being remitted. Please return the recorded document 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:

Primary Document: Memorandum of Bareboat Charter, dated September 23, 2016, between Financial Pacific Leasing, Inc., as Owner, and Olympic Tug & Barge, Inc., as Charterer, covering the U.S. documented tug vessel named DALE R LINDSEY, Official No. 1263069, Hull No. 54143.

This document does not contain a hereafter acquired clause.

Very truly yours,

Davis Wright Tremaine LLP

A handwritten signature in cursive script, appearing to read "Richard J. Schroeder", written in dark ink.

Richard J. Schroeder

Enclosure



Suite 2200
1201 Third Avenue
Seattle, WA 98101-3045

Richard J. Schroeder
206.757.8139 tel
206.757.7139 fax

rickschroeder@dwt.com

September 26, 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
Primary Document
Owner/Lessor: Financial Pacific Leasing, Inc.
Charterer/Lessee: Olympic Tug & Barge, Inc.

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** dated as of September 23, 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 30388157v1 0103174-000005

Anchorage
Bellevue
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Portland
San Francisco

Seattle
Shanghai
Washington, D.C.

www.dwt.com

MEMORANDUM OF BAREBOAT CHARTER

between

FINANCIAL PACIFIC LEASING, INC.

("OWNER")

and

OLYMPIC TUG & BARGE, INC.

("CHARTERER")

SEPTEMBER 23, 2016

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

MEMORANDUM OF BAREBOAT CHARTER

This Memorandum of Bareboat Charter is made and entered into effective as of September 23, 2016, by and between FINANCIAL PACIFIC LEASING, INC., a Washington corporation ("Owner") and OLYMPIC TUG & BARGE, INC., a Washington corporation ("Charterer").

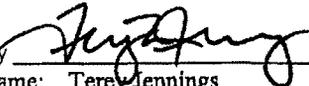
WITNESSETH:

1. Pursuant to a Bareboat Charter dated April 29, 2016 and Schedule 1 thereto dated September 23, 2016 (collectively, the "Bareboat Charter"), Owner has agreed to furnish to Charterer, and the Charterer has agreed to lease from Owner, one U.S. flag tug vessel named DALE R LINDSEY, Official No. 1263069, Hull No. 54143, 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 Charter Period, 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.

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:

FINANCIAL PACIFIC LEASING, INC.

By 
Name: Terey Jennings
Title: Executive Vice President

CHARTERER:

OLYMPIC TUG & BARGE, INC.,

By _____
Name: Todd Prophet
Title: Vice President

MEMORANDUM OF BAREBOAT CHARTER

This Memorandum of Bareboat Charter is made and entered into effective as of September 23, 2016, by and between FINANCIAL PACIFIC LEASING, INC., a Washington corporation ("Owner") and OLYMPIC TUG & BARGE, INC., a Washington corporation ("Charterer").

WITNESSETH:

1. Pursuant to a Bareboat Charter dated April 29, 2016 and Schedule I thereto dated September 23, 2016 (collectively, the "Bareboat Charter"), Owner has agreed to furnish to Charterer, and the Charterer has agreed to lease from Owner, one U.S. flag tug vessel named DALE R LINDSEY, Official No. 1263069, Hull No. 54143, as identified on Schedule I attached hereto.

2. The Bareboat Charter shall be effective as of the date first set forth hereinabove and shall be subject to the Charter Period, 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.

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:

FINANCIAL PACIFIC LEASING, INC.

By _____
Name: Terey Jennings
Title: Executive Vice President

CHARTERER:

OLYMPIC TUG & BARGE, INC.

By _____
Name: Todd Prophet
Title: Vice President

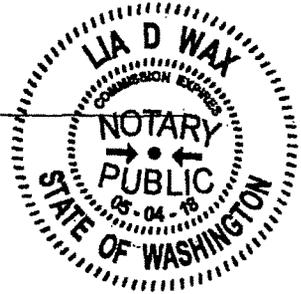
STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this 23rd day of September, 2016, before me personally appeared Terey Jennings, to me personally known, who being by me duly sworn, says that he is the Executive Vice President of FINANCIAL PACIFIC LEASING, INC., that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and acknowledged that the forgoing instrument was the free act and deed of the corporation, and declared under penalty of perjury that the forgoing is true and correct.

Lia D. Wax

NOTARY PUBLIC

My commission expires: 5/4/18



STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this ____ day of September, 2016, before me personally appeared Todd Prophet, to me personally known, who being by me duly sworn, says that he is the Vice President of OLYMPIC TUG & BARGE, INC., a Washington corporation, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and acknowledged that the forgoing instrument was the free act and deed of the corporation, and declared under penalty of perjury that the forgoing is true and correct.

NOTARY PUBLIC
My commission expires: _____

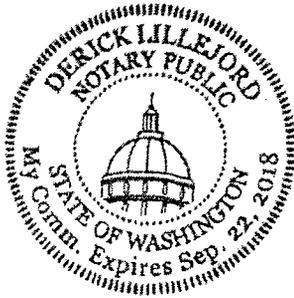
STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this ____ day of September, 2016, before me personally appeared Terey Jennings, to me personally known, who being by me duly sworn, says that he is the Executive Vice President of FINANCIAL PACIFIC LEASING, INC., that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and acknowledged that the forgoing instrument was the free act and deed of the corporation, and declared under penalty of perjury that the forgoing is true and correct.

NOTARY PUBLIC
My commission expires: _____

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this 23 day of September, 2016, before me personally appeared Todd Prophet, to me personally known, who being by me duly sworn, says that he is the Vice President of OLYMPIC TUG & BARGE, INC., a Washington corporation, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and acknowledged that the forgoing instrument was the free act and deed of the corporation, and declared under penalty of perjury that the forgoing is true and correct.



Derick Lillejord

NOTARY PUBLIC
My commission expires: 9/22/2018

SCHEDULE 1

Vessel subject to Bareboat Charter dated April 29, 2016, and Schedule No. 1 dated September 23, 2016, between Financial Pacific Leasing, Inc., as Owner, and Olympic Tug & Barge, Inc., as Charterer.

VESSEL	OFFICIAL NUMBER	HULL NUMBER
DALE R LINDSEY	1263069	54143

and all equipment located onboard or used in connection with the above described vessel, the whole of the vessel, together with her boilers, engines, generators, air compressors, cranes, machinery, masts, spars, riggings, boats, anchors, cable, chains, tackle, tools, pumps and pumping equipment, apparel, furniture, furnishings, fittings, spare parts, stores, and all other appurtenances thereunto appertaining or belonging, whether now owned or hereafter acquired, whether on board or not, and all additions, renewals and replacements hereafter made in or to the vessels, and proceeds thereof.