

RECORDATION NO. W109-A FILED

MAR 24 '14 -3 41 PM

SURFACE TRANSPORTATION BOARD

Lugenbuhl

LUGENBUHL, WHEATON, PECK, RANKIN & HUBBARD
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Nathan Horner
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March 21, 2014

Via Federal Express
7982 9151 5597

Surface Transportation Board
395 E Street, SW
Washington, D.C. 20024

Re: Regions Equipment Finance Corporation – Charter to Zapata Gulf Marine, L.L.C.
Our File: 18255-09363

Dear Sir or Madam:

We represent Regions Equipment Finance Corporation (“REFCO”). I have enclosed an original and one counterpart of a Notice of Termination of Memorandum of Bareboat Charter, dated March 20, 2014, a secondary document, to be recorded pursuant to 49 U.S.C. §11301 and 49 C.F.R. §1177 *et seq.* The primary document to which the enclosed Notice of Termination relates is a Memorandum of Bareboat Charter Party, dated June 30, 2009, between REFCO and Zapata Gulf Marine Operators, L.L.C. (“Operators”), which Memorandum was recorded with the Surface Transportation Board on July 6, 2009 at 11:53 p.m. under Watercraft Recordation No. W-109. Operators subsequently merged with and into Zapata Gulf Marine, L.L.C., which remained as the survivor and succeeded to the rights of Operators under the charter.

The names and addresses of the parties to the enclosed Notice Termination are as follows:

Lessor/Owner:

Regions Equipment Finance Corporation
1900 5th Avenue North, Suite 2400
Birmingham, Alabama, 35203

Lessee/Charterer:

Zapata Gulf Marine, LLC.
successor-by-merger to Zapata Gulf Marine Operators, L.L.C.
601 Poydras Street, Suite 1500
New Orleans, Louisiana 70130

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A description of the equipment covered by the lease or charter evidenced by the document follows: The United States documented offshore supply vessel BROUSSARD TIDE, Official No. 1137444.

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

Secondary Document: Termination of Memorandum of Bareboat Charter Party, dated March 20, 2014, between Regions Equipment Finance Corporation, as Owner, and Zapata Gulf Marine, L.L.C., successor-by-merger to Zapata Gulf Marine Operators, L.L.C. as Charterer, covering the United States documented offshore supply vessel BROUSSARD TIDE, Official No. 1137444.

I have enclosed our check in the amount of \$44 to cover the filing fee. Please return a filed copy of the enclosed Termination of Memorandum of Bareboat Charter Party to the undersigned at the address stated above.

Very truly yours,



Nathan P. Horner

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SURFACE TRANSPORTATION BOARD

NOTICE OF TERMINATION OF
MEMORANDUM OF BAREBOAT CHARTER

between

REGIONS EQUIPMENT FINANCE CORPORATION
("Owner")

and

ZAPATA GULF MARINE, L.L.C., Successor-by-Merger to Zapata Gulf Marine Operators, L.L.C.
("Charterer")

March 20, 2014

Filed with the Surface Transportation Board pursuant to
49 U.S.C. §11301 on _____, 2014, at ___ a.m./p.m.
Recordation Number _____

MAR 24 2014

**NOTICE OF TERMINATION OF
MEMORANDUM OF BAREBOAT CHARTER**

THIS NOTICE OF TERMINATION OF MEMORANDUM OF BAREBOAT CHARTER (this "Notice of Termination"), dated and effective as of March 20, 2014, is made by REGIONS EQUIPMENT FINANCE CORPORATION ("Owner"), and pertains to that certain Bareboat Charter Agreement, dated June 30, 2009 (collectively, as amended, the "Bareboat Charter") between Owner and ZAPATA GULF MARINE, L.L.C. ("Marine"), successor-by-merger to Zapata Gulf Marine Operators, L.L.C. ("Operators;" and together with Marine, "Charterer").

WITNESSETH:

WHEREAS, Owner and Operators entered into the Bareboat Charter whereby Owner agreed to charter to Operators, as "Charterer," the U.S. documented offshore supply vessel BROUSSARD TIDE, Official No. 1137444 (the "Vessel"); and

WHEREAS, in order to evidence the Bareboat Charter of the Vessel, Owner and Operators, as "Charterer," entered into that certain Memorandum of Bareboat Charter Party, dated June 30, 2009, which Memorandum was recorded with the Surface Transportation Board on July 6, 2009 at 11:53 p.m. under Watercraft Recordation No. W-109; and

WHEREAS, effective as of March 31, 2010, Operators merged with and into Marine, a Louisiana limited liability company, who continued as the survivor, pursuant to La. R.S. 12:1357 *et seq.* (the "Merger"); and

WHEREAS, by virtue of the Merger, by operation of law, (a) the Bareboat Charter and the rights of Operators thereunder was deemed to have been assigned to Marine, (b) Marine was deemed to have assumed all of the obligations, liabilities and indebtedness of Operators, as "Charterer" under the Bareboat Charter, and (c) the separate existence of Operators ceased as of the effective time of the Merger; and

WHEREAS, the Bareboat Charter between Owner and Charterer with respect to the Vessel has been terminated.

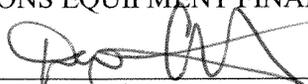
NOW, THEREFORE, the Owner desires to clarify the public record state as follows:

1. This Notice serves as notice that the Bareboat Charter between Owner and Charterer relating to the Vessel and evidenced by the Memorandum of Bareboat Charter filed with the Surface Transportation Board has been terminated in all respects.
2. Owner wishes to record this Notice of Termination of Memorandum of Bareboat Charter in order to terminate the Memorandum of Bareboat Charter of record and as to release its lien with respect to the Vessel.

IN WITNESS WHEREOF, Owner has caused this instrument to be executed by its duly authorized officer on March 19, 2014 to be effective as of the date first set forth above.

OWNER:

REGIONS EQUIPMENT FINANCE CORPORATION

By: 
Name: Dax Goforth
Title: Vice President

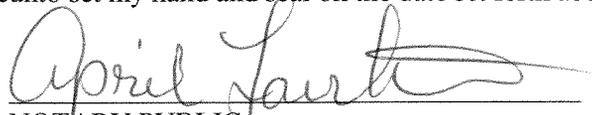
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ACKNOWLEDGEMENT

STATE OF ALABAMA)
) ss.
COUNTY OF JEFFERSON)

BE IT KNOWN, that on this 19th day of March, 2014, before me personally appeared DAX GOFORTH, to me known, who being by me duly sworn, stated that he is the Vice President of Regions Equipment Finance Corporation, and that the foregoing instrument was signed on behalf of said corporation as his free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on the date set forth above.



NOTARY PUBLIC

My commission expires: MY COMMISSION EXPIRES JANUARY 11, 2016

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