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WATER RECORDATION NO. W160  
FILED FEBRUARY 12, 2015 01:31 PM  
SURFACE TRANSPORTATION BOARD

February 12, 2015

**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  
Primary Document  
Owner: SunTrust Equipment Finance & Leasing Corp.  
Charterer: Marquette Transportation Company Gulf-Inland, LLC  
Memorandum of Bareboat Charter

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 as of February 10, 2015, a primary document as defined in the Board’s Rules for Recordation of Documents, 49 C.F.R. Section 1177.

The names and addresses of the parties to the Memorandum of Bareboat Charter are:

Owner/Lessor: SunTrust Equipment Finance & Leasing Corp.  
3333 Peachtree Road NE, 3<sup>rd</sup> Floor  
Atlanta, GA 30326

Charter/Lessee: Marquette Transportation Company Gulf-Inland, LLC  
5525 Mounes Street  
Jefferson, LA 70123

A description of the equipment covered by the Memorandum of Bareboat Charter consists of:

One (1) U.S. flag tow vessel named “JA WARD” with Official Number 1206273.

DWT 26177766v1 0096069-000074

Anchorage  
Bellevue  
Los Angeles

New York  
Portland  
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Chief Section of Administration  
February 12, 2015  
Page 2

A recording fee of \$43.00 is being remitted. Please return recorded document to:

Richard J. Schroeder  
Davis Wright Tremaine LLP  
1201 3<sup>rd</sup> 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 February 10, 2015, between SunTrust Equipment Finance & Leasing Corp., as Owner /Lessor and Marquette Transportation Company Gulf-Inland, LLC as Charterer/Lessee covering one (1) U.S. Flag tow vessel named "JA WARD" with Official Number 1206273.

This document does not contain a hereafter acquired clause.

Very truly yours,

Davis Wright Tremaine LLP



Richard J. Schroeder

RJS/smh  
Attachment



Suite 2200  
1201 Third Avenue  
Seattle, WA 98101-3045

**Richard J. Schroeder**  
206.757.8139 tel  
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rickschroeder@dwt.com

February 12, 2015

**VIA FEDERAL EXPRESS**

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

Re: Recordation of Documents – Watercraft  
Primary Document  
Owner: SunTrust Equipment Finance & Leasing Corp.  
Charterer: Marquette Transportation Company Gulf-Inland, LLC  
Memorandum of Bareboat Charter

Dear Section Chief:

Enclosed please find a check in the amount of \$43.00 to cover the E-Filing Recordation for the Recordation of Documents – Watercraft, **Memorandum of Bareboat Charter** dated as of February 10, 2015. A copy of the face page is enclosed for your reference.

Please return the originals to:

Richard J. Schroeder  
Davis Wright Tremain LLP  
1201 3<sup>rd</sup> Avenue, Suite 2200  
Seattle, WA 98101

Very truly yours,

Davis Wright Tremain LLP

A handwritten signature in cursive script, appearing to read 'Rich Schroeder', written over a horizontal line.

Richard J. Schroeder

Enclosures

DWT 26177544v1 0096069-000074

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MEMORANDUM OF MASTER BAREBOAT CHARTER PARTY

between

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

and

MARQUETTE TRANSPORTATION COMPANY GULF-INLAND, LLC  
("CHARTERER")

FEBRUARY 10, 2015

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Filed with the Surface Transportation Board pursuant to  
49 U.S.C. §11301 on February \_\_, 2015, 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 February 10, 2015, by and between SunTrust Equipment Finance & Leasing Corp., a Virginia corporation (“Owner”) and Marquette Transportation Company Gulf-Inland, LLC, a Delaware limited liability company (“Charterer”).

### WITNESSETH:

1. Pursuant to a Master Bareboat Charter Party dated February 10, 2015 (“Bareboat Charter”), and Charter Supplement No. 1 thereto, Owner has agreed to furnish to Charterer, and the Charterer has agreed to lease from Owner, one (1) United States documented tow vessel 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: Dondra Benjamin  
Name: DONDRA BENJAMIN  
Title: VP

CHARTERER:

MARQUETTE TRANSPORTATION  
COMPANY GULF-INLAND, LLC

By \_\_\_\_\_  
Name: Bruce L. Hahn  
Title: Vice President

[Memorandum of Master Bareboat Charter Signature Page]

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.

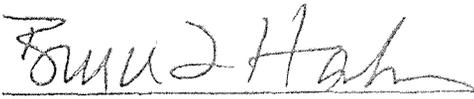
OWNER:

SUNTRUST EQUIPMENT FINANCE &  
LEASING CORP.

By: \_\_\_\_\_  
Name:  
Title:

CHARTERER:

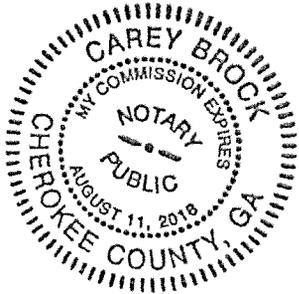
MARQUETTE TRANSPORTATION  
COMPANY GULF-INLAND, LLC

By:   
Name: Bruce L. Hahn  
Title: Vice President

[Memorandum of Master Bareboat Charter Signature Page]

STATE OF GEORGIA )  
 ) ss.  
COUNTY OF FULTON )

On this 20<sup>th</sup> day of January, 2015, before me personally appeared Dondra Benjamin, to me personally known, who being by me duly sworn, says that s/he is the VP of SUNTRUST EQUIPMENT FINANCE & LEASING CORP., a Virginia corporation, that the foregoing instrument was signed on behalf of said corporation, and s/he 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 \_\_\_ day of January, 2015, before me personally appeared Bruce L. Hahn, to me personally known, who being by me duly sworn, says that s/he is the Vice President of MARQUETTE TRANSPORTATION COMPANY GULF-INLAND, LLC, a Delaware limited liability company, that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was the free act and deed of said company.

\_\_\_\_\_  
NOTARY PUBLIC  
My commission expires: \_\_\_\_\_

STATE OF GEORGIA )  
 ) ss.  
COUNTY OF FULTON )

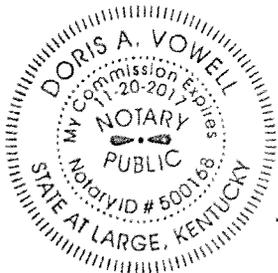
On this \_\_\_ day of December, 2014, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, says that s/he is the \_\_\_\_\_ of SUNTRUST EQUIPMENT FINANCE & LEASING CORP., a Virginia corporation, that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was the free act and deed of said corporation.

\_\_\_\_\_  
NOTARY PUBLIC

My commission expires: \_\_\_\_\_

STATE OF KENTUCKY )  
 ) ss.  
COUNTY OF MCCRACKEN )

On this 30 day of December, 2014, before me personally appeared Bruce L. Hahn, to me personally known, who being by me duly sworn, says that s/he is the Vice President of MARQUETTE TRANSPORTATION COMPANY GULF-INLAND, LLC, a Delaware limited liability company, that the foregoing instrument was signed on behalf of said company, and s/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 February 10, 2015 between SunTrust Equipment Finance & Leasing Corp., as Owner, and Marquette Transportation Company Gulf-Inland, LLC, as Charterer, and Charter Supplement No. 1 thereto:

<b>VESSEL</b>	<b>OFFICIAL NUMBER</b>
JA WARD	O.N. 1206273

including all of her engines, boilers, machinery, masts, boats, anchors, cables, rigging, tackle, apparel, winches, capstans, tools, pumps, fittings, spare and replacement parts in each case attached thereto, furniture, electronics, small boats, and all other appurtenances to said Vessel, together with any and all additions, improvements and/or replacements that may hereafter be made in or to said Vessel or any part thereof, including all items and appurtenances as aforesaid.