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WATER RECORDATION NO. W-191
FILED JUNE 3, 2016 1:07 PM
SURFACE TRANSPORTATION BOARD

June 3, 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: SunTrust Equipment Finance & Leasing Corp.
Charterer/Lessee: Waterfront Property Services, LLC

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 June 3, 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: SunTrust Equipment Finance & Leasing Corp.
3333 Peachtree Road NE, 4th Floor
Atlanta, GA 30326

Charterer: Waterfront Property Services, LLC
13630 50th Way North
Clearwater, FL 33760

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

U.S. documented vessel MIRANDA JO, ON 1249519 and U.S. documented vessel MIRANDA JO II, ON 1251959.

Anchorage New York Seattle
Bellevue Portland Shanghai
Los Angeles San Francisco Washington, D.C.
www.dwt.com

A check in the amount of $43.00 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 June 3, 2016, between SunTrust Equipment Finance & Leasing Corp., as Owner, and Waterfront Property Services, LLC, as Charterer, covering the U.S. documented vessel MIRANDA JO, ON 1249519 and the U.S. documented vessel MIRANDA JO II, ON 1251959.

This document does not contain a hereafter acquired clause.

Very truly yours,

Davis Wright Tremaine LLP

Richard J. Schroeder

Enclosure

Davis Wright Tremaine LLP

Suite 2200
1201 Third Avenue
Seattle, WA 98101-3045

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June 3, 2016

VIA FEDERAL EXPRESS

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

Re: Recordation of Document – Watercraft
Primary Document
Owner/Lessor: SunTrust Equipment Finance & Leasing Corp.
Charterer/Lessee: Waterfront Property Services, LLC

Dear Section Chief:

Enclosed please find a check in the amount of $43.00 to cover the E-Filing Recordation for the Recordation of Document – Watercraft, **Memorandum of Bareboat Charter** dated as of June 3, 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 29710388v1 0096069-000092

WATER RECORDATION NO. W-191
FILED JUNE 3, 2016 1:07 PM
SURFACE TRANSPORTATION BOARD

MEMORANDUM OF MASTER BAREBOAT CHARTER PARTY

between

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

and

WATERFRONT PROPERTY SERVICES, LLC

("CHARTERER")

JUNE 3, 2016

Filed with the Surface Transportation Board pursuant to
49 U.S.C. §11301 on _____ __, 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 June 3, 2016, by and between SunTrust Equipment Finance & Leasing Corp., a Virginia corporation ("Owner") and Waterfront Property Services, LLC, a Florida limited liability company ("Charterer").

WITNESSETH:

1. Pursuant to a Master Bareboat Charter Party dated June 3, 2016 ("Bareboat Charter"), and Charter Supplement No. 1 thereto dated June 3, 2016, Owner has agreed to furnish to Charterer, and the Charterer has agreed to lease from Owner, two (2) United States documented industrial 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: Carey Brock
Name: Carey Brock
Title: Assistant Vice President

CHARTERER:

WATERFRONT PROPERTY SERVICES, LLC

By: _____
Name: William J. Coughlin III
Title: Member

By: _____
Name: Philip Findlay
Title: Member

:

[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: Assistant Vice President

CHARTERER:

WATERFRONT PROPERTY SERVICES, LLC

By: _____
Name: William J. Coughlin III
Title: Member

By: _____
Name: Philip Findlay
Title: Member

[Memorandum of Master Bareboat Charter Signature Page]

STATE OF GEORGIA)
) ss.
COUNTY OF FULTON)

On this 1ST day of June, 2016, before me personally appeared Carey Brock, 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 s/he acknowledged that the execution of the said instrument was the free act and deed of said corporation.

Lorraine Pigott
NOTARY PUBLIC

My commission expires: 3/15/17

LORRAINE PIGOTT
NOTARY PUBLIC
EXPIRES GEORGIA MARCH 15, 2017
PAULDING COUNTY

STATE OF FLORIDA)
) ss.
COUNTY OF PINELLAS)

On this 31 day of May, 2016 before me personally appeared William J. Coughlin III, to me personally known, who being by me duly sworn, says that he is the Member of WATERFRONT PROPERTY SERVICES, LLC, a Florida 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.

Amy M. Smith
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FF916592
Expires 9/9/2019

Amy M. Smith
NOTARY PUBLIC

My commission expires: 9/9/2019

STATE OF FLORIDA)
) ss.
COUNTY OF PINELLAS)

On this 31 day of May, 2016 before me personally appeared Philip Findlay, to me personally known, who being by me duly sworn, says that he is the Member of WATERFRONT PROPERTY SERVICES, LLC, a Florida 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.

Amy M. Smith
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FF916592
Expires 9/9/2019

Amy M. Smith
NOTARY PUBLIC

My commission expires: 9/9/2019

SCHEDULE 1

Vessel subject to Master Bareboat Charter Party dated June 3, 2016 between SunTrust Equipment Finance & Leasing Corp., as Owner, and Waterfront Property Services, LLC, as Charterer, and Charter Supplement No. 1 thereto:

VESSEL	OFFICIAL NUMBER
MIRANDA JO	O.N. 1249519
MIRANDA JO II	O.N.1251959

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 Vessels or any part thereof, including all items and appurtenances as aforesaid.