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September 13, 2016

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Schedule No. 1, dated as of June 21, 2016, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document re:

Lessor: Greenbrier Leasing Company LLC  
One Centerpointe Drive, Suite 200  
Lake Oswego, OR 97035

Lessee: PBF Holding Company LLC  
1 Sylvan Way, Second Floor  
Parsippany, NJ 07054

A description of the equipment covered by the enclosed document is:

90 tank railcars: GBRX 705255 through GBRX 705344, inclusive.

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

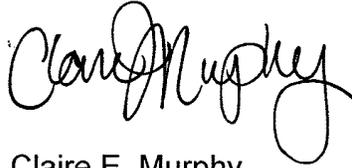
Memorandum of Lease Schedule No. 1.

Section Chief  
September 13, 2016  
Page 2

Also enclosed is a check in the amount of \$45.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Claire E. Murphy". The signature is written in a cursive style with a large, looping "y" at the end.

Claire E. Murphy

CEM  
Enclosures

MEMORANDUM OF LEASE

SCHEDULE NO. 1

This is a Memorandum of Schedule No. 1 dated as of June 21, 2016, to a Master Lease Agreement dated as of June 21, 2016, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and PBF Holding Company LLC, a Delaware limited liability company ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor ninety (90) 33,700 gallon DOT112J340W LPG tank railcars, bearing reporting marks and numbers as follows: GBRX 705255 through GBRX 705344, inclusive.
2. Schedule No. 1 to the Master Lease Agreement will be effective as of the date first set forth hereinabove and will remain in effect through the lease term, as described in the Master Lease Agreement and Schedule No. 1, as each may be amended from time to time.

IN WITNESS WHEREOF, each party, pursuant to due authority, has caused this instrument to be signed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this instrument was the free act of the entity, that the foregoing is true and correct and that this instrument was executed effective on the date first above written.

LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

PBF HOLDING COMPANY LLC

BY: \_\_\_\_\_

BY: \_\_\_\_\_

NAME: \_\_\_\_\_

NAME: \_\_\_\_\_

TITLE: \_\_\_\_\_

TITLE: \_\_\_\_\_

MEMORANDUM OF LEASE

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IN WITNESS WHEREOF, each party, pursuant to due authority, has caused this instrument to be signed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this instrument was the free act of the entity, that the foregoing is true and correct and that this instrument was executed effective on the date first above written.

LESSOR:  
  
GREENBRIER LEASING COMPANY LLC  
  
BY: \_\_\_\_\_  
NAME: \_\_\_\_\_  
TITLE: \_\_\_\_\_

LESSEE:  
  
PBF HOLDING COMPANY LLC  
  
BY:  \_\_\_\_\_ TJP  
NAME: JOHN E. LUKE  
TITLE: TREASURER

**CERTIFICATION**

I, Claire E. Murphy, an attorney licensed to practice in the State of New York and the State of New Jersey, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: September 13, 2016

  
\_\_\_\_\_  
Claire E. Murphy