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July 29, 2016

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

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a secondary document, dated as of July 29, 2016. The primary document to which this is connected is recorded under Recordation Number 30365. We request that this document be recorded under Recordation Number 30365-O.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

Banc of America Leasing and Capital, LLC
2059 Northlake Parkway, 4 South
Tucker, GA 30084

Lessee:

Arizona Chemical Company, LLC
4600 Touchton Road E.
Jacksonville, FL 32246

A description of the equipment covered by the Memorandum of Lease Agreement consists of 19 tank cars numbered AZXX 15000-15018, inclusive.

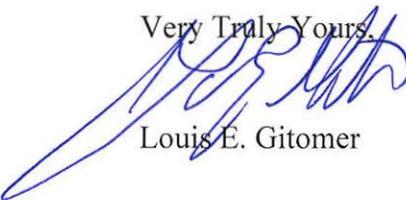
Ms. Cynthia T. Brown
July 29, 2016
Page 2

A fee of \$43.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgraillaw.com

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between Banc of America Leasing and Capital, LLC, 2059 Northlake Parkway, 4 South Tucker, GA 30084, and Arizona Chemical Company, LLC 4600 Touchton Road E., Jacksonville, FL 32246, covering 19 tank cars numbered AZXX 15000-15018, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF LEASE AGREEMENT

dated as of July 29, 2016

between

ARIZONA CHEMICAL COMPANY, LLC,
as Lessee

and

BANC OF AMERICA LEASING & CAPITAL, LLC
as Lessor

FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C.
§11301

on _____ 2016 at ____ : ____ .m.

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of July 29, 2016, by and between ARIZONA CHEMICAL COMPANY, LLC ("Lessee") and BANC OF AMERICA LEASING & CAPITAL, LLC ("Lessor"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain railcars described on Exhibit No. 1 attached hereto (the "Railcars").

All of such railcars are more fully described in that certain Rail Equipment Net Leasing Agreement No. 17600-90000 dated as of August 30, 2012, and Schedule No. 007 thereto and incorporating the terms thereof, dated as of July 6, 2016 (together with all of the riders, schedules and other attachments thereto, collectively, the "Lease"), each between Lessor and Lessee.

2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.
3. The Lease contains an option by Lessee to purchase the Railcars on the terms set forth in the Lease.

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS

Arizona Chemical Company, LLC
Schedule #007 - Exhibit A

Year	Manufacturer	Description	Car Numbers
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15000
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15001
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15002
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15003
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15004
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15005
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15006
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15007
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15008
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15009
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15010
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15011
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15012
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15013
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15014
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15015
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15016
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15017
2016	ARI	Exterior Coiled and Insulated Jacketed Tank Car	AZXX15018

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

BANC OF AMERICA LEASING & CAPITAL, LLC

By: 
Name: **Gail C. Beall**
Title: **Vice President**

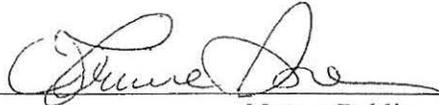
ARIZONA CHEMICAL COMPANY, LLC

By: 
Name: **STEPHEN E. TREMBLAY**
Title: **EVP, Chief Financial Officer**

STATE OF Georgia)
) ss.
COUNTY OF Gwinnett)

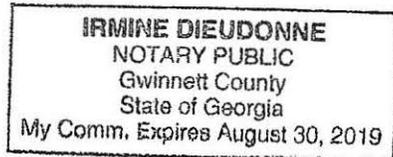
I HEREBY CERTIFY, that on this 18th day of July, before me, the undersigned, a Notary Public of the State of Georgia, personally appeared Geoff C. Powell, who acknowledged himself to be the Vice President of BANC OF AMERICA LEASING & CAPITAL, LLC., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized Vice President of said company by signing the name of the company by himself as the Vice President.

AS WITNESS my hand and notarial seal.



Notary Public

My commission expires: Aug 30, 2019.



STATE OF Texas)
) ss.
COUNTY OF HARRIS)

I HEREBY CERTIFY, that on this 25 day of July, 2014, before me, the undersigned, a Notary Public of the State of TEXAS, personally appeared STEPHEN E. TREMBLAY, who acknowledged himself to be the EVP, Chief Financial Officer of ARIZONA CHEMICAL COMPANY, LLC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized EVP, Chief Financial Officer said company by signing the name of the company by himself as the EVP, Chief Financial Officer

AS WITNESS my hand and notarial seal.

Calletana R Barrera

Notary Public

My commission expires: 10/31/2018.

