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RECORDATION NO. 32324-A FILED  
September 29, 2016 01:30 PM  
SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
ROBERT W. ALVORD (2011)

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September 29, 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 Equipment Lease, Lease Supplement and Acceptance Certificate No. 2, dated as of September 29, 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 are:

Lessor:	Wells Fargo Rail Corporation 9377 W. Higgins Rd. Suite 600 Rosemont, IL 60018
Lessee:	Sasol Chemicals (USA) LLC 12120 Wickchester Lane Houston, TX 77079

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

32 railcars:  
GSOX 1620  
GSOX 1621  
GSOX 1622  
GSOX 1623  
GSOX 1624  
GSOX 1625  
GSOX 1626  
GSOX 1628  
GSOX 1630  
GSOX 1631

Section Chief  
September 29, 2016  
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GSOX 1632  
GSOX 1633  
GSOX 1634  
GSOX 1635  
GSOX 1636  
GSOX 1637  
GSOX 1638  
GSOX 1639  
GSOX 1640  
GSOX 1641  
GSOX 1642  
GSOX 1643  
GSOX 1644  
GSOX 1646  
GSOX 1647  
GSOX 1656  
GSOX 1671  
GSOX 1679  
GSOX 1681  
GSOX 1682  
GSOX 1684  
GSOX 1691

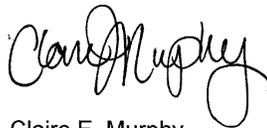
A short summary of the document to appear in the index is:

Memorandum of Equipment Lease, Lease Supplement and Acceptance Certificate No. 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,



Claire E. Murphy

CEM  
Enclosures

**MEMORANDUM OF  
LEASE SUPPLEMENT AND ACCEPTANCE CERTIFICATE No. 2**

Memorandum of Lease Supplement and Acceptance Certificate No. 2 made and entered into on September 29, 2016 (the "**Memorandum**") by and between Sasol Chemicals (USA) LLC, a Delaware limited liability company ("**Lessee**") and Wells Fargo Rail Corporation, a North Carolina corporation ("**Lessor**"). Capitalized terms used herein which are not defined herein shall have their respective meanings ascribed thereto in the Lease (as defined below).

**WITNESSETH**

1. The undersigned have entered into that certain Equipment Lease (the "**Lease**"), dated as of August 19, 2016, whereby the Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from the Lessor certain railcars identified on Exhibit A attached hereto and all additions and alterations thereof, replacements thereof and substitutions thereof (the "**Equipment**"), subject to the term defined in said Lease. Lessor and Lessee shall from time to time enter into Lease Supplements whereby such Equipment should become subject to the Lease.

2. This Memorandum is being recorded with (i) the Surface Transportation Board pursuant in conformity with 49 U.S.C. and (ii) the Office of the Registrar General of Canada pursuant to Section 105 of the Canada Transportation Act.

3. The parties hereto are the same parties to said Lease and such parties do hereby acknowledge and confirm the rights and obligations made therein and the interests of the Lessor therein.

4. The parties hereto acknowledge that said Lease shall be available for inspection by contacting the following party:

Sasol Chemicals (USA) LLC  
12120 Wickchester Lane  
Houston, Texas 77079-2990  
Attn: Commercial Manager, North America

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

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties hereto wish to show for the public record the ownership of the said railroad equipment by Lessor, and the leasehold interest therein of Lessee and accordingly have each caused this Memorandum to be duly executed by their respective officers duly authorized as of the date first written above.

Sasol Chemicals (USA) LLC, as Lessee

By:   
Its: President

Sasol Chemicals (USA) LLC  
12120 Wickchester Lane  
Houston, Texas 77079-2990  
Attn: Commercial Manager, North America

Wells Fargo Rail Corporation

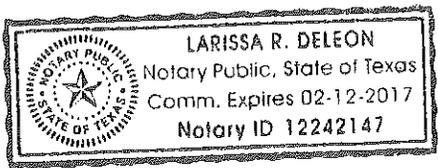
By: \_\_\_\_\_  
Its: \_\_\_\_\_

Wells Fargo Rail Corporation  
9377 Higgins Rd., Suite 600  
Rosemont, Illinois 60018  
Attention: Contract Administrator

STATE OF Texas )  
 )  
COUNTY OF Harris ) SS:

On this, the 29<sup>th</sup> day of September 2016, before, a Notary Public in and for said County and State, personally appeared Micahel S. Thomas, who being by me duly sworn, says that he is the President of Sasol Chemicals (USA) LLC, that said instrument was signed on September 29, 2016 on behalf of said company by authority of its Sole member, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

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



Larissa R. DeLeon  
Name: Larissa R. de Leon  
Notary Public  
My Commission Expires: 2-12-2017  
Residing in Houston, TX

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ ) SS:

On this, the \_\_\_\_\_ day of \_\_\_\_\_ 2016, before me, a Notary Public in and for said County and State, personally appeared \_\_\_\_\_, who being by me duly sworn, says that he is the \_\_\_\_\_ of Wells Fargo Rail Corporation that said instrument was signed on \_\_\_\_\_, 2016 on behalf of said company by authority of its \_\_\_\_\_, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

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

\_\_\_\_\_  
Name:  
Notary Public  
My Commission Expires:  
Residing in \_\_\_\_\_

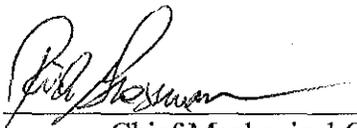
IN WITNESS WHEREOF, the parties hereto wish to show for the public record the ownership of the said railroad equipment by Lessor, and the leasehold interest therein of Lessee and accordingly have each caused this Memorandum to be duly executed by their respective officers duly authorized as of the date first written above.

Sasol Chemicals (USA) LLC, as Lessee

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Sasol Chemicals (USA) LLC  
12120 Wickchester Lane  
Houston, Texas 77079-2990  
Attn: Commercial Manager, North America

Wells Fargo Rail Corporation

By:   
Its: Chief Mechanical Officer

Wells Fargo Rail Corporation  
9377 Higgins Rd., Suite 600  
Rosemont, Illinois 60018  
Attention: Contract Administrator

STATE OF )  
 )  
COUNTY OF ) SS:

On this, the \_\_\_\_ day of \_\_\_\_ 2016, before, a Notary Public in and for said County and State, personally appeared \_\_\_\_\_, who being by me duly sworn, says that (s)he is the \_\_\_\_\_ of Sasol Chemicals (USA) LLC, that said instrument was signed on \_\_\_\_\_, 2016 on behalf of said company by authority of its \_\_\_\_\_, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

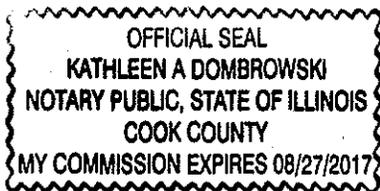
IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

\_\_\_\_\_  
Name:  
Notary Public  
My Commission Expires:  
Residing in \_\_\_\_\_

STATE OF ILLINOIS )  
 )  
COUNTY OF COOK ) SS:

On this, the 29th day of September 2016, before me, a Notary Public in and for said County and State, personally appeared Rick Grossman, who being by me duly sworn, says that he is the Chief Mechanical Officer of Wells Fargo Rail Corporation that said instrument was signed on September 29, 2016 on behalf of said company by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

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



\_\_\_\_\_  
Name: Kathleen A. Dombrowski  
Notary Public  
My Commission Expires: August 27, 2017  
Residing in Prospect Heights, IL

**Exhibit A**

**Equipment:** Trinity North American Freight Car, Inc. manufactured 6,241 cubic foot nominal volume capacity covered hopper railroad freight cars

**Quantity:** 32

**Item Numbers:**

GSOX	1620
GSOX	1621
GSOX	1622
GSOX	1623
GSOX	1624
GSOX	1625
GSOX	1626
GSOX	1628
GSOX	1630
GSOX	1631
GSOX	1632
GSOX	1633
GSOX	1634
GSOX	1635
GSOX	1636
GSOX	1637
GSOX	1638
GSOX	1639
GSOX	1640
GSOX	1641
GSOX	1642
GSOX	1643
GSOX	1644
GSOX	1646
GSOX	1647
GSOX	1656
GSOX	1671
GSOX	1679
GSOX	1681
GSOX	1682
GSOX	1684
GSOX	1691

**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 29, 2016

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