

LAW OFFICES OF  
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September 25, 2013

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, a primary document, dated as of September 25, 2013. We request that this document be given the next available recordation number.

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

Lessor:

BB&T Equipment Finance Corporation  
600 Washington Avenue, Suite 201  
Towson, MD 21204

Lessee:

Olin Chlor Alkali Logistics, Inc.  
490 Stuart Road NE  
Cleveland, TN 37312

A description of the equipment covered by the Memorandum of Lease consists of 17 tank cars numbered OLNK 718135-718138, inclusive, 718140, 718144, 718146, 718148, 718150, 718151, 718153, 718154, 718157, 718158, 718165, 718166, and 718169.

A fee of \$42.00 is enclosed. Please return one copy by email to:

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

Ms. Cynthia T. Brown  
September 25, 2013  
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A short summary of the document to appear in the index follows: a Memorandum of Lease between BB&T Equipment Finance Corporation, 600 Washington Avenue, Suite 201, Towson, MD 21204, and Olin Chlor Alkali Logistics, Inc., 490 Stuart Road NE, Cleveland, TN 37312, covering 17 tank cars numbered OLNK 718135-718138, inclusive, 718140, 718144, 718146, 718148, 718150, 718151, 718153, 718154, 718157, 718158, 718165, 718166, and 718169.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Louis E. Gitomer", is written over the typed name below.

Louis E. Gitomer

Enclosure

**MEMORANDUM OF LEASE**

This MEMORANDUM OF LEASE is made and entered into as of September 25, 2013, between BB&T EQUIPMENT FINANCE CORPORATION, a North Carolina corporation ("**Lessor**"), and OLIN CHLOR ALKALI LOGISTICS, INC., a Delaware corporation, by and through its Chlor Alkali Products division and for and on behalf of itself and its subsidiaries which may perform hereunder ("**Lessee**"), with reference to the following:

1. Pursuant to a Railroad Equipment Lease, dated as of July 19, 2013, between Lessor and Lessee (together with the Schedule thereto, the "**Lease**"), and Schedule No. BL-1 thereto, dated as of September 25, 2013 (the "**Schedule**"), Lessor agreed to lease to Lessee, and Lessee agreed to lease from Lessor, the following railcars (each, a "**Car**" and, collectively, the "**Cars**"):

Quantity	Description	Reporting Marks and Numbers
17	Trinity Industries 18,700 gallon capacity Bleach Tank Railcars	OLNX718135-718138; 718140, 718144, 718146, 718148, 718150, 718151, 718153, 718154, 718157, 718158, 718165, 718166 & 718169; inclusive

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.

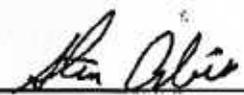
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease.

IN WITNESS WHEREOF, the parties hereto have duly executed and delivered this Memorandum of Lease as of the date first written above.

BB&T EQUIPMENT FINANCE  
CORPORATION

OLIN CHLOR ALKALI LOGISTICS, INC.

By:   
Name: CONSTANCE W. LANCASTER  
Title: SENIOR VICE PRESIDENT

By:   
Name: Steve Asbill  
Title: Vice President

STATE OF )  
 )  
COUNTY OF ) SS.

On this 25<sup>th</sup> day of September, 2013, before me appeared Constance W. Lancaster to me personally known, who being by me duly sworn did say that he/she is the Senior Vice President of BB&T EQUIPMENT FINANCE CORPORATION, a North Carolina corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year last above written.

Regina M. McManus  
Notary Public  
REGINA M. MCMANUS  
NOTARY PUBLIC  
BALTIMORE COUNTY

My Commission Expires:  
October 15, 2016

STATE OF Missouri )  
 )  
COUNTY OF St. Louis ) SS.

On this 12<sup>th</sup> day of September, 2013, before me appeared Steve Asbill to me personally known, who being by me duly sworn did say that ~~he~~she is the Vice President of OLIN CHLOR ALKALI LOGISTICS, INC., a Delaware corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and ~~he~~she acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year last above written.

Veronica A. Schubert  
Notary Public

My Commission Expires:  
August 15, 2015



VERONICA A. SCHUBERT  
My Commission Expires  
August 15, 2015  
St. Louis County  
Commission #11227396