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9-00 AM

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SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

January 6, 2010

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

Contract 3-8214 Rider 3

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, dated as of December 21, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: American Railcar Leasing LLC
620 North Second Street
St. Charles, Missouri 63301

[Lessee: Westlake Chemical Corp.
2801 Post Oak Blvd.
Houston, TX 77056

Section Chief
January 6, 2010
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A description of the railroad equipment covered by the enclosed document is:

64 railcars within the series ACFX 458016 - ACFX 458197 and SHPX 458360 - SHPX 458420 as more particularly set forth in the attachment to the document.

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

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 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 'Robert W. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

JAN 06 '10

9-00 AM

MEMORANDUM OF LEASE

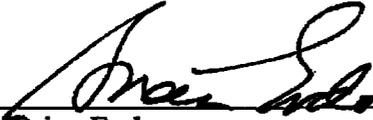
SURFACE TRANSPORTATION BOARD

This Memorandum of Lease is prepared and filed by American Railcar Leasing LLC, a Delaware limited liability company, on behalf of (i) itself as lessor and/or as assignee of ACF Industries, Incorporated, ACF Industries LLC, American Railcar Industries, Inc., and/or ACF Acceptance LLC as the sole member of various ACF Acceptance entities, and/or (ii) as manager for one or more of the following affiliated lessors: ARI First LLC, ARI Second LLC, ARI Third LLC, ARL II Funding LLC and Shippers Third LLC, all with respect to Westlake Chemicals Corp., a Delaware Corporation ("Lessee").

American Railcar Leasing LLC (as assignor or lessor, herein, "Lessor") and Lessee have entered into that certain **Master Service Contract as identified on Schedule A** (as amended, changed, assigned, modified and supplemented from time to time, together with any schedules and exhibits thereto, the "Lease"), pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein, and from time to time may lease other railcars bearing the reporting marks **SHPX and/or ACFX**.

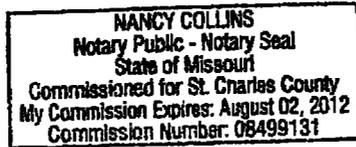
This Memorandum of Lease is prepared for registration purposes and is not intended to amend the terms and conditions of the Lease.

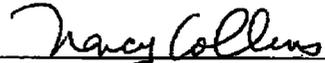
AMERICAN RAILCAR LEASING LLC

By: 
Name: Brian Evdo
Title: VP – Business Development

STATE OF MISSOURI)
) ss.:
COUNTY OF ST. CHARLES)

On this 21st day of Dec., 2009, before me, personally appeared Brian Evdo, to me personally known, who being by me duly sworn, says that he resides at St. Charles, Missouri and is the VP – Business Development of American Railcar Leasing LLC, that said instrument was signed on the date hereof on behalf of said company by authority of its governing body; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.




Notary Public
My commission expires on 8/2/2012

Schedule A

Equipment

Westlake Chemical Corp.

Contract 3-8214 rider 3 dated 1/21/05

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Hopper	ACFX	458016
	Hopper	ACFX	458017
	Hopper	ACFX	458019
	Hopper	ACFX	458021
	Hopper	ACFX	458033
	Hopper	ACFX	458034
	Hopper	ACFX	458035
	Hopper	ACFX	458038
	Hopper	ACFX	458044
	Hopper	ACFX	458045
	Hopper	ACFX	458047
	Hopper	ACFX	458058
	Hopper	ACFX	458059
	Hopper	ACFX	458060
	Hopper	ACFX	458070
	Hopper	ACFX	458076
	Hopper	ACFX	458084
	Hopper	ACFX	458085
	Hopper	ACFX	458089
	Hopper	ACFX	458092
	Hopper	ACFX	458094
	Hopper	ACFX	458100
	Hopper	ACFX	458101
	Hopper	ACFX	458102
	Hopper	ACFX	458103
	Hopper	ACFX	458104
	Hopper	ACFX	458107
	Hopper	ACFX	458109
	Hopper	ACFX	458116
	Hopper	ACFX	458117
	Hopper	ACFX	458118
	Hopper	ACFX	458119
	Hopper	ACFX	458128
	Hopper	ACFX	458129

Schedule A

Equipment

Westlake Chemical Corp.

Contract 3-8214 rider 3

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Hopper	ACFX	458130
	Hopper	ACFX	458131
	Hopper	ACFX	458135
	Hopper	ACFX	458139
	Hopper	ACFX	458140
	Hopper	ACFX	458142
	Hopper	ACFX	458146
	Hopper	ACFX	458149
	Hopper	ACFX	458153
	Hopper	ACFX	458156
	Hopper	ACFX	458157
	Hopper	ACFX	458158
	Hopper	ACFX	458173
	Hopper	ACFX	458175
	Hopper	ACFX	458177
	Hopper	ACFX	458178
	Hopper	ACFX	458181
	Hopper	ACFX	458182
	Hopper	ACFX	458183
	Hopper	ACFX	458186
	Hopper	ACFX	458187
	Hopper	ACFX	458192
	Hopper	ACFX	458195
	Hopper	ACFX	458197
	Hopper	SHPX	458360
	Hopper	SHPX	458364
	Hopper	SHPX	458400
	Hopper	SHPX	458407
	Hopper	SHPX	458419
	Hopper	SHPX	458420

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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: 1/6/2010



Robert W. Alvord