

RECORDATION NO 30711 FILED
May 01, 2013 10:45 AM
SURFACE TRANSPORTATION BOARD

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May 1, 2013

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 Agreement, dated as of April 30, 2013, 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: Fifth Third Equipment Finance Company
38 Fountain Square Plaza
MD 10904A
Cincinnati, Ohio 45263

Lessee: Statoil Marketing & Trading (US) Inc.
120 Long Ridge Road, Suite 3E01
Stamford, CT 06902

Section Chief
May 1, 2013
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A description of the railroad equipment covered by the enclosed document is:

94 tank cars within the series STAX 10890 – STAX 11025 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 Agreement.

Also enclosed is a check in the amount of \$42.00 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 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE AGREEMENT

dated as of April 30, 2013

between

STATOIL MARKETING & TRADING (US) INC.
as Lessee,

and

FIFTH THIRD EQUIPMENT FINANCE COMPANY
as Lessor

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of April 30, 2013, by and between FIFTH THIRD EQUIPMENT FINANCE COMPANY ("Lessor") and STATOIL MARKETING & TRADING (US) INC. ("Lessee"), 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.

All of such railcars are more fully described in that certain Lease Supplement No. 4 dated as of April 30, 2013, executed pursuant to and incorporating the terms of that certain Lease Agreement dated as of March 5, 2013, (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.

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.

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**EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT**

**DESCRIPTION OF RAILCARS AND REPORTING MARKS
94 30Mg non-coiled and non-indicated tank cars**

STAX	10890	STAX	10946	STAX	11016
STAX	10896	STAX	10947	STAX	11017
STAX	10905	STAX	10948	STAX	11018
STAX	10906	STAX	10949	STAX	11019
STAX	10908	STAX	10950	STAX	11020
STAX	10909	STAX	10951	STAX	11021
STAX	10910	STAX	10952	STAX	11022
STAX	10911	STAX	10953	STAX	11023
STAX	10912	STAX	10954	STAX	11024
STAX	10913	STAX	10955	STAX	11025
STAX	10914	STAX	10956		
STAX	10915	STAX	10957		
STAX	10916	STAX	10958		
STAX	10917	STAX	10959		
STAX	10918	STAX	10960		
STAX	10919	STAX	10961		
STAX	10920	STAX	10962		
STAX	10921	STAX	10963		
STAX	10922	STAX	10964		
STAX	10923	STAX	10965		
STAX	10924	STAX	10966		
STAX	10925	STAX	10967		
STAX	10926	STAX	10968		
STAX	10927	STAX	10969		
STAX	10928	STAX	10970		
STAX	10929	STAX	10971		
STAX	10930	STAX	10972		
STAX	10931	STAX	10973		
STAX	10932	STAX	10974		
STAX	10933	STAX	10975		
STAX	10934	STAX	11000		
STAX	10935	STAX	11001		
STAX	10936	STAX	11002		
STAX	10937	STAX	11003		
STAX	10938	STAX	11005		
STAX	10939	STAX	11006		

STAX	10940	STAX	11007
STAX	10941	STAX	11008
STAX	10942	STAX	11009
STAX	10943	STAX	11010
STAX	10944	STAX	11011
STAX	10945	STAX	11014

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 5/1/13

Edward M Luria
Edward M. Luria