

RECORDATION NO. 30849
FILED JULY 22, 2013 09:00 AM
SURFACE TRANSPORTATION BOARD
LAW OFFICES OF
LOUIS E. GITOMER, LLC.

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July 21, 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 §11301. This document is a Memorandum of Lease, a primary document dated as of July 19, 2013. We request that this document be given the next Recordation No.

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

Lessor:

BB&T Equipment Finance Corporation
600 Washington Avenue, Suite 201
Towson, Maryland 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 202 tank cars numbered SBLX 014000-014010, inclusive, 014012-014080, inclusive, 014082-014145, inclusive, and 0147-014204, inclusive.

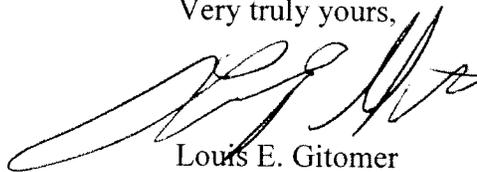
A fee of \$42.00 is enclosed. Please return a copy by email to:

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

Ms. Cynthia T. Brown
July 21, 2013
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A short summary of the document to appear in the index as follows: a Memorandum of Lease Agreement dated as of July 19, 2013 between BB&T Equipment Finance Corporation, 600 Washington Avenue, Suite 201, Towson, Maryland 21204, and Olin Chlor Alkali Logistics, Inc., 490 Stuart Road NE, Cleveland, TN 37312, covering 202 tank cars numbered SBLX 014000-014010, inclusive, 014012-014080, inclusive, 014082-014145, inclusive, and 0147-014204, inclusive.

Very truly yours,

A handwritten signature in black ink, appearing to read 'L. E. Gitomer', written over a horizontal line.

Louis E. Gitomer

Enclosure

MEMORANDUM OF LEASE

This MEMORANDUM OF LEASE is made and entered into as of July 19, 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. CL-1 thereto, dated as of July 19, 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
202	Trinity Industries 17,368 gallon capacity Chlorine Tank Railcars	SBLX014000 - 014010, inclusive & 014012 - 014080, & 014082 - 014145, inclusive & 014147 - 014204 inclusive

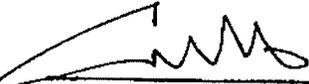
2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.

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: _____
Title: CONSTANCE W. LANCASTER
SENIOR VICE PRESIDENT

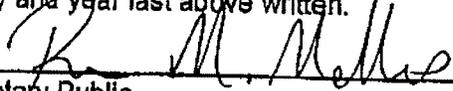
By: 
Name: Stephen C. Cuzley
Title: Vice President & Treasurer

STATE OF
COUNTY OF

SS.

On this 19th day of July, 2013, before me appeared Constance W. Lawcask, 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.



Notary Public
REGINA M. MCMANUS
NOTARY PUBLIC
BALTIMORE COUNTY

My Commission Expires:

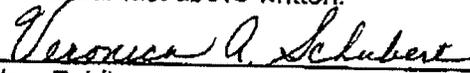
10/15/16

STATE OF Missouri)
COUNTY OF St. Louis)

SS.

On this 19th day of July, 2013, before me appeared Stephen C. Curley, to me personally known, who being by me duly sworn did say that he/she is the Vice President & Treasurer 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.



Notary Public

My Commission Expires:

August 15, 2015



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