

LAW OFFICES OF LOUIS E. GITOMER, LLC
600 BALTIMORE AVENUE, SUITE 301, TOWSON, MD 21204
410-296-2250 LOU@LGRAILLAW.COM

December 8, 2016

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 Assignment of Lease, a secondary document, dated as of December 8, 2016. The primary document to which this is connected was this morning under Recordation No. 32417. We request that this document be recorded under Recordation No. 32417-A.

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

Assignor:

Banc of America Leasing and Capital, LLC
One Financial Plaza - 8th Floor
Providence, RI 02903

Assignee:

Huntington National Bank
105 East Fourth Street, Suite 200C
Cincinnati, OH 45202

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 17 tank cars numbered SKSX 3000-3008, inclusive, and 4000-4007, inclusive.

Ms. Cynthia T. Brown
December 8, 2016
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A fee of \$45.00 is enclosed. Please return one copy by email to:

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

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between Banc of America Leasing and Capital, LLC, One Financial Plaza - 8th Floor, Providence, RI 02903, Huntington National Bank, 105 East Fourth Street, Suite 200C, Cincinnati, OH 45202, covering 17 tank cars numbered SKSX 3000-3008, inclusive, and 4000-4007, inclusive.

Very Truly Yours,

Louis E. Gitomer

Louis E. Gitomer

Enclosure

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of December 8, 2016

between

THE HUNTINGTON NATIONAL BANK .

as Assignee

and

BANC OF AMERICA LEASING & CAPITAL, LLC
as Assignor

FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO
49 U.S.C. §11301 on December ___ 2016 at ___:___ .m.

STB Assignment Schedule No.008

WCSR 37993965v2

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of December 8, 2016, by and between THE HUNTINGTON NATIONAL BANK (the "Assignee") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), with reference to the following:

Assignor, as lessor, and SAFETY-KLEEN SYSTEMS, INC., as lessee, have heretofore executed that certain Rail Equipment Net Leasing Agreement No. 24778-90000 dated July 29, 2013, and, pursuant thereto, that certain Schedule No. 008 dated December 1, 2016 (collectively, the "Lease"), pertaining to the railcars set forth therein and further described on Exhibit No. 1 attached hereto (the "Railcars").

Assignor, as assignor, and Assignee, as assignee, have executed that certain Assignment and Specification of Assigned Lease Schedule dated as of the date hereof to that certain Master Assignment Agreement dated as of March 6, 2003 by and between Assignor and Assignee, pursuant to which (a) Assignor has assigned to Assignee all of Assignor's rights and obligations under the Lease and Assignee has assumed from Assignor all of Assignor's rights and obligations under the Lease, in each case, solely with respect to the assigned Railcars, and (b) Assignor has sold the assigned Railcars to Assignee.

Assignor filed a Memorandum of Lease with the STB on December 2, 2016 with respect to the Railcars which was assigned Recordation Number 32417. The parties hereto wish to show for public record this Memorandum of Assignment of Lease to provide notice of such assignment.

This Memorandum of Assignment of Lease relates only to the sale by Assignor to Assignee of the assigned Railcars described herein and the assignment by Assignor to Assignee of the Lease solely as it pertains to such Railcars.

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

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Assignment of Lease to be executed as of the date first above written.

THE HUNTINGTON NATIONAL BANK

By: _____
Name:
Title:

BANC OF AMERICA LEASING & CAPITAL, LLC

By: *Annemarie L. Warren*
Name: **Annemarie L. Warren**
Title: **Vice President**

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Assignment of Lease to be executed as of the date first above written.

THE HUNTINGTON NATIONAL BANK

By: Stephanie McDole
Name: Stephanie McDole
Title: Staff Officer

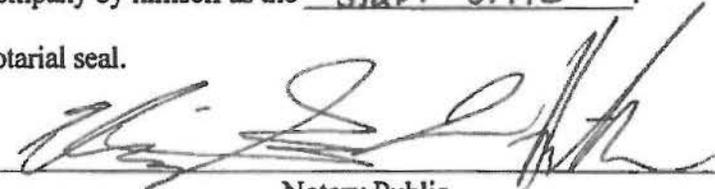
BANC OF AMERICA LEASING & CAPITAL, LLC

By: _____
Name:
Title:

STATE OF Ohio)
) ss.
COUNTY OF Hamilton)

I HEREBY CERTIFY, that on this 7th day of December, 2016, before me, the undersigned, a Notary Public of the State of Ohio, personally appeared Stephanie Medole, who acknowledged himself to be the Staff officer of THE HUNTINGTON NATIONAL BANK, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized Staff officer of said company by signing the name of the company by himself as the Staff officer.

AS WITNESS my hand and notarial seal.


Notary Public

My commission expires: 3.28.17.

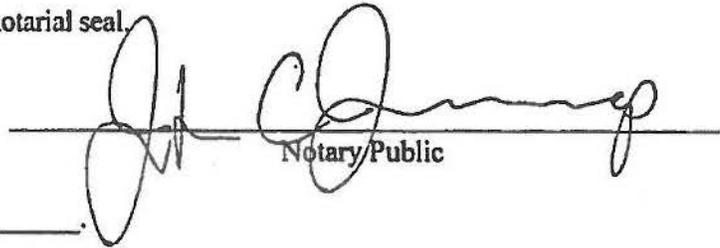


ELIZABETH L. HICKMAN
Notary Public, State of Ohio
My Comm Expires March 28, 2017
Recorded in Hamilton County

COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF SUFFOLK)

I HEREBY CERTIFY, that on this 7th day of December _____, 2016, before me, the undersigned, a Notary Public of the Commonwealth of Massachusetts, personally appeared Annemarie L. Warren, who acknowledged herself to be the Vice President of BANC OF AMERICA LEASING & CAPITAL, LLC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that she executed the same for the purposes therein contained as the duly authorized Vice President of said company by signing the name of the company by herself as the Vice President.

AS WITNESS my hand and notarial seal.


Notary Public

My commission expires: _____.

 **JENNIFER C. JENNINGS**
Notary Public
Commonwealth of Massachusetts
My Commission Expires
March 16, 2018

EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT
DESCRIPTION OF RAILCARS

DESCRIPTION OF RAILCARS
17 Trinity TRG Plant 443,
29,188 US Gal Railroad Tankcars

Asset Mark		Location			
Marking	Number	Address	City	State	Zipcode
SKSX	3000	601 Riley Rd	East Chicago	IN	46312
SKSX	3001	601 Riley Rd	East Chicago	IN	46312
SKSX	3002	601 Riley Rd	East Chicago	IN	46312
SKSX	3003	601 Riley Rd	East Chicago	IN	46312
SKSX	3004	601 Riley Rd	East Chicago	IN	46312
SKSX	3005	601 Riley Rd	East Chicago	IN	46312
SKSX	3006	601 Riley Rd	East Chicago	IN	46312
SKSX	3007	601 Riley Rd	East Chicago	IN	46312
SKSX	3008	601 Riley Rd	East Chicago	IN	46312
SKSX	4000	601 Riley Rd	East Chicago	IN	46312
SKSX	4001	601 Riley Rd	East Chicago	IN	46312
SKSX	4002	601 Riley Rd	East Chicago	IN	46312
SKSX	4003	601 Riley Rd	East Chicago	IN	46312
SKSX	4004	601 Riley Rd	East Chicago	IN	46312
SKSX	4005	601 Riley Rd	East Chicago	IN	46312
SKSX	4006	601 Riley Rd	East Chicago	IN	46312
SKSX	4007	601 Riley Rd	East Chicago	IN	46312