

ALVORD AND ALVORD PLLC
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

PHONE: (202) 393-2266

FAX: 1-855-600-2836

E-MAIL: alvord@alvordlaw.com

WEBSITE: www.alvordlaw.com

RECORDATION NO. 26700-G FILED
November 29, 2016 04:10 PM
SURFACE TRANSPORTATION BOARD

November 29, 2016

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 and Collateral Assignment of Lease, dated as of November 29, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Mortgage contemporaneously filed with the Board under Recordation Number 26700-F.

The names and addresses of the parties to the enclosed document are:

Secured Party: DVB Bank SE
Platz der Republik 6
60325 Frankfurt
Germany

Lessor: RDRX Leasing 1, LLC
1431 Opus Place, Suite 1100
Downers Grove, IL 60615

A description of the railroad equipment covered by the enclosed document
is:

65 covered hopper railcars:

GNAX 9208 – GNAX 9210
GNAX 9212 – GNAX 9214
GNAX 9216 – GNAX 9220
GNAX 9222 – GNAX 9225
GNAX 9227
GNAX 9229
GNAX 9231
GNAX 9233 – GNAX 9238
GNAX 9241
GNAX 9242
GNAX 9244
GNAX 9246 – GNAX 9250
GNAX 9252
GNAX 9253
GNAX 9255
GNAX 9260
GNAX 9262 - GNAX 9264
GNAX 9267
GNAX 9268
GNAX 9270 - GNAX 9274
GNAX 9276
GNAX 9278
GNAX 9281
GNAX 9282
GNAX 9284
GNAX 9286 - GNAX 9289
GNAX 9291 - GNAX 9293
GNAX 9299
GNAX 9301
GNAX 9303
GNAX 9304
GNAX 9305
OCMX 9280
OMCX 9290

Chief, Section of Administration
November 29, 2016
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A short summary of the document to appear in the index is:

Memorandum of Memorandum of Lease and Collateral Assignment of
Lease

Also enclosed is a check in the amount of \$45.00 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,



Edward M. Luria

EML/sem
Enclosures

EXECUTION COPY

[LESSEE=HOLCIM]

**MEMORANDUM OF LEASE AND
COLLATERAL ASSIGNMENT OF LEASE**

THIS MEMORANDUM OF LEASE AND COLLATERAL ASSIGNMENT OF LEASE (this “Memorandum”), made and entered into as of November 29, 2016, is intended to evidence:

- (1) The Lease Documents specified on Schedule 1 (the “Lease”) pursuant to which RDRX Leasing 1, LLC (“Lessor”) has leased to Holcim (US) Inc. (“Lessee”) the railcars specified on Schedule 2 hereto (the “Railcars”), and
- (2) The collateral assignment of the Lease by Lessor to DVB Bank SE, as Agent (“Secured Party”).

This Memorandum is being entered into pursuant to the terms of the Security Agreement dated as of January 14, 2016 (as supplemented by Security Agreement Supplement No. 2 dated the date hereof, the “Security Agreement”) between Secured Party, and the Lessor, as debtor (“Debtor”).

Secured Party and Lessor wish to show for the public record the existence of the aforesaid Security Agreement and the respective interest of Secured Party and Lessor therein.

In the event of a conflict between the provisions of this Memorandum and the provisions of the Security Agreement, the provisions of the Security Agreement shall control.

Signature Page Follows

IN WITNESS WHEREOF, the undersigned has caused this Memorandum to be duly executed by a duly authorized officer as of the day and year first above written.

I certify that I hold the title set forth below, that this instrument was signed on behalf of Debtor by authority of its Sole Member and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Debtor. I further declare under penalty of perjury that the foregoing is true and correct.

RDRX LEASING 1, LLC, as Debtor

By its member,
Redwood Rail, LLC

By: 
Name: Mark M. Brecht
Title: President

[LESSEE= HOLCIM]

**Schedule 1 to
Memorandum of Lease and Collateral Assignment of Lease**

Lease Document

1. Rail Equipment Net Leasing Agreement, dated as of April 20, 2005, by and between LaSalle National Leasing Corporation, as lessor, and Holcim (US) Inc., as lessee.
2. Schedule 1 to Rail Equipment Net Leasing Agreement, which Schedule 1 is dated as of December 15, 2006 and is by and between LaSalle National Leasing Corporation, as lessor, and Holcim (US) Inc., as lessee.
3. Memorandum of Partial Assignment and Assumption Agreement, dated as of November 29, 2016, by and between Banc of America Leasing & Capital, LLC, as assignor, and RDRX Leasing 1, LLC, as assignee.
4. Schedule 4 to Rail Equipment Net Leasing Agreement, which Schedule 4 is dated as of November 29, 2016 and is by and between RDRX Leasing 1, LLC, as lessor, assignee from Banc of America Leasing & Capital, LLC, successor by merger to LaSalle National Leasing Corporation and Holcim (US) Inc., as lessee.

**Schedule 2 to
Memorandum of Lease and Collateral Assignment of Lease**

Railcars

Sixty-five (65) 2,980 c.f., 286K GRL, 2-gate, covered hopper railcars originally built by Trinity Industries in 1994 bearing the following reporting marks and numbers:

Reporting Marks & Numbers	Reporting Marks & Numbers	Reporting Marks & Numbers
GNAX009208	GNAX009237	GNAX009273
GNAX009209	GNAX009238	GNAX009274
GNAX009210	GNAX009241	GNAX009276
GNAX009212	GNAX009242	GNAX009278
GNAX009213	GNAX009244	OMCX009280
GNAX009214	GNAX009246	GNAX009281
GNAX009216	GNAX009247	GNAX009282
GNAX009217	GNAX009248	GNAX009284
GNAX009218	GNAX009249	GNAX009286
GNAX009219	GNAX009250	GNAX009287
GNAX009220	GNAX009252	GNAX009288
GNAX009222	GNAX009253	GNAX009289
GNAX009223	GNAX009255	OMCX009290
GNAX009224	GNAX009260	GNAX009291
GNAX009225	GNAX009262	GNAX009292
GNAX009227	GNAX009263	GNAX009293
GNAX009229	GNAX009264	GNAX009299
GNAX009231	GNAX009267	GNAX009301
GNAX009233	GNAX009268	GNAX009303
GNAX009234	GNAX009270	GNAX009304
GNAX009235	GNAX009271	GNAX009305
GNAX009236	GNAX009272	

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: November 29, 2016

Edward M Luria

Edward M. Luria