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RECORDATION NO. 31305-A FILED
September 13, 2016 9:50 AM
SURFACE TRANSPORTATION BOARD

THOMAS C. ALVORD (1948)
ALEXANDER C. ALVORD (1964)
ROBERT W. ALVORD (2011)

September 13, 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 Assignment of Lease, dated as of September 9, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Master Lease previously filed with the Board under Recordation Number 31305.

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

Assignor:	Signature Financial, LLC 225 Broadhollow Rd., Suite 132W Melville, NY 11747
Assignee:	Fifth Third Equipment Finance Company 38 Fountain Square Plaza Cincinnati, OH 45202
[Lessee:	Kinder Morgan Bulk Terminals, Inc. 9847 Lawndale Houston, TX 77017]

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

113 railcars: KMTX 850001 – KMTX 850113, inclusive.

Chief
Section of Administration
September 13, 2016
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A short summary of the document to appear in the index is:

Memorandum of 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,

A handwritten signature in blue ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of September 9, 2016

between

FIFTH THIRD EQUIPMENT FINANCE COMPANY
as Assignee

and

SIGNATURE FINANCIAL, LLC
as Assignor

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

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of September 9, 2016, by and between FIFTH THIRD EQUIPMENT FINANCE COMPANY (the "Assignee") and SIGNATURE FINANCIAL, LLC (the "Assignor"), with reference to the following:

Assignor, as Lessor, and Kinder Morgan Bulk Terminals, LLC., as Lessee, have heretofore executed that certain Rail Equipment Lease Agreement dated as of July 29, 2014, and, pursuant thereto, that certain Schedule No. 34 dated July 29, 2014 (collectively, the "Lease"), pertaining to the railcars described 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 August 8th, 2013 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.

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.

FIFTH THIRD EQUIPMENT FINANCE COMPANY

By: *swagner*
Name: **Stephanie Wagner**
Title: **Vice President**

SIGNATURE FINANCIAL, LLC
By: *[Signature]*
Name: *Michael J. Reh*
Title: *VP, Capital Markets Dept*

STATE OF NEW YORK)
) ss.
COUNTY OF NASSAU)

I HEREBY CERTIFY, that on this 9th day of September, 2016, before me, the undersigned, a Notary Public of the State of NEW YORK, personally appeared MICHAEL ASH, who acknowledged himself to be the VICE PRESIDENT of SIGNATURE FINANCIAL, LLC

., 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 VICE PRESIDENT of said company by signing the name of the company by himself as the VICE PRESIDENT.

AS WITNESS my hand and notarial seal.

Michelle Hoffman
Notary Public

My commission expires: _____

MICHELLE HOFFMAN
Notary Public, State of New York
No. 4808599
Qualified in Nassau County
Commission Expires May 31, 2018

STATE OF Ohio)
) ss.
COUNTY OF Hamilton)

I HEREBY CERTIFY, that on this 9 day of September, 2016 before me, the undersigned, a Notary Public of the State of Ohio, personally appeared Stephanie Wagner, who acknowledged himself to be the VP of FIFTH THIRD EQUIPMENT FINANCE COMPANY, 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 VP of said company by signing the name of the company by himself as the VP.

AS WITNESS my hand and notarial seal.

Paula D. McQueen

Notary Public

My commission expires: 10-21-18.



PAULA D. McQUEEN
Notary Public, State of Ohio
My Commission Expires
October 21, 2018

EXHIBIT NO. 1

TO MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS

One hundred thirteen (113) railcars bearing reporting marks as follows:

KMTX 850001 through KMTX 850113, all inclusive

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: September 13, 2016

Edward M. Luria

Edward M. Luria