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September 30, 2016

MELANIE B. YASBIN
Melanie@lgraillaw.com
410-296-2205

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 efileing 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 September 30, 2016. The primary document to which this is connected is recorded under Recordation No. "New". We request that this document be recorded under Recordation No. New-A.

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

Assignor:

Banc of America Leasing & Capital, LLC
11333 McCormick Road
Hunt Valley, MD 21031

Assignee:

The Huntington National Bank
105 East Fourth Street, Suite 120
Cincinnati, OH 45202

A description of the equipment covered by the Memorandum of Assignment of Lease Agreement consists of 28 tank cars numbered OCAX 082063, 082065, DOWX 082069, OCAX 082075, 082079, 082082, 082083, 082085, 082087, 082089, 082090, 082091, 082092, 082093, 082094, 082098, 082100, 082101, 082102, 082103, 082104, 082132, 082134, 082135, 082136, 082137, 082138, and 082139 (formerly numbered DOWX 082063, 082065, 082069, 082075, 082079, 082082, 082083, 082085, 082087, 082089, 082090, 082091, 082092, 082093, 082094, 082098, 082100, 082101, 082102, 082103, 082104, 082132, 082134, 082135, 082136, 082137, 082138, and 082139, respectively).

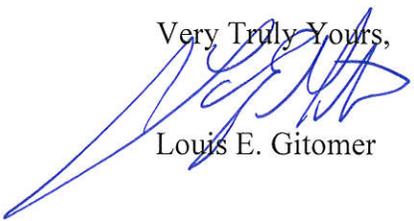
Ms. Cynthia T. Brown
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A fee of \$45.00 is enclosed. Please return one copy by email to:

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

A short summary of the document to appear in the index follows: a Memorandum of Assignment of Lease Agreement between Banc of America Leasing & Capital, LLC, 11333 McCormick Road, Hunt Valley, MD 21031, and The Huntington National Bank, 105 East Fourth Street, Suite 120, Cincinnati, OH 45202, covering 28 tank cars numbered OCAX 082063, 082065, DOWX 082069, OCAX 082075, 082079, 082082, 082083, 082085, 082087, 082089, 082090, 082091, 082092, 082093, 082094, 082098, 082100, 082101, 082102, 082103, 082104, 082132, 082134, 082135, 082136, 082137, 082138, and 082139 (formerly numbered DOWX 082063, 082065, 082069, 082075, 082079, 082082, 082083, 082085, 082087, 082089, 082090, 082091, 082092, 082093, 082094, 082098, 082100, 082101, 082102, 082103, 082104, 082132, 082134, 082135, 082136, 082137, 082138, and 082139, respectively).

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of September 30, 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 September ____, 2016 at ____:____.m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of September 30, 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 Blue Cube Operations LLC, as lessee, have heretofore executed that certain Rail Equipment Net Leasing Agreement No. 31877-90000 dated September 30, 2016, and, pursuant thereto, that certain Schedule No. 017 dated September 30, 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 September 30, 2016 with respect to the Railcars which is awaiting a Recordation Number. 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: Stephanie McDole
Name: Stephanie McDole
Title: Sales Coordinator

BANC OF AMERICA LEASING & CAPITAL,
LLC

By: _____
Name:
Title:

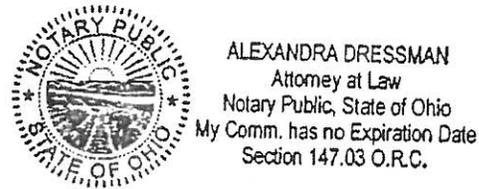
STATE OF Ohio)
COUNTY OF Hamilton) ss.

I HEREBY CERTIFY, that on this 29th day of September, 2016, before me, the undersigned, a Notary Public of the State of Ohio, personally appeared Stephanie Muddle, who acknowledged himself/herself to be the Sales Coordinator 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/she executed the same for the purposes therein contained as the duly authorized Sales Coordinator of said national banking association by signing the name of the association by himself/herself as the Sales Coordinator.

AS WITNESS my hand and notarial seal.

Alexandra Dressman
Notary Public

My commission expires: N/A



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: Steffanie Ragland
Name: Steffanie Ragland
Title: Vice President

STATE OF GEORGIA

)

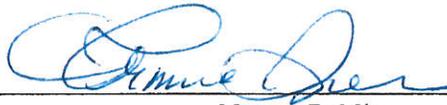
) ss.

COUNTY OF DEKALB

)

I HEREBY CERTIFY, that on this 29th day of Sept, 2014, before me, the undersigned, a Notary Public of the State of Georgia, personally appeared Steffanie Ragland, 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: Aug. 30, 2019

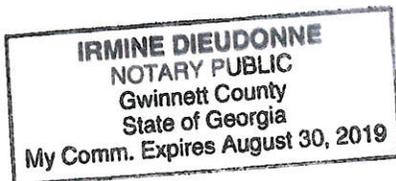


EXHIBIT NO. 1
TO MEMORANDUM OF ASSIGNMENT OF LEASE
DESCRIPTION OF RAILCARS

	Old Car Mark	New Car Mark	Year Built
1	DOWX082063	OCAX082063	2001
2	DOWX082065	OCAX082065	2001
3	DOWX082069	DOWX082069	2001
4	DOWX082075	OCAX082075	2001
5	DOWX082079	OCAX082079	2001
6	DOWX082082	OCAX082082	2001
7	DOWX082083	OCAX082083	2001
8	DOWX082085	OCAX082085	2001
9	DOWX082087	OCAX082087	2001
10	DOWX082089	OCAX082089	2001
11	DOWX082090	OCAX082090	2001
12	DOWX082091	OCAX082091	2001
13	DOWX082092	OCAX082092	2001
14	DOWX082093	OCAX082093	2001
15	DOWX082094	OCAX082094	2001
16	DOWX082098	OCAX082098	2001
17	DOWX082100	OCAX082100	2001
18	DOWX082101	OCAX082101	2001
19	DOWX082102	OCAX082102	2001
20	DOWX082103	OCAX082103	2001
21	DOWX082104	OCAX082104	2001
22	DOWX082132	OCAX082132	2001
23	DOWX082134	OCAX082134	2001
24	DOWX082135	OCAX082135	2001
25	DOWX082136	OCAX082136	2001
26	DOWX082137	OCAX082137	2001
27	DOWX082138	OCAX082138	2001
28	DOWX082139	OCAX082139	2001