

LAW OFFICES OF
LOUIS E. GITOMER, LLC

RECORDATION NO. 31840-A
FILED JULY 31, 2015 4:29 PM
SURFACE TRANSPORTATION BOARD

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410-296-2205

July 31, 2015

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 July 31, 2015. 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 are:

Assignor:

Banc of America Leasing and Capital, LLC
One Financial Center
Providence, RI 02903

Assignee:

Bridge Capital Leasing, Inc.
215 Schilling Circle, Suite 100
Hunt Valley, MD 21031

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 66 tank cars numbered DPRX 258458, 258459, 258461, 258491, 258548, 258561, 258583, 258584, 258586, 258590, 258599, 258602, 258611, 258613, 258623, 258625, 258626, 258632, 258636, 258638, 258643, 258645, 258647, 258649, 258652, 258656, 258657, 258659, 258661, 258663, 258664, 258665, 258666, 258668, 258669, 258671, 258672, 258673, 258676, 258678, 258679, 258680, 258681, 258682, 258684, 258687, 258688, 258689, 258690, 258691, 258693, 258694, 258695, 258696, 258699, 258701, 258704, 258707, 258718, 258719, 258722, 258759, 258761, 258780, 258787, and 258791.

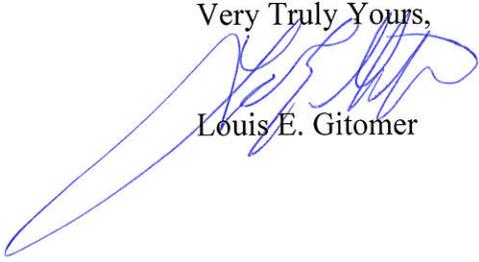
Ms. Cynthia T. Brown
July 31, 2015
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A fee of \$43.00 is enclosed. Please return one copy by email to:

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 between Banc of America Leasing and Capital, LLC, One Financial Center, Providence, RI 02903, Bridge Capital Leasing, Inc., 215 Schilling Circle, Suite 100, Hunt Valley, MD 21031, covering 66 tank cars numbered DPRX 258458, 258459, 258461, 258491, 258548, 258561, 258583, 258584, 258586, 258590, 258599, 258602, 258611, 258613, 258623, 258625, 258626, 258632, 258636, 258638, 258643, 258645, 258647, 258649, 258652, 258656, 258657, 258659, 258661, 258663, 258664, 258665, 258666, 258668, 258669, 258671, 258672, 258673, 258676, 258678, 258679, 258680, 258681, 258682, 258684, 258687, 258688, 258689, 258690, 258691, 258693, 258694, 258695, 258696, 258699, 258701, 258704, 258707, 258718, 258719, 258722, 258759, 258761, 258780, 258787, and 258791.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of July 31, 2015

between

BRIDGE CAPITAL LEASING, INC.

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 July ____, 2015 at ____:____.m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of July 31, 2015, by and between BRIDGE CAPITAL LEASING, INC. (the "Assignee") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), with reference to the following:

Assignor, as lessor, and PBF HOLDING COMPANY LLC, as lessee, have heretofore executed that certain Rail Equipment Net Leasing Agreement dated as of December 30, 2013, and, pursuant thereto, that certain Schedule No. 020 dated July __, 2015 (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 Interest dated as of the date hereof to that certain Master Assignment Agreement dated as of March 20, 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.

Assignor filed a Memorandum of Lease with the STB on July __, 2015 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.

BRIDGE CAPITAL LEASING, INC.

By: _____
Name:
Title:

BANC OF AMERICA LEASING & CAPITAL, LLC

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

STATE OF Maryland)
) ss.
COUNTY OF Baltimore)

I HEREBY CERTIFY, that on this 30 day of July, 2015, before me, the undersigned, a Notary Public of the State of Maryland, personally appeared MJP, who acknowledged himself to be the VP of BRIDGE CAPITAL LEASING, INC., 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.

Margaret L. Wolfe
Notary Public

My commission expires: June 11, 2016

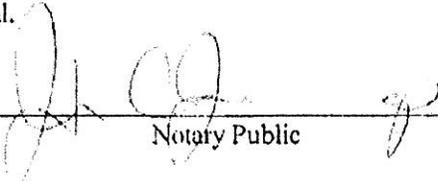


Margaret L. Wolfe
NOTARY PUBLIC
Baltimore County
State of Maryland
My Commission Expires
June 11, 2016

COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF SUFFOLK)

I HEREBY CERTIFY, that on this 30th day of July, 2015, 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 ASSIGNMENT OF LEASE AGREEMENT
DESCRIPTION OF RAILCARS

66 Trinity Coiled & Insulated Crude Oil Tank Cars with Reporting Marks:

Car Initials	Car #	Car Initials	Car #
DPRX	258458	DPRX	258759
DPRX	258459	DPRX	258761
DPRX	258491	DPRX	258668
DPRX	258548	DPRX	258669
DPRX	258561	DPRX	258671
DPRX	258583	DPRX	258672
DPRX	258584	DPRX	258673
DPRX	258590	DPRX	258676
DPRX	258599	DPRX	258678
DPRX	258602	DPRX	258679
DPRX	258611	DPRX	258680
DPRX	258613	DPRX	258681
DPRX	258623	DPRX	258682
DPRX	258625	DPRX	258684
DPRX	258626	DPRX	258687
DPRX	258632	DPRX	258688
DPRX	258638	DPRX	258689
DPRX	258643	DPRX	258690
DPRX	258645	DPRX	258691
DPRX	258647	DPRX	258693
DPRX	258649	DPRX	258694
DPRX	258652	DPRX	258695
DPRX	258657	DPRX	258696
DPRX	258661	DPRX	258699
DPRX	258663	DPRX	258701
DPRX	258664	DPRX	258704
DPRX	258665	DPRX	258707
DPRX	258666	DPRX	258718
DPRX	258586	DPRX	258719
DPRX	258636	DPRX	258722
DPRX	258461		
DPRX	258656		
DPRX	258659		
DPRX	258780		
DPRX	258787		
DPRX	258791		