

LAW OFFICES OF
LOUIS E. GITOMER, LLC

LOUIS E. GITOMER
Lou@lgraillaw.com

600 BALTIMORE AVENUE, SUITE 301
TOWSON, MARYLAND 21204-4022
(410) 296-2250 • (202) 466-6532
FAX (410) 332-0885

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

August 19, 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 Lease Agreement, a primary document, dated as of August 19, 2015. We request that this document be given the next available recordation number.

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

Lessor:

Banc of America Leasing & Capital, LLC
2059 Northlake Parkway, 4 South
Tucker, GA 30084

Lessee:

Chicago Freight Car Leasing Co.
6250 North River Road
Rosemont, IL 60018

A description of the equipment covered by the Memorandum of Lease Agreement consists of 25 covered hopper cars numbered CRDX 3057-3081, inclusive.

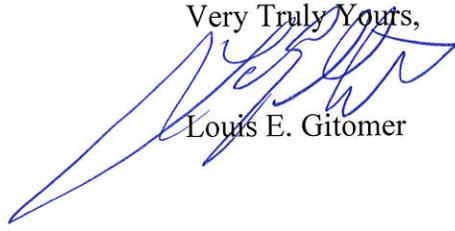
A fee of \$43.00 is enclosed. Please return one copy by email to:

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

Ms. Cynthia T. Brown
August 19, 2015
Page 2

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between Banc of America Leasing & Capital, LLC, 2059 Northlake Parkway, 4 South, Tucker, GA 30084, and Chicago Freight Car Leasing Co., 6250 North River Road, Rosemont, IL 60018, covering 25 covered hopper cars numbered CRDX 3057-3081, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF LEASE AGREEMENT

Dated as of August 19, 2015

between

BANC OF AMERICA LEASING & CAPITAL, LLC,
as Lessor

and

Chicago Freight Car Leasing Co.,
as Lessee

Filed with the Surface Transportation Board pursuant to
49 U.S.C. § 11301 on _____, 2015, at ____:____ __.M
Recordation Number _____

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT dated as of August 19, 2015 is made by and between BANC OF AMERICA LEASING & CAPITAL, LLC, together with its successors and assigns ("Lessor"), and Chicago Freight Car Leasing Co., and its successors and permitted assigns ("Lessee").

WITNESSETH

1. Pursuant to a Master Lease Agreement dated as of August 19, 2015 and Schedule No. 1-E executed pursuant thereto dated as of August 19, 2015 (collectively, the "Lease Agreement"), Lessor has agreed to lease to Lessee, and the Lessee has agreed to lease from the Lessor, all of the rail equipment described in Exhibit A attached hereto (the "Railcars").

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and Lessee's use of the Railcars shall be subject to the terms and conditions as set forth in the Lease Agreement.

3. This Memorandum of Lease Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Secured Party:

BANC OF AMERICA LEASING & CAPITAL, LLC

By: *Ruth Mandel*

Name: **Ruth Mandel**
Title: **Vice President**

STATE OF GEORGIA)
) ss.:
COUNTY OF Gwinnett)

On this 19th day of Aug, 2015, before me the subscriber personally appeared Ruth Mandel, who being by me duly sworn, did depose and say: that (s)he is the Vice Pres. of BANC OF AMERICA LEASING & CAPITAL, LLC, the Delaware limited liability company described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by their own free act on behalf of said corporation.

Irmine Dieudonne
NOTARY PUBLIC

My Commission Expires:



EXHIBIT A TO MEMORANDUM OF LEASE DATED AUGUST 19, 2015

Twenty-Five (25) 2007 Thrall 3,230 c.f. 286K GRL, C612, Pressure Differential Covered Hopper Cars

Car Type	Car Description	Cube Type	Car Initial	Car No.
C612	Cov. Hoppers	3230	CRDX	3057
C612	Cov. Hoppers	3230	CRDX	3058
C612	Cov. Hoppers	3230	CRDX	3059
C612	Cov. Hoppers	3230	CRDX	3060
C612	Cov. Hoppers	3230	CRDX	3061
C612	Cov. Hoppers	3230	CRDX	3062
C612	Cov. Hoppers	3230	CRDX	3063
C612	Cov. Hoppers	3230	CRDX	3064
C612	Cov. Hoppers	3230	CRDX	3065
C612	Cov. Hoppers	3230	CRDX	3066
C612	Cov. Hoppers	3230	CRDX	3067
C612	Cov. Hoppers	3230	CRDX	3068
C612	Cov. Hoppers	3230	CRDX	3069
C612	Cov. Hoppers	3230	CRDX	3070
C612	Cov. Hoppers	3230	CRDX	3071
C612	Cov. Hoppers	3230	CRDX	3072
C612	Cov. Hoppers	3230	CRDX	3073
C612	Cov. Hoppers	3230	CRDX	3074
C612	Cov. Hoppers	3230	CRDX	3075
C612	Cov. Hoppers	3230	CRDX	3076
C612	Cov. Hoppers	3230	CRDX	3077
C612	Cov. Hoppers	3230	CRDX	3078
C612	Cov. Hoppers	3230	CRDX	3079
C612	Cov. Hoppers	3230	CRDX	3080
C612	Cov. Hoppers	3230	CRDX	3081