

LAW OFFICES OF
LOUIS E. GITOMER, LLC

LOUIS E. GITOMER
Lou@lgraillaw.com

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

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

December 1, 2016

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 November 28, 2016. 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
11333 McCormick Road
Hunt Valley II
Hunt Valley, MD 21031

Lessee:

Arconic, Inc.
201 Isabella St.
Pittsburgh, PA 15212

A description of the equipment covered by the Memorandum of Lease Agreement consists of one Shuttlewagon SWX420 Mobile Railcar Mover S/N 42016053.

Ms. Cynthia T. Brown
December 1, 2016
Page 2

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 Lease Agreement between Banc of America Leasing & Capital, LLC, 11333 McCormick Road, Hunt Valley II, Hunt Valley, MD 21031, and Arconic, Inc., 201 Isabella St., Pittsburgh, PA 15212, covering one Shuttlewagon SWX420 Mobile Railcar Mover S/N 42016053.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF LEASE AGREEMENT

Dated as of November 18, 2016

between

BANC OF AMERICA LEASING & CAPITAL, LLC,
as Lessor

and

Arconic Inc.,
as Lessee

Filed with the Surface Transportation Board pursuant to
49 U.S.C. § 11301 on _____, 2016, at ____:____.M
Recordation Number _____

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT dated as of November 28, 2016 is made by and between BANC OF AMERICA LEASING & CAPITAL, LLC, together with its successors and assigns ("Lessor"), and Arconic Inc., and its successors and permitted assigns ("Lessee").

WITNESSETH

1. Pursuant to a Master Lease Agreement No. 27761-90000 dated as of February 13, 2015 and Schedule No. 039 executed pursuant thereto dated as of November 28, 2016 (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.

Debtor:

ARCONIC INC.

By: Julie A. Caponi
Name: Julie A. Caponi
Title: Assistant Treasurer

STATE OF PA)
COUNTY OF Allegheny) ss.:

On this 28th day of November, 2016, before me the subscriber personally appeared Julie A. Caponi, who being by me duly sworn, did depose and say: that (s)he is the Asst. Treasurer of Arconic Inc the corporation 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.

Gail M Mack
NOTARY PUBLIC

My Commission Expires: 4/25/17

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Gail M. Mack, Notary Public
City of Pittsburgh, Allegheny County
My Commission Expires April 25, 2017
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

EXHIBIT A
TO MEMORANDUM OF LEASE AGREEMENT
DATED AS OF November 28, 2016

Prev Mark	Prev Num	Curr Mark	Curr Num
-----------	----------	-----------	----------

Shuttlewagon SWX420 Mobile Railcar Mover S/N 42016053