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November 13, 2014

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 November 13, 2014. 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:

NYCB Specialty Finance Company, LLC
16 Chestnut Street
Foxborough, MA 02135

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 174 tank cars numbered DPRX 259276, 259278, 259280, 259282-259301, inclusive, 259303, 259304, 259306, 259308-259314, inclusive, 259316, 259325, 259327-259334, inclusive, 259336-259339, inclusive, 259341-259348, inclusive, 259406-259422, inclusive, 259424-259431, inclusive, 259433, 259434, 259435, 259438, 259439, 259498-259504, inclusive, 259506-259516, inclusive, 259544-259547, inclusive, 259550, 259552, 259553, 259637, 259648, 259651, 259657, 259662, 259663, 259666, 259673-259705, inclusive, 259707, 259708, 259709, 259711-259716, inclusive, 259718,

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259719, 259721, 259722, 259725, 259836, 259837, 259839, 259840, 259841, 259845, 259846, 259849, 259855, 259857, and 259953.

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, and NYCB Specialty Finance Company, LLC, 16 Chestnut Street, Foxborough, MA 02135, covering 174 tank cars numbered DPRX 259276, 259278, 259280, 259282-259301, inclusive, 259303, 259304, 259306, 259308-259314, inclusive, 259316, 259325, 259327-259334, inclusive, 259336-259339, inclusive, 259341-259348, inclusive, 259406-259422, inclusive, 259424-259431, inclusive, 259433, 259434, 259435, 259438, 259439, 259498-259504, inclusive, 259506-259516, inclusive, 259544-259547, inclusive, 259550, 259552, 259553, 259637, 259648, 259651, 259657, 259662, 259663, 259666, 259673-259705, inclusive, 259707, 259708, 259709, 259711-259716, inclusive, 259718, 259719, 259721, 259722, 259725, 259836, 259837, 259839, 259840, 259841, 259845, 259846, 259849, 259855, 259857, and 259953.

Very Truly Yours,



Melanie B. Yasbin

Enclosure

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of November ____, 2014

between

NYCB SPECIALTY FINANCE COMPANY, LLC

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 November ____, 2014 at ____:____.m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of November 13th, 2014, by and between NYCB SPECIALTY FINANCE COMPANY, LLC (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. 011 dated November 7, 2014 (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 September 18, 2014 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 November , 2014 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.

NYCB SPECIALTY FINANCE COMPANY, LLC



MARY C. MCMANUS
Notary Public
Commonwealth of Massachusetts
My Commission Expires
November 17, 2017

By: _____

Name:
Title:

Levi Richardson
Senior Vice President

Mary C. McManus
Levi Richardson is personally known to me.

BANC OF AMERICA LEASING & CAPITAL, LLC

By: _____

Name:
Title:

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.

NYCB SPECIALTY FINANCE COMPANY, LLC

By: _____
Name:
Title:

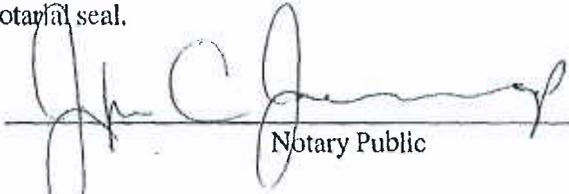
BANC OF AMERICA LEASING & CAPITAL, LLC

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

COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF SUFFOLK)

I HEREBY CERTIFY, that on this 12th day of November, 2014, 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 notary 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 UNITS

174 Trinity Non-Coiled & Non-Insulated Crude Oil Tank Cars with Reporting Marks:

Car Initials	Car #	Car Initials	Car #	Car Initials	Car #
DPRX	259303	DPRX	259709	DPRX	259286
DPRX	259704	DPRX	259711	DPRX	259288
DPRX	259702	DPRX	259712	DPRX	259666
DPRX	259705	DPRX	259714	DPRX	259677
DPRX	259300	DPRX	259715	DPRX	259684
DPRX	259306	DPRX	259311	DPRX	259648
DPRX	259308	DPRX	259313	DPRX	259637
DPRX	259310	DPRX	259314	DPRX	259651
DPRX	259298	DPRX	259316	DPRX	259657
DPRX	259304	DPRX	259721	DPRX	259663
DPRX	259312	DPRX	259725	DPRX	259674
DPRX	259293	DPRX	259713	DPRX	259675
DPRX	259299	DPRX	259716	DPRX	259679
DPRX	259292	DPRX	259513	DPRX	259680
DPRX	259309	DPRX	259515	DPRX	259662
DPRX	259291	DPRX	259547	DPRX	259673
DPRX	259297	DPRX	259836	DPRX	259676
DPRX	259301	DPRX	259839	DPRX	259678
DPRX	259695	DPRX	259329	DPRX	259681
DPRX	259694	DPRX	259331	DPRX	259682
DPRX	259693	DPRX	259339	DPRX	259683
DPRX	259686	DPRX	259501	DPRX	259685
DPRX	259690	DPRX	259516	DPRX	259550
DPRX	259692	DPRX	259837	DPRX	259553
DPRX	259696	DPRX	259840	DPRX	259280
DPRX	259701	DPRX	259845	DPRX	259287
DPRX	259703	DPRX	259846	DPRX	259295
DPRX	259688	DPRX	259849	DPRX	259406
DPRX	259697	DPRX	259855	DPRX	259421
DPRX	259698	DPRX	259857	DPRX	259424
DPRX	259699	DPRX	259691	DPRX	259425
DPRX	259700	DPRX	259689	DPRX	259428
DPRX	259284	DPRX	259276	DPRX	259431
DPRX	259289	DPRX	259290	DPRX	259419
DPRX	259294	DPRX	259278	DPRX	259418
DPRX	259296	DPRX	259282	DPRX	259420
DPRX	259707	DPRX	259283	DPRX	259422
DPRX	259708	DPRX	259285	DPRX	259426

Car Initials	Car #	Car Initials	Car #
DPRX	259427	DPRX	259415
DPRX	259429	DPRX	259417
DPRX	259433	DPRX	259408
DPRX	259430	DPRX	259409
DPRX	259434	DPRX	259407
DPRX	259435	DPRX	259411
DPRX	259438	DPRX	259413
DPRX	259439	DPRX	259953
DPRX	259328	DPRX	259325
DPRX	259333	DPRX	259327
DPRX	259345	DPRX	259330
DPRX	259347	DPRX	259336
DPRX	259507	DPRX	259337
DPRX	259332	DPRX	259544
DPRX	259503	DPRX	259545
DPRX	259334	DPRX	259546
DPRX	259504	DPRX	259552
DPRX	259338	DPRX	259841
DPRX	259506	DPRX	259416
DPRX	259341	DPRX	259718
DPRX	259508	DPRX	259719
DPRX	259342	DPRX	259722
DPRX	259509		
DPRX	259343		
DPRX	259510		
DPRX	259344		
DPRX	259511		
DPRX	259346		
DPRX	259348		
DPRX	259498		
DPRX	259499		
DPRX	259500		
DPRX	259502		
DPRX	259512		
DPRX	259514		
DPRX	259410		
DPRX	259412		
DPRX	259414		