

RECORDATION NO. 32394
FILED NOVEMBER 18, 2016 4:50 PM
SURFACE TRANSPORTATION BOARD
LAW OFFICES OF
LOUIS E. GITOMER, LLC

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November 18, 2016

MELANIE B. YASBIN
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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 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 18, 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, MD 21031

Lessee:

Bunge North America, Inc.
11720 Borman Drive
St. Louis, MO 63146

A description of the equipment covered by the Memorandum of Lease Agreement consists of 100 covered hopper cars numbered BNGX 60115-60214, inclusive.

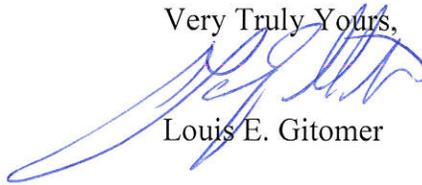
Ms. Cynthia T. Brown
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A fee of \$45.00 is enclosed. Please return one copy by email to:

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 Lease Agreement between Banc of America Leasing & Capital, LLC, 11333 McCormick Road, Hunt Valley, MD 21031, and Bunge North America, Inc., 11720 Borman Drive, St. Louis, MO 63146, covering 100 covered hopper cars numbered BNGX 60115-60214, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF LEASE AGREEMENT

dated as of November 18, 2016

between

BUNGE NORTH AMERICA, INC.,
as Lessee,

and

BANC OF AMERICA LEASING & CAPITAL, LLC,
as Lessor

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of November 18, 2016, by and between BANC OF AMERICA LEASING & CAPITAL, LLC (“Lessor”) and BUNGE NORTH AMERICA, INC. (“Lessee”), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain railcars described on Exhibit A attached hereto (the “Railcars”).

All of such Railcars are or will become subject to that certain Rail Equipment Lease Agreement dated as of August 8, 2016 (the “Lease Agreement”) and one or more schedules thereto (each individually, a “Schedule”), each between Lessor and Lessee (each such Schedule and the Lease Agreement, to the extent the same is incorporated by reference into or relating to such Schedule, are collectively referred to herein as the “Lease”).

2. The Lease shall be subject to the term specified in the applicable Schedule.
3. The Lease contains an option by Lessee to purchase the Railcars on the terms set forth in the Lease.

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

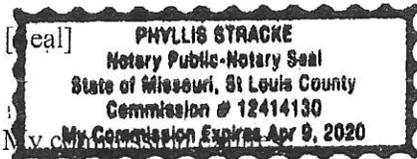
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BUNGE NORTH AMERICA, INC.

By: *Matthew S. Davis*
Name: Matthew S. Davis
Title: Treasurer

STATE OF MISSOURI)
) ss.
COUNTY OF St. Louis)

On this 10th day of November, 2016, before me appeared Matthew S. Davis, the person who signed this instrument, who acknowledged that (s)he is the Treasurer of BUNGE NORTH AMERICA, INC. and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.



Phyllis Stracke
Notary Public

April 9, 2020

EXHIBIT A
TO MEMORANDUM OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS

One hundred (100) CF5800 CenterFlow® Covered Hopper Cars bearing reporting marks set forth below:

<u>Car Initial</u>	<u>Car Number</u>	<u>Car Initial</u>	<u>Car Number</u>	<u>Car Initial</u>	<u>Car Number</u>
BNGX	60115	BNGX	60149	BNGX	60183
BNGX	60116	BNGX	60150	BNGX	60184
BNGX	60117	BNGX	60151	BNGX	60185
BNGX	60118	BNGX	60152	BNGX	60186
BNGX	60119	BNGX	60153	BNGX	60187
BNGX	60120	BNGX	60154	BNGX	60188
BNGX	60121	BNGX	60155	BNGX	60189
BNGX	60122	BNGX	60156	BNGX	60190
BNGX	60123	BNGX	60157	BNGX	60191
BNGX	60124	BNGX	60158	BNGX	60192
BNGX	60125	BNGX	60159	BNGX	60193
BNGX	60126	BNGX	60160	BNGX	60194
BNGX	60127	BNGX	60161	BNGX	60195
BNGX	60128	BNGX	60162	BNGX	60196
BNGX	60129	BNGX	60163	BNGX	60197
BNGX	60130	BNGX	60164	BNGX	60198
BNGX	60131	BNGX	60165	BNGX	60199
BNGX	60132	BNGX	60166	BNGX	60200
BNGX	60133	BNGX	60167	BNGX	60201
BNGX	60134	BNGX	60168	BNGX	60202
BNGX	60135	BNGX	60169	BNGX	60203
BNGX	60136	BNGX	60170	BNGX	60204
BNGX	60137	BNGX	60171	BNGX	60205
BNGX	60138	BNGX	60172	BNGX	60206
BNGX	60139	BNGX	60173	BNGX	60207
BNGX	60140	BNGX	60174	BNGX	60208
BNGX	60141	BNGX	60175	BNGX	60209
BNGX	60142	BNGX	60176	BNGX	60210
BNGX	60143	BNGX	60177	BNGX	60211
BNGX	60144	BNGX	60178	BNGX	60212
BNGX	60145	BNGX	60179	BNGX	60213
BNGX	60146	BNGX	60180	BNGX	60214
BNGX	60147	BNGX	60181		
BNGX	60148	BNGX	60182		