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September 3, 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 September 3, 2015. The primary document to which this is connected is recorded under Recordation Number 31898. We request that this document be recorded under Recordation Number 31898-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 Plaza - 8th Floor
Providence, RI 02903

Assignee:

BB&T Equipment Finance Corporation
102 West Pennsylvania Avenue
Towson, MD 21204

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 58 tank cars numbered SKSX 101131, 101132, 101134-101136, inclusive, 101138, 101141, 101143, 101144, 101146, 101149-101152, inclusive, 101160, 101162-101172, inclusive, 101174, 101176-101178, inclusive, 101181, 101184, 101186, 101191, 101194-101196, inclusive, 101198, 101200, 101202, 101205, 101207, 101210, 101212, 101222-101224, inclusive, 101234, 101236, 101238, 101240, 101241, 101251, 101252, 101255, 101260, 101264, and 101265.

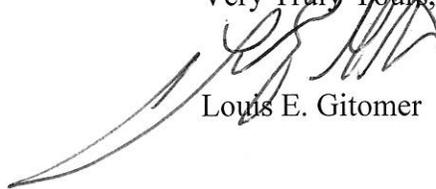
Ms. Cynthia T. Brown
September 3, 2015
Page 2

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 Lease Agreement between Banc of America Leasing and Capital, LLC, One Financial Plaza - 8th Floor, Providence, RI 02903, and BB&T Equipment Finance Corporation, 102 West Pennsylvania Avenue, Towson, MD 21204, covering 58 tank cars numbered SKSX 101131, 101132, 101134-101136, inclusive, 101138, 101141, 101143, 101144, 101146, 101149-101152, inclusive, 101160, 101162-101172, inclusive, 101174, 101176-101178, inclusive, 101181, 101184, 101186, 101191, 101194-101196, inclusive, 101198, 101200, 101202, 101205, 101207, 101210, 101212, 101222-101224, inclusive, 101234, 101236, 101238, 101240, 101241, 101251, 101252, 101255, 101260, 101264, and 101265.

Very Truly Yours,

A handwritten signature in black ink, appearing to read 'L. Gitomer', is written over the typed name. The signature is fluid and cursive, with a long horizontal stroke extending to the left.

Louis E. Gitomer

Enclosure

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of September 3, 2015

between

BB&T EQUIPMENT FINANCE CORPORATION

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 September ___ 2015 at ___:___ .m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of September 3, 2015, by and between BB&T EQUIPMENT FINANCE CORPORATION (the "Assignee") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), with reference to the following:

Assignor, as lessor, and SAFETY-KLEEN SYSTEMS, INC., as lessee, have heretofore executed that certain Rail Equipment Net Leasing Agreement No. 24778-90000 dated July 29, 2013, and, pursuant thereto, that certain Schedule No. 004 dated August 28, 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 Lease Schedule dated as of the date hereof to that certain Master Assignment Agreement dated as of April 29, 2008 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 August 31, 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.

BB&T EQUIPMENT FINANCE CORPORATION

By: _____
Name:
Title:

BANC OF AMERICA LEASING & CAPITAL, LLC

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

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.

BB&T EQUIPMENT FINANCE CORPORATION

By:  _____

Name:

Title:

STEPHEN GRAY
Senior Vice President

BANC OF AMERICA LEASING & CAPITAL, LLC

By: _____

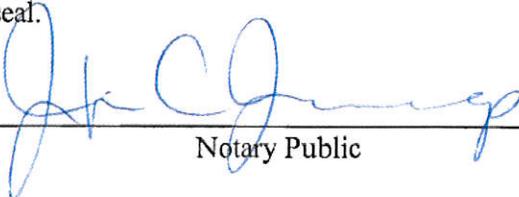
Name:

Title:

COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF SUFFOLK)

I HEREBY CERTIFY, that on this 2nd day of September, 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: _____

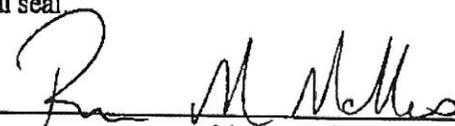


JENNIFER C. JENNINGS
Notary Public
Commonwealth of Massachusetts
My Commission Expires
March 16, 2018

STATE OF Maryland)
COUNTY OF Baltimore) ss.

I HEREBY CERTIFY, that on this 2nd day of September, 2015, before me, the undersigned, a Notary Public of the State of Maryland, personally appeared Stephen Gray, who acknowledged himself to be the Senior V.P. of BB&T EQUIPMENT FINANCE CORPORATION, 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 Senior V.P. of said company by signing the name of the company by himself as the Senior V.P.

AS WITNESS my hand and notarial seal



Notary Public

My commission expires: 10/15/16

REGINA M. MCMANUS
NOTARY PUBLIC
BALTIMORE COUNTY

EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT
DESCRIPTION OF UNITS

<u>Marking</u>	<u>Number</u>	<u>Address</u>	<u>City</u>	<u>Stare</u>	<u>Vertex</u>	<u>Zipcode</u>
SKSX	101240	3251 E 36th St	Tucson	AZ	030190310	85756
SKSX	101260	3251 E 36th St	Tucson	AZ	030190310	85756
SKSX	101202	4845 Forest St.	Portland	CO	060431723	81226
SKSX	101149	359 Cypress Rd	Ocala	FL	100831110	34472
SKSX	101152	359 Cypress Rd	Ocala	FL	100831110	34472
SKSX	101165	359 Cypress Rd	Ocala	FL	100831110	34472
SKSX	101166	359 Cypress Rd	Ocala	FL	100831110	34472
SKSX	101186	359 Cypress Rd	Ocala	FL	100831110	34472
SKSX	101196	359 Cypress Rd	Ocala	FL	100831110	34472
SKSX	101207	359 Cypress Rd	Ocala	FL	100831110	34472
SKSX	101222	359 Cypress Rd	Ocala	FL	100831110	34472
SKSX	101223	359 Cypress Rd	Ocala	FL	100831110	34472
SKSX	101255	359 Cypress Rd	Ocala	FL	100831110	34472
SKSX	101251	1400 North West 13th Avenue	Pompano Beach	FL	100111320	33069
SKSX	101171	504 North 34th St	Tampa	FL	100571570	33605
SKSX	101264	504 North 34th St	Tampa	FL	100571570	33605
SKSX	101224	1000 Chattahooche Ave NW	Atlanta	GA	111210080	30312
SKSX	101160	2518 Brandt Ave.	Nampa	ID	130270220	83687
SKSX	101176	2518 Brandt Ave.	Nampa	ID	130270220	83687
SKSX	101241	2518 Brandt Ave.	Nampa	ID	130270220	83687
SKSX	101252	2518 Brandt Ave.	Nampa	ID	130270220	83687
SKSX	101151	601 Riley Rd	East Chicago	IN	150890400	46312
SKSX	101164	601 Riley Rd	East Chicago	IN	150890400	46312
SKSX	101131	2474 Highway 169 North	Coffeyville	KS	171250140	67337
SKSX	101134	2474 Highway 169 North	Coffeyville	KS	171250140	67337
SKSX	101135	2474 Highway 169 North	Coffeyville	KS	171250140	67337
SKSX	101138	2474 Highway 169 North	Coffeyville	KS	171250140	67337
SKSX	101141	2474 Highway 169 North	Coffeyville	KS	171250140	67337
SKSX	101143	2474 Highway 169 North	Coffeyville	KS	171250140	67337
SKSX	101210	2474 Highway 169 North	Coffeyville	KS	171250140	67337
SKSX	101194	6666 Old Gentilly Rd	New Orleans	LA	190710660	70126
SKSX	101212	6666 Old Gentilly Rd	New Orleans	LA	190710660	70126
SKSX	101238	6666 Old Gentilly Rd	New Orleans	LA	190710660	70126
SKSX	101265	6666 Old Gentilly Rd	New Orleans	LA	190710660	70126
SKSX	101144	7425 Trammel Dr.	Shreveport	LA	190170840	71108
SKSX	101181	7425 Trammel Dr.	Shreveport	LA	190170840	71108
SKSX	101132	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101146	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101150	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101168	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101169	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101172	12040 Goodrich Dr	Charlotte	NC	341190170	28273

SKSX	101174	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101191	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101195	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101200	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101205	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101234	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101236	12040 Goodrich Dr	Charlotte	NC	341190170	28273
SKSX	101136	10233 Hicks Field Rd	Fort Worth	TX	444391090	76179
SKSX	101162	10233 Hicks Field Rd	Fort Worth	TX	444391090	76179
SKSX	101163	10233 Hicks Field Rd	Fort Worth	TX	444391090	76179
SKSX	101170	10233 Hicks Field Rd	Fort Worth	TX	444391090	76179
SKSX	101184	10233 Hicks Field Rd	Fort Worth	TX	444391090	76179
SKSX	101198	10233 Hicks Field Rd	Fort Worth	TX	444391090	76179
SKSX	101167	2302 Lubbock Road	Lubbock	TX	443031840	79410
SKSX	101177	2302 Lubbock Road	Lubbock	TX	443031840	79410
SKSX	101178	2302 Lubbock Road	Lubbock	TX	443031840	79410