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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

December 23, 2016

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Assignment of Lease, dated as of December 23, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 31212.

The names and addresses of the parties to the enclosed document are:

Assignor:	The Huntington National Bank 105 East Fourth Street, Suite 200C Cincinnati, OH 45202
Assignee:	Banc of America Leasing & Capital, LLC One Financial Plaza Providence, RI 02901
[Lessee:	R.E.L.A.M., Inc. 7695 Bond Street Glenwillow, OH 44139]

Section Chief
December 23, 2016
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A description of the railroad equipment covered by the enclosed document is:

11 pieces of Maintenance of Way Equipment:
1 Knox Kershaw Inc. Ballfast Regulator KBR850 S/N 850-151-14;
1 Knox Kershaw Inc. Ballfast Regulator KBR-850 S/N 850-152-14;
1 Knox Kershaw Inc. Kribber/Adzer KKA-1000 S/N 1000-051-14;
1 Knox Kershaw Inc. Tie Handler KTC-1200 S/N 1200-216-14;
1 Geismer 360 KGT 4RS Crane S/N 4823;
1 Pettibone Traverse Lift LLC Speedswing 445E S/N SS10162-14;
1 Nordco Spiker CX S/N 410382RB-UG;
1 Knox Kershaw Inc. Kribber/Adzer S/N KKA1050-076-16;
1 Knox Kershaw Inc. Regulator S/N KBR860-542-16;
1 Nordco Tamper HST 5014 S/N 619050-14; and
1 Nordco Tie Inserter – Tripp S/N 760569.

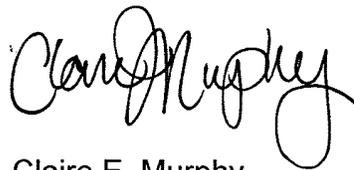
A short summary of the document to appear in the index is:

Memorandum of Assignment of Lease.

Also enclosed is a check in the amount of \$45.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Claire E. Murphy

CEM
Enclosures

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of December 23, 2016

between

THE HUNTINGTON NATIONAL BANK,
as Assignor

and

BANC OF AMERICA LEASING & CAPITAL, LLC,
as Assignee

FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO
49 U.S.C. §11301 on December ____, 2016 at ____:____.m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of December 23, 2016, by and between THE HUNTINGTON NATIONAL BANK (the "Assignor") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignee"), with reference to the following:

Assignor, as Lessor, and R.E.L.A.M., INC. ("RELAM"), as Lessee, have heretofore executed that certain Master Lease Agreement No. 74403 dated as of May 21, 2010 (the "Agreement"), and, pursuant thereto, that certain Financing Lease Schedule No. 006 dated as of May 27, 2014 (as amended and together with all exhibits, riders and other attachments thereto, the "Schedule", and together with the Agreement, solely to the extent the Agreement is incorporated into the Schedule by reference, collectively, the "Lease"), pertaining to the equipment described therein and further described on Exhibit No. 1 attached hereto (the "Equipment").

A Memorandum of Lease dated May 27, 2014 between Assignor, as Lessor and RELAM, as Lessee, covering the Lease and the Equipment was recorded at the Surface Transportation Board (the "Board") on May 27, 2014 under Recordation No. 31212. An Amended and Restated Memorandum of Lease dated July 27, 2016 between Assignor, as Lessor and RELAM, as Lessee, covering the Lease and the Equipment was recorded at the Board on August 10, 2016 under Recordation No. 31212-A.

Assignor, as assignor, and Assignee, as assignee, have executed that certain Assignment and Specification of Assigned Lease Schedule dated as of December 23, 2016 to that certain Master Assignment Agreement dated as of December 23, 2016, as the same may be amended and supplemented from time to time, 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 Equipment, and (b) Assignor has sold the assigned Equipment to Assignee.

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 Equipment described herein and the assignment by Assignor to Assignee of the Lease solely as it pertains to such Equipment.

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.

THE HUNTINGTON NATIONAL BANK

By: Stephanie M. Dale
Name: Stephanie M. Dale
Title: Staff officer

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.

THE HUNTINGTON NATIONAL BANK

By: _____
Name:
Title:

BANC OF AMERICA LEASING & CAPITAL, LLC

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

STATE OF Ohio)
) ss.
COUNTY OF Hamilton)

I HEREBY CERTIFY, that on this 15th day of December, 2016, before me, the undersigned, a Notary Public of the State of Ohio, personally appeared Stephanie Meddle, who acknowledged himself/herself to be the Staff officer of THE HUNTINGTON NATIONAL BANK, a national banking association, known (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that he/she executed the same for the purposes therein contained as the duly authorized Staff officer of said national banking association, by signing the name of the association by himself/herself as the staff officer.

AS WITNESS my hand and notarial seal.



Notary Public

My commission expires: N/A



ALEXANDRA DRESSMAN
Attorney at Law
Notary Public, State of Ohio
My Comm. has no Expiration Date
Section 147.03 O.R.C.

EXHIBIT NO. 1
 TO MEMORANDUM OF ASSIGNMENT OF LEASE
 DESCRIPTION OF EQUIPMENT

VENDOR	EQUIPMENT	S/N
Knox Kershaw Inc.	Kribber/Adzer	KKA1050-076-16
Knox Kershaw Inc.	Regulator	KBR860-542-16
Knox Kershaw Inc.	Ballfast Regulator KBR-850	850-151-14
Knox Kershaw Inc.	Ballfast Regulator KBR-850	850-152-14
Knox Kershaw Inc.	Kribber/Adzer KKA-1000	1000-051-14
Knox Kershaw Inc.	Tie Handler KTC-1200	1200-216-14
Geisner	360 KGT 4RS Crane	4823
Pettibone Traverse Lift LLC	Speedswing 445E	SS10178-14
Nordco	Spiker CX	410382RB-UG
Nordco	Tamper HST 5014	619050-14
Nordco	Tie Inserter - Tripp	760569

CERTIFICATION

I, Claire E. Murphy, an attorney licensed to practice in the State of New York and the State of New Jersey, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: December 23, 2016



Claire E. Murphy