

LAW OFFICES OF
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December 30, 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 efileing 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 December 30, 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:

Bridge Capital Leasing, Inc.
215 Schilling Circle, Suite 100
Hunt Valley, MD 21031

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 119 Trinity Coiled & Insulated Crude Oil Tank Cars numbered DPRX 257387, 257388, 257390, 257391, 257392, 257395, 257396, 257398, 257399, 257400, 257402, 257403, 257404, 257405, 257406, 257407, 257409, 257410, 257411, 257412, 257413, 257414, 257416, 257418, 257419, 257420, 257422, 257423, 257424, 257427, 257428, 257429, 257430, 257431, 257433, 257435, 257436, 257437, 257438, 257439, 257442, 257443, 257445, 257446, 257447, 257448, 257449, 257451, 257452, 257453, 257454, 257456, 257457, 257458, 257459, 257460, 257461, 257462, 257463, 257464,

Ms. Cynthia T. Brown
December 30, 2014
Page 2

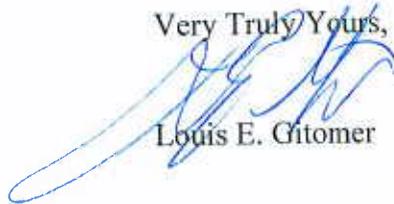
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257591, 257592, 257594, 257598, 257602, 257610, 257613, 257614, 257616, 257966,
257967, 257990, 257993, 257998, 258004, 258024, 258035, 258039, and 258042.

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, Bridge Capital Leasing, Inc., 215 Schilling Circle, Suite 100, Hunt Valley, MD 21031, covering 119 Trinity Coiled & Insulated Crude Oil Tank Cars numbered DPRX 257387, 257388, 257390, 257391, 257392, 257395, 257396, 257398, 257399, 257400, 257402, 257403, 257404, 257405, 257406, 257407, 257409, 257410, 257411, 257412, 257413, 257414, 257416, 257418, 257419, 257420, 257422, 257423, 257424, 257427, 257428, 257429, 257430, 257431, 257433, 257435, 257436, 257437, 257438, 257439, 257442, 257443, 257445, 257446, 257447, 257448, 257449, 257451, 257452, 257453, 257454, 257456, 257457, 257458, 257459, 257460, 257461, 257462, 257463, 257464, 257466, 257467, 257468, 257469, 257470, 257471, 257473, 257474, 257476, 257478, 257479, 257481, 257482, 257483, 257484, 257485, 257486, 257487, 257490, 257492, 257494, 257495, 257499, 257500, 257505, 257567, 257570, 257572, 257573, 257574, 257575, 257577, 257578, 257580, 257582, 257584, 257586, 257587, 257588, 257590, 257591, 257592, 257594, 257598, 257602, 257610, 257613, 257614, 257616, 257966, 257967, 257990, 257993, 257998, 258004, 258024, 258035, 258039, and 258042.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of December 30, 2014

between

BRIDGE CAPITAL LEASING, INC.

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 December ____, 2014 at ____:____.m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of December 30, 2014, by and between BRIDGE CAPITAL LEASING, INC. (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. 013 dated December __, 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 Interest dated as of the date hereof to that certain Master Assignment Agreement dated as of March 20, 2013 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 December __, 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.

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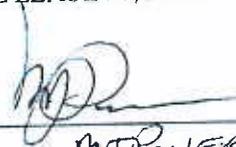
IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Assignment of Lease to be executed as of the date first above written.

BRIDGE CAPITAL LEASING, INC.

By: _____

Name:

Title:



M. J. POWERS

SVP

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.

BRIDGE CAPITAL LEASING, INC.

By: _____
Name:
Title:

BANC OF AMERICA LEASING & CAPITAL, LLC

By: Quacie Gilliam
Name: Quacie Gilliam
Title: Vice President

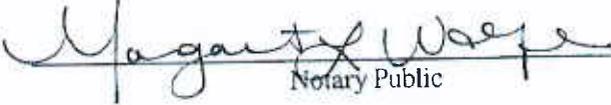
STATE OF Maryland)
) ss.
COUNTY OF Baltimore)



Margaret L. Wolfe
NOTARY PUBLIC
Baltimore County
State of Maryland
My Commission Expires
June 11, 2016

I HEREBY CERTIFY, that on this 23rd day of December, 2014, before me, the undersigned, a Notary Public of the State of Maryland, personally appeared MJP, who acknowledged himself to be the SVP of BRIDGE CAPITAL LEASING, INC., 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 SVP of said company by signing the name of the company by himself as the SVP.

AS WITNESS my hand and notarial seal.


Notary Public

My commission expires: 6/11/16

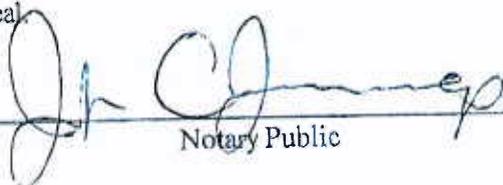
COMMONWEALTH OF MASSACHUSETTS)

) ss.

COUNTY OF SUFFOLK

I HEREBY CERTIFY, that on this 23rd day of December, 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 notarial 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 RAILCARS

(119) Trinity Coiled & Insulated Crude Oil Tank Cars with Reporting Marks:

Car Initials	Car #						
DPRX	257387	DPRX	257431	DPRX	257399	DPRX	257614
DPRX	257390	DPRX	257452	DPRX	257407	DPRX	257616
DPRX	257391	DPRX	257453	DPRX	257410	DPRX	257572
DPRX	257402	DPRX	257456	DPRX	257412	DPRX	257582
DPRX	257413	DPRX	257457	DPRX	257423	DPRX	258042
DPRX	257430	DPRX	257459	DPRX	257427		
DPRX	257435	DPRX	257460	DPRX	257473		
DPRX	257437	DPRX	257462	DPRX	257479		
DPRX	257439	DPRX	257464	DPRX	257482		
DPRX	257446	DPRX	257470	DPRX	257966		
DPRX	257449	DPRX	257471	DPRX	257967		
DPRX	257466	DPRX	257481	DPRX	257990		
DPRX	257476	DPRX	257485	DPRX	257998		
DPRX	257405	DPRX	257487	DPRX	258004		
DPRX	257388	DPRX	257492	DPRX	258024		
DPRX	257406	DPRX	257494	DPRX	258035		
DPRX	257414	DPRX	257495	DPRX	258039		
DPRX	257418	DPRX	257500	DPRX	257993		
DPRX	257424	DPRX	257396	DPRX	257567		
DPRX	257428	DPRX	257409	DPRX	257570		
DPRX	257429	DPRX	257442	DPRX	257573		
DPRX	257436	DPRX	257445	DPRX	257574		
DPRX	257438	DPRX	257468	DPRX	257575		
DPRX	257443	DPRX	257474	DPRX	257577		
DPRX	257447	DPRX	257484	DPRX	257578		
DPRX	257448	DPRX	257505	DPRX	257580		
DPRX	257451	DPRX	257392	DPRX	257584		
DPRX	257454	DPRX	257395	DPRX	257586		
DPRX	257461	DPRX	257398	DPRX	257587		
DPRX	257467	DPRX	257404	DPRX	257588		
DPRX	257469	DPRX	257419	DPRX	257590		
DPRX	257486	DPRX	257433	DPRX	257591		
DPRX	257400	DPRX	257458	DPRX	257592		
DPRX	257403	DPRX	257478	DPRX	257594		
DPRX	257411	DPRX	257483	DPRX	257598		
DPRX	257416	DPRX	257490	DPRX	257602		
DPRX	257420	DPRX	257499	DPRX	257610		
DPRX	257422	DPRX	257463	DPRX	257613		