

RECORDATION NO 30574-B FILED
December 22, 2012 03:13 PM
LAW OFFICES AT
LOUIS E. GITOMER, LLC.
SURFACE TRANSPORTATION BOARD

LOUIS E. GITOMER
Lou@lgraillaw.com

MELANIE B. YASBIN
Melanie@lgraillaw.com
410-296-2225

600 BALTIMORE AVENUE, SUITE 301
TOWSON, MARYLAND 21204-4022
(410) 296-2250 • (202) 466-6532
FAX (410) 332-0885

December 21, 2012

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 December 21, 2012. The primary document to which this is connected is recorded under a new Recordation No. We request that this document be recorded under suffix "B" for the new Recordation No.

The names and addresses of the parties to the Memorandum of Assignment of Lease are:

Assignor:

Banc of America Leasing & Capital, LLC
2059 Northlake Parkway, 4 South
Tucker, GA 30084

Assignor:

BMO Harris Equipment Finance Company
250 E. Wisconsin Ave.
Milwaukee, WI 53202

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 70 tank cars numbered TILX 350601-350670, inclusive.

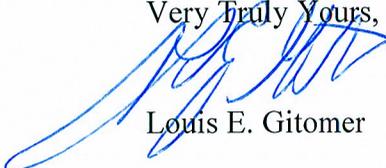
Ms. Cynthia T. Brown
December 21, 2012
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A fee of \$42.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

A short summary of the document to appear in the index follows: Memorandum of Assignment of Lease between Banc of America Leasing & Capital, LLC, 2059 Northlake Parkway, 4 South, Tucker, GA 30084, and BMO Harris Equipment Finance Company, 250 E. Wisconsin Ave., Milwaukee, WI 53202, 70 tank cars numbered TILX 350601-350670, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

RECORDATION NO 30574-B FILED
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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of December 21, 2012

between

BMO HARRIS EQUIPMENT FINANCE COMPANY
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 __, 2012 at ____:____.m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of December 21, 2012, by and between BMO HARRIS EQUIPMENT FINANCE COMPANY (the "Assignee") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), with reference to the following:

Assignor, as Lessor, and Trinity Industries Leasing Company, as Lessee, have heretofore executed that certain Rail Equipment Net Leasing Agreement dated as of December 5, 2012, and, pursuant thereto, that certain Schedule No. 09004 dated December 21, 2012 (collectively, the "Lease"), pertaining to the railcars described 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 22, 2011 by and between Assignor and Assignee, pursuant to which Assignor has assigned to Assignee all of its rights and obligations under the Lease with respect to the Railcars.

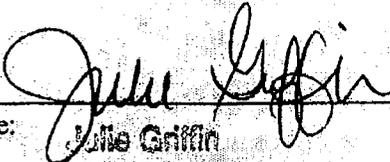
The parties hereto wish to show for public record this Memorandum of Assignment of Lease to provide notice of such assignment.

This Memorandum of Assignment of Lease 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.

BMO HARRIS EQUIPMENT FINANCE COMPANY

By: 
Name: Julie Griffin
Title: Vice President

BANC OF AMERICA LEASING & CAPITAL, LLC

By: _____
Name:
Title:

STATE OF Wisconsin)
) ss.
COUNTY OF Milwaukee)

I HEREBY CERTIFY, that on this 18th day of December, 2012, before me, the undersigned, a Notary Public of the State of Wisconsin, personally appeared Julie Griffin, who acknowledged himself to be the Vice President of BMO HARRIS EQUIPMENT FINANCE COMPANY, 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 Julie Griffin of said company by signing the name of the company by himself as the Vice President.

AS WITNESS my hand and notarial seal.

Kristen A. Welch
Notary Public

My commission expires: 10-12-14.

STATE OF Wisconsin)
) ss.
COUNTY OF Milwaukee)

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.

BMO HARRIS EQUIPMENT FINANCE COMPANY

By: _____
Name:
Title:

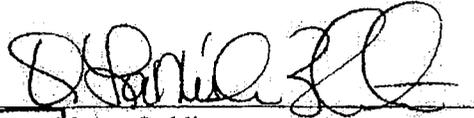
BANC OF AMERICA LEASING & CAPITAL, LLC

By: Stephane Ragland
Name: Stephane Ragland
Title: AVP

STATE OF GEORGIA)
) ss.
COUNTY OF CLAYTON)

I HEREBY CERTIFY, that on this 18th day of December, 2012, before me, the undersigned, a Notary Public of the State of GEORGIA, personally appeared STEPHANIE RAGLAND, who acknowledged himself to be the AVP 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 he executed the same for the purposes therein contained as the duly authorized AVP of said company by signing the name of the company by himself as the AVP.

AS WITNESS my hand and notarial seal.



O LAMESH WHITE
NOTARY PUBLIC
Clayton County
State of Georgia
My Comm. Expires Nov. 01, 2016

Notary Public

My commission expires: _____

EXHIBIT NO. 1
TO MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS

Seventy (70) 31,808 wg NCNI Tank Cars bearing the following reporting marks:

Asset Mark

TILX 350601
TILX 350602
TILX 350603
TILX 350604
TILX 350605
TILX 350606
TILX 350607
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TILX 350609
TILX 350610
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