



ATEL
Leasing Corporation®

September 27, 2016

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423

**Re: Document for Recordation:
1. Memorandum of Lease**

Dear Section Chief:

Attached please find for recordation one (1) copy of Memorandum of Lease, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses to the Memorandum of Lease executed as of September 1, 2016, are:

Lessor: ATEL Leasing Corporation, as Trustee of
CARG001 Trust
600 Montgomery Street, 9th Floor
San Francisco, CA 94111

Lessee: Maxeefish LLC
9502 Moores Creek Drive, Suite 304
Fredericksburg, VA 22408

A description of the railroad equipment covered by the Memorandum of Lease is:

Ten (10) used 263K lbs., GRL, 4630 cu.ft. capacity covered hopper cars bearing car mark numbers LCGX 364, 411, 434, 437, 568, 638, 707, 744, 752, and 812.

A short summary of the document to appear in the index as follows:

Memorandum of Lease

The fee of \$45.00 may be charged to our account.

Kindly return a stamped copy of the attached document to the undersigned at your earliest convenience.

Should you have any questions, please do not hesitate to contact me at 415.616.3406 or at [sstetson@atel.com](mailto:ssstetson@atel.com).

Sincerely, and Thank you,

A handwritten signature in blue ink, appearing to read "Sheila A. Stetson", is written over a light blue horizontal line.

Sheila A. Stetson
Senior Contract Administrator

/sas
Attachment

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (this "Memorandum") is made and entered into as of September 1st, 2016, among ATEL LEASING CORPORATION as Trustee of the CARG0001 Trust, a California statutory trust ("Lessor"), located at 600 Montgomery Street, 9th Floor, San Francisco, CA 94111, and MAXEEFISH LLC ("Maxeefish"), a Virginia limited liability corporation, ("Lessee") located at 9502 Moores Creek Drive, Suite 304, Fredericksburg, VA 22408.

WITNESSETH

Lessor, and Maxeefish as Lessee, entered into a Master Lease Agreement (the "Lease Agreement") dated as of August 9, 2016, and a Lease Schedule No. 1 thereto dated as of August 9, 2016, which incorporates the terms and conditions of the Lease Agreement and together with the Lease Agreement is the ("Lease"). The Lease covers ten (10) ACF-manufactured, used 4650 cubic-foot-capacity covered hopper rail cars, with trough hatches, 3-pocket gravity gates, interior unlined, bearing car mark numbers as more specifically described as follows, as shall be amended from time to time ("Cars").

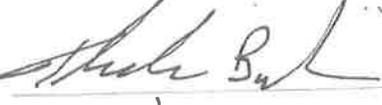
LCGX 364, LCGX 411, LCGX 434, LCGX 437, LCGX 568, LCGX 638, LCGX 707, LCGX 744, LCGX 752, LCGX 812

The base term with respect to all Cars shall be the period commencing on September 1, 2016, and continues for twenty-four (24) months thereafter, but in any event ending not later than August 31, 2018, unless terminated in accordance with the terms of the Lease. Upon expiration of the base term, Lessee shall have the option to renew all of the cars at an amount determined by Lessor for additional twelve (12) months upon written notice to Lessor at least sixty (60) days prior to the end of the base term.

This Memorandum has been executed and delivered by the parties for the purpose of recording and giving notice of the Lease.

IN WITNESS WHEREOF, ATEL Leasing Corporation as Trustee of the CARG0001 Trust, and Maxeefish LLC have each executed this instrument as of the day and year first above written. Each of the undersigned certifies that he/she holds the title set forth below, that this instrument was signed on behalf of his/her corporation by authority of its Board of Directors and that the execution of this instrument was the free act and deed of his/her corporation. The undersigned further declares under penalty of perjury that the foregoing is true and correct.

Lessor:
ATEL LEASING CORPORATION
as Trustee of CARG0001 Trust
By: 
Name: Vasco H. Morais
Executive Vice President & Secretary
Title: _____

Lessee:
MAXEEFISH LLC
By: 
Name: Theodore Barker
Title: President

ATEL LEGAL DEPARTMENT
APPROVED
AS TO FORM

BY: 