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

August 18, 2014

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 Security Agreement, dated July 21, 2014, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Secured Party: The Huntington National Bank
105 East Fourth Street, Suite 200C
Cincinnati, Ohio 45202

Debtor: Technisand, Inc.
300 Vermillion Street
Troy Grove, IL 61372

Section Chief
August 18, 2014
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A description of the railroad equipment covered by the enclosed document is:

1 LEAF locomotive: RSSX 575.

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

Memorandum of Security Agreement.

Also enclosed is a check in the amount of \$44.00 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,

A handwritten signature in black ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF SECURITY AGREEMENT

Dated as of July 21 2014

between

THE HUNTINGTON NATIONAL BANK,
as Secured Party

and

TECHNISAND, INC.,
as Debtor

Filed with the Surface Transportation Board pursuant to
49 U.S.C. § 11301 on August 14, 2014, at 12:50 PM
Recordation Number 31334

MEMORANDUM OF SECURITY AGREEMENT

THIS MEMORANDUM OF SECURITY AGREEMENT dated as of July 21, 2014 is made by and between THE HUNTINGTON NATIONAL BANK, together with its successors and assigns ("Secured Party"), and TECHNISAND, INC., and its successors and permitted assigns ("Debtor").

WITNESSETH

1. Pursuant to a Master Locomotive Loan and Security Agreement No. 1184-A dated as of February 22, 2012 and Interim Agreement executed July 21, 2014 subsequent to the Promissory Note 002 (collectively, the "Security Agreement"), Debtor has pledged to Secured Party a first priority security interest in all of the rail equipment described in Exhibit A attached hereto (the "Railcars").

2. The Security Agreement shall be effective as of the date first set forth hereinabove and Debtor's use of the Railcars shall be subject to the terms and conditions as set forth in the Security Agreement.

3. This Memorandum of Security Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Debtor:

TECHNISAND, INC.

By: Michelle Pezanoski
Name: Michelle Pezanoski
Title: Controller

STATE OF ~~OHIO~~ Illinois
COUNTY OF La Salle ^{ss.:}

On this day of July, 2014, before me the subscriber personally appeared Michelle Pezanoski, who being by me duly sworn, did depose and say: that (s)he is the Controller of TECHNISAND, INC. the Delaware corporation described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by their own free act on behalf of said company.

Kimberly L. Jaraczewski
NOTARY PUBLIC

My Commission Expires: 8-22-15



IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Secured Party:

THE HUNTINGTON NATIONAL BANK

By: Shari A. Liening
Name: Shari A. Liening
Title: Assistant Vice President

STATE OF OHIO)

) ss.:
COUNTY OF Hamilton)

On this 10th day of August, 2014, before me the subscriber personally appeared Shari A. Liening, who being by me duly sworn, did depose and say: that (s)he is the Assistant Vice President of THE HUNTINGTON NATIONAL BANK described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by their own free act on behalf of said company.

Darlene Williams
NOTARY PUBLIC

My Commission Expires:



DARLENE WILLIAMS
Notary Public, State of Ohio
My Commission Expires May 13, 2019
Recorded in Hamilton County

EXHIBIT A
TO MEMORANDUM OF SECURITY AGREEMENT
DATED AS OF JULY 21, 2014

LEAF Locomotive RSSX 575 with Remote Control System

Engine Serial Number: 79590383

Generator Serial Number: M12E204306

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 8/18/14

Edward M Luria
Edward M. Luria