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September 21, 2015

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 Agreement, dated as of September 21, 2015, 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 30880.

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

Assignor:	Fifth Third Bank 38 Fountain Square Plaza Cincinnati, OH 45263
Assignee:	The Huntington National Bank 105 East 4th Street Cincinnati, OH 43537
[Lessee:	Chicago Freight Car Leasing Co. One O'Hare Center 6250 North River Road, Suite 7000 Rosemont, IL 60018]

Section Chief
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A description of the equipment covered by the enclosed document is:

181 railcars within the series CRDX 13600 - CRDX 13799 (not including 5 casualties) as more particularly set forth in the equipment schedule attached to the document.

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

Memorandum of Assignment of Lease Agreement.

Also enclosed is a check in the amount of \$43.00 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,



Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

THIS MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT dated as of September 21, 2015, is made by and between FIFTH THIRD BANK, ("Assignor"), and THE HUNTINGTON NATIONAL BANK ("Assignee").

1. The Assignor, as lessor, has leased to Chicago Freight Car Leasing Co., as lessee ("Lessee"), the railcars identified on Exhibit A attached hereto (the "Railcars") under that certain Equipment Schedule No. 1 (the "Schedule") to that certain Master Lease Agreement, each dated as of August 2, 2013 (the "Master Lease" and together with the Schedule and all riders, addenda, attachments and exhibits thereto, the "Lease"). A Memorandum of Lease Agreement as to the Lease and the Railcars was recorded with the Surface Transportation Board on August 2, 2013 under recordation Number 30880.

2. The Assignor, as assignor and Assignee, as assignee, are parties to a certain Specification of Assigned Interest dated as of the date hereof, pursuant to which the Assignor has assigned to Assignee the rights of "Lessor" under the Lease and with respect to the Railcars.

3. The parties hereto wish to show for the public record this Memorandum of Assignment of Lease Agreement which 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]

EXHIBIT A

EQUIPMENT DESCRIPTION

Manufacturer: Thrall
Description: C114 1996 covered hopper cars
Quantity: 181
Location: 6250 North River Road, Rosemont, Cook County, IL 60018
Rail Car Numbers:

CRDX 13600 CRDX 13635 CRDX 13672 CRDX 13708 CRDX 13741 CRDX 13773
CRDX 13601 CRDX 13636 CRDX 13673 CRDX 13709 CRDX 13742 CRDX 13774
CRDX 13602 CRDX 13637 CRDX 13674 CRDX 13710 CRDX 13743 CRDX 13775
CRDX 13603 CRDX 13638 CRDX 13675 CRDX 13712 CRDX 13744 CRDX 13776
CRDX 13604 CRDX 13640 CRDX 13676 CRDX 13713 CRDX 13745 CRDX 13777
CRDX 13605 CRDX 13642 CRDX 13678 CRDX 13714 CRDX 13746 CRDX 13778
CRDX 13606 CRDX 13643 CRDX 13679 CRDX 13715 CRDX 13747 CRDX 13779
CRDX 13607 CRDX 13644 CRDX 13680 CRDX 13716 CRDX 13748 CRDX 13780
CRDX 13608 CRDX 13645 CRDX 13681 CRDX 13717 CRDX 13749 CRDX 13781
CRDX 13609 CRDX 13646 CRDX 13682 CRDX 13718 CRDX 13750 CRDX 13782
CRDX 13610 CRDX 13648 CRDX 13684 CRDX 13719 CRDX 13751 CRDX 13783
CRDX 13611 CRDX 13649 CRDX 13685 CRDX 13720 CRDX 13752 CRDX 13785
CRDX 13613 CRDX 13650 CRDX 13686 CRDX 13721 CRDX 13753 CRDX 13786
CRDX 13615 CRDX 13651 CRDX 13687 CRDX 13722 CRDX 13754 CRDX 13787
CRDX 13616 CRDX 13652 CRDX 13688 CRDX 13723 CRDX 13755 CRDX 13788
CRDX 13617 CRDX 13654 CRDX 13691 CRDX 13725 CRDX 13756 CRDX 13789
CRDX 13618 CRDX 13656 CRDX 13692 CRDX 13726 CRDX 13757 CRDX 13790
CRDX 13619 CRDX 13657 CRDX 13693 CRDX 13727 CRDX 13758 CRDX 13791
CRDX 13620 CRDX 13658 CRDX 13694 CRDX 13728 CRDX 13759 CRDX 13792
CRDX 13621 CRDX 13659 CRDX 13695 CRDX 13729 CRDX 13760 CRDX 13793
CRDX 13622 CRDX 13660 CRDX 13696 CRDX 13730 CRDX 13761 CRDX 13794
CRDX 13623 CRDX 13661 CRDX 13697 CRDX 13731 CRDX 13762 CRDX 13795
CRDX 13624 CRDX 13662 CRDX 13698 CRDX 13732 CRDX 13763 CRDX 13796
CRDX 13625 CRDX 13663 CRDX 13700 CRDX 13733 CRDX 13764 CRDX 13797
CRDX 13626 CRDX 13665 CRDX 13701 CRDX 13734 CRDX 13765 CRDX 13798
CRDX 13627 CRDX 13666 CRDX 13702 CRDX 13735 CRDX 13766 CRDX 13799
CRDX 13628 CRDX 13667 CRDX 13703 CRDX 13736 CRDX 13767
CRDX 13629 CRDX 13668 CRDX 13704 CRDX 13737 CRDX 13768
CRDX 13631 CRDX 13669 CRDX 13705 CRDX 13738 CRDX 13769
CRDX 13633 CRDX 13670 CRDX 13706 CRDX 13739 CRDX 13770
CRDX 13634 CRDX 13671 CRDX 13707 CRDX 13740 CRDX 13771

(Not including casualties CRDX 13630, 13641, 13690, 13699 or 13772)

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: September 21, 2015

Edward M. Luria

Edward M. Luria