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

April 19, 2016

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 Supplement to Security Agreement, dated as of March 30, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 28070.

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

Borrower: Cryo-Trans, Inc.
Three Hill Street
P.O. Box 417
Mt. Airy, MD 21771

Lender: TD Equipment Finance, Inc.
2059 Springdale Road
Cherry Hill, NJ 08003

A description of the railroad equipment covered by the enclosed document is:

75 box cars: CRYX 5500 - CRYX 5574.

Section Chief
April 19, 2016
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A short summary of the document to appear in the index is:

Memorandum of Supplement to Security 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 SUPPLEMENT TO SECURITY AGREEMENT

This Memorandum of Supplement to Security Agreement (“Memorandum”) is made and entered into as of March 3rd, 2016, between Cryo-Trans, Inc., a Maryland corporation (the “Borrower”) and TD Equipment Finance, Inc., a Maine corporation (“Lender”). Terms used in this Memorandum have the meanings assigned thereto in the Railcar Security Agreement and Railcar Utilization Agreement Assignment dated as of October 30, 2009 (as amended, modified or supplemented, the “Security Agreement”) between the Borrower and the Lender.

WITNESSETH:

The undersigned are parties to the Security Agreement, as supplemented, by which the Borrower has granted a security interest in certain railroad equipment bearing reporting marks and road numbers as listed on Exhibit A attached hereto (the “Railcars”) and in each railcar utilization agreement related thereto, including those also set forth on Exhibit A attached hereto (but only to the extent relating to the Railcars) to the Lender in order to secure the performance of the obligations of Borrower and others as described in the Security Agreement.

[Signature Pages Follow]

WITNESS WHEREOF, the parties hereto have each caused this Memorandum of Supplement to Security Agreement to be duly executed by their respective officers duly authorized as of the date and year first above written.

CRYO-TRANS, INC.

By: _____



Marvin H. Weiner
President

TD EQUIPMENT FINANCE, INC.

By: _____



Name:
Title:

Steven M. Nelson
Director of Operations
TD Equipment Finance, Inc.

STATE OF Maryland)
)
COUNTY OF Baltimore) ss.:

On this, the 30th day of March, 2016, before me, a Notary Public in and for said County and State, personally appeared Marvin H. Weiner, the President of Cryo-Trans, Inc., who acknowledged himself to be a duly authorized officer of Cryo-Trans, Inc., and that, as such officer, being authorized to do so, he executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

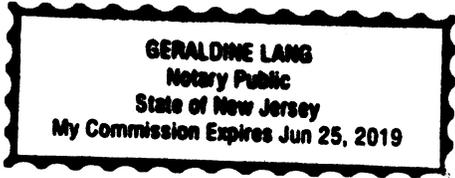
Jaqueline Bernstein
Notary Public

[Notarial Seal]

STATE OF New Jersey)
COUNTY OF Camden)

On this, the 14th day of April, 2016, before me, a Notary Public in and for said County and State, personally appeared Steven M. Nelson, the Director of Operations of TD Equipment Finance, Inc., who acknowledged himself/herself to be a duly authorized officer of TD Equipment Finance, Inc., and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Geraldine Lang
Notary Public

[Notary Seal]

EXHIBIT A

Description of Items of Equipment and Railcar Utilization Agreements

EQUIPMENT AND RAILCAR UTILIZATION AGREEMENTS

Railcar Utilization Agreement #	Railcar User	# of Units	Description	Reporting Marks	Casualty Marks
1	McCain Foods USA, Inc.	5	72' Plate "F" railroad box cars, 286,00 GRL	CRYX 5500, CRYX 5503, CRYX 5505, CRYX 5523 and CRYX 5530	None
2	Pinnacle Foods Group LLC	2	72' Plate "F" railroad box cars, 286,000 GRL	CRYX 5517 and CRYX 5528	None
3	Bonduelle USA, Inc.	20	72' Plate "F" railroad box cars, 286,000GRL	CRYX 5504, CRYX 5506, CRYX 5507, CRYX 5508, CRYX 5510-5514, inclusive, CRYX 5516, CRYX 5519-5522, inclusive, CRYX 5524, CRYX 5526, CRYX 5527, CRYX 5529, CRYX 5531 and CRYX 5532	None
4	Bonduelle Canada, Inc.	4	72' Plate "F" railroad box cars, 286,000 GRL	CRYX 5509, CRYX 5515, CRYX 5518 and CRYX 5525	None

Railcar Utilization Agreement #	Railcar User	# of Units	Description	Reporting Marks	Casualty Marks
5	Heinz North America, Division of H. J. Heinz Company, L.P.	40	72' Plate "F" railroad box cars, 286,000 GRL	CRYX 5535-5574, inclusive	None
6	Norpac Foods, Inc.	1	72' Plate "F" railroad box cars, 286,000 GRL	CRYX 5501	None
7	H. J. Heinz Company, L.P.	1	72' Plate "F" railroad box cars, 286,000 GRL	CRYX 5502	None
NA	NA	2	72' Plate "F" railroad box cars, 286,000 GRL	CRYX 5533-5534, inclusive	None

Railcar Utilization Agreement No. 1 – McCain Foods USA, Inc.

Railcar Utilization Agreement entered into on May 17, 2002, by and between Cryo-Trans, Inc. and McCain Foods USA, Inc.

First Amendment to Railcar Utilization Agreement entered into on July 2, 2010, by and between Cryo-Trans, Inc. and McCain Foods USA, Inc.

Second Amendment to Railcar Utilization Agreement entered into on November 29, 2010, by and between Cryo-Trans, Inc. and McCain Foods USA, Inc.

Third Amendment to Railcar Utilization Agreement entered into on February 10, 2011, by and between Cryo-Trans, Inc. and McCain Foods USA, Inc.

Fourth Amendment to Railcar Utilization Agreement entered into on August 15, 2013, by and between Cryo-Trans, Inc. and McCain Foods USA, Inc.

Railcar Utilization Agreement No. 2 – Pinnacle Foods Group LLC

Railcar Utilization Agreement entered into on October 19, 1998, by and between Cryo-Trans, Inc. and Pinnacle Foods Group LLC

First Amendment to Railcar Utilization Agreement entered into on July 23, 2002, by and between Cryo-Trans, Inc. and Pinnacle Foods Group LLC

Second Amendment to Railcar Utilization Agreement entered into on July 29, 2003, by and between Cryo-Trans, Inc. and Pinnacle Foods Group LLC

Third Amendment to Railcar Utilization Agreement entered into on August 20, 2004, by and between Cryo-Trans, Inc. and Pinnacle Foods Group LLC

Fourth Amendment to Railcar Utilization Agreement entered into on November 24, 2004, by and between Cryo-Trans, Inc. and Pinnacle Foods Group LLC

Fifth Amendment to Railcar Utilization Agreement entered into on November 27, 2006, by and between Cryo-Trans, Inc. and Pinnacle Foods Group LLC

Seventh Amendment to Railcar Utilization Agreement entered into on February 19, 2015, by and between Cryo-Trans, Inc. and Pinnacle Foods Group LLC

E-Mail Amendment to Railcar Utilization Agreement entered into on September 15, 2015, by and between Cryo-Trans, Inc. and Pinnacle Foods Group LLC

Railcar Utilization Agreement No. 3 – Bonduelle USA, Inc.

Railcar Utilization Agreement entered into on April 2, 2012, by and between Cryo-Trans, Inc. and Bonduelle USA, Inc.

First Amendment to Railcar Utilization Agreement entered into on March 13, 2014, by and between Cryo-Trans, Inc. and Bonduelle USA, Inc.

Second Amendment to Railcar Utilization Agreement entered into on December 4, 2015, by and between Cryo-Trans, Inc. and Bonduelle USA, Inc.

Railcar Utilization Agreement No. 4 – Bonduelle Canada, Inc.

Railcar Utilization Agreement entered into on April 2, 2012, by and between Cryo-Trans, Inc. and Bonduelle Canada, Inc.

Railcar Utilization Agreement No. 5 – Heinz North America

Railcar Utilization Agreement entered into on July 27, 2009, by and between Cryo-Trans, Inc. and Heinz North America, Division of H. J. Heinz Company, L.P.

Railcar Utilization Agreement No. 6 – Norpac Foods, Inc.

Railcar Utilization Agreement entered into on July 18, 2012, by and between Cryo-Trans, Inc. and Norpac Foods, Inc. and all amendments thereto (including an e-mail agreement dated June 10, 2013).

Railcar Utilization Agreement No. 7 – H. J. Heinz Company, L.P.

Railcar Utilization Agreement entered into on August 15, 2005 by and between Cryo-Trans, Inc. and H. J. Heinz Company, L.P. and all amendments thereto.

Note: The Collateral includes the Railcar Utilization Agreements only to the extent relating to those specific Railcars described in this EXHIBIT A.

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: April 19, 2016

Edward M. Luria

Edward M. Luria