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

January 20, 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 Assignment of Assigned Interest, dated as of December 23, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the document previously filed with the Board under Recordation Number 32019.

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

Assignor: Banc of America Public Capital Corp.
11333 McCormick Road
Hunt Valley, MD 21031

Assignee: Capital One Public Funding, LLC
265 Broadhollow Road
Melville, NY 11747

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

9,412 lamp bars attached to 289 railcars within the series 130 - 882 and 2402 – 2559 as set forth in the attachment to the document

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

Memorandum of Assignment of Assigned Interest.

Section Chief
January 20, 2016
Page 2

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,

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

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF ASSIGNMENT OF ASSIGNED INTEREST

Memorandum of Assignment of Assigned Interest (this "*Memorandum*"), made and entered into as of December 23, 2015, by and between Banc of America Public Capital Corp, a Kansas corporation ("*Assignor*"), and Capital One Public Funding, LLC, a New York limited liability company ("*Assignee*").

WITNESSETH:

1. Assignor, as lessor, is a party to (i) that certain Master Equipment Lease/Purchase Agreement dated as of November 24, 2015 (the "*Master Agreement*"), between Assignor and Southeastern Pennsylvania Transportation Authority, as lessee ("*Lessee*"), and (ii) that certain Schedule of Property No. 2015-1, dated November 24, 2015 between Assignor and Lessee (including the Rental Payment Schedule attached thereto, "*Schedule No. 2015-1*"). Such Schedule No. 2015-1, together with the terms and provisions of the Master Agreement incorporated by reference therein, is collectively referred to herein as the "*Lease*"). As additional security for the payment and performance of all of Lessee's obligations under the Lease, Assignor was granted a security interest in and to the equipment subject to the Lease described in the last two columns of Exhibit A hereto (the "*Equipment*"), which Equipment is to be installed in and on the rail equipment described in the first five columns of Exhibit A hereto. A Memorandum of Security Interest under Lease, dated as of November 24, 2015 was recorded at the Surface Transportation Board (the "*Board*") on November 25, 2015 at 8:00 a.m. under Recordation Number 32019.

2. Assignor and Assignee have entered into that certain Specification of Assigned Interest, dated as of December 23, 2015 incorporating that certain Master Assignment Agreement, dated as of September 30, 2004, which is evidenced by this Memorandum with respect to the Lease and the Equipment.

3. The parties hereto wish to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized, as of the date first above written. This Memorandum may be executed in counterparts; each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

[The remainder of this page has been intentionally left blank.]

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

BANC OF AMERICA PUBLIC CAPITAL CORP

By: *Pamela L. Helz*
Name: *Pamela L. Helz*
Title: *Authorized Agent*

Executed on this 20th day of January, 2016.

CAPITAL ONE PUBLIC FUNDING, LLC

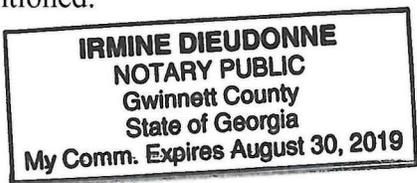
By: *Catherine DeLuca*
Name: *CATHERINE DELUCA*
Title: *VICE PRESIDENT*

Executed on this 8th day of January, 2016

STATE OF Georgia)
) SS.:
COUNTY OF Gwinnett)

On this, the 20th day of December, 2015, before me, a Notary Public in and for said County and State, personally appeared Pamela L. Heltz, who being by me duly sworn, says that (s)he is the Authorized Agent of BANC OF AMERICA PUBLIC CAPITAL CORP, that said instrument was signed on December 23, 2015 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

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



(SEAL)

A handwritten signature in blue ink, appearing to read "Irmine Dieudonne", written over a horizontal line.

Name: _____
Notary Public
My Commission Expires: Aug 30, 2019
Residing in Gwinnett County

STATE OF New York)
)
COUNTY OF Suffolk) SS:

On this, the 8 day of January, 2016, before me, a Notary Public in and for said County and State, personally appeared Catherine DeLuca, who being by me duly sworn, says that (s)he is the Vice President of CAPITAL ONE PUBLIC FUNDING, LLC, that said instrument was signed on January 8, 2016, on behalf of said company by authority of its Vice President, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

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

Pauline Stochla
Name: Pauline Stochla
Notary Public
My Commission Expires: 3-17-18
Residing in Nassau County

(SEAL)

PAULINE STOCHLA
Notary Public - State of New York
No. 01ST6299110
Qualified in Nassau County
My Commission Expires March 17, 2018

EXHIBIT A

# CARS	TRAIN #S	DESCRIPTION	MANUFACTURER	YEAR(S) BUILT	QUANTITY	FIXTURE
26	130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155	N5 TRAIN CAR	ABB	1993-1994	520	Retrofit with 19.2 Watt Hadley 45" LED Lamp Bar
					52	Retrofit with 9.6 Watt Hadley 21" LED Lamp Bar
					52	Retrofit with 9.6 Watt Hadley 21" LED Lamp Bar
76	501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576	B4 TRAIN CAR SINGLE CAB	KAWASAKI	1986	2,128	Retrofit with 19.2 Watt Hadley 45" LED Lamp Bar
49	651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699	B4 TRAIN CAR DOUBLE CAB	KAWASAKI	1986	1,470	Retrofit with 19.2 Watt Hadley 45" LED Lamp Bar
38	701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738	SILVER 5 SINGLE CAR	HYUNDAI-ROTEM	2010-2012	1,216	Retrofit with 19.2 Watt Hadley 45" LED Lamp Bar
					190	Retrofit with 9.6 Watt Hadley 21" LED Lamp Bar
82	801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882	SILVER 5 MARRIED PAIR CAR	HYUNDAI-ROTEM	2010-2012	2,624	Retrofit with 19.2 Watt Hadley 45" LED Lamp Bar
					492	Retrofit with 9.6 Watt Hadley 21" LED Lamp Bar
8	2402, 2403, 2404, 2405, 2406, 2407, 2409, 2410	JWCII (BOMBARDIER) CAB CARS	BOMBARDIER	1986	232	Retrofit with 19.2 Watt Hadley 45" LED Lamp Bar
					24	Retrofit with (2) 14.4 Watt Hadley 21" LED Lamp Bar
					24	Retrofit with (2) 9.6 Watt Hadley 21" LED Lamp Bar
					8	Retrofit with 9.6 Watt Hadley 21" LED Lamp Bar
10	2550, 2551, 2552, 2553, 2554, 2555, 2556, 2557, 2558, 2559	SEPTA 2 (BOMBARDIER) COACH CAR	BOMBARDIER	1986	40	Retrofit with (2) 9.6 Watt Hadley 21" LED Lamp Bar
					40	Retrofit with (2) 14.4 Watt Hadley 21" LED Lamp Bar
					280	Retrofit with 19.2 Watt Hadley 45" LED Lamp Bar
					20	Retrofit with 9.6 Watt Hadley 21" LED Lamp Bar

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: January 20, 2016

Edward M. Luria

Edward M. Luria