

RECORDATION NO. 22975-E FILED
ALVORD AND ALVORD PLLC February 9, 2016 03:50 PM
ATTORNEYS AT LAW SURFACE TRANSPORTATION BOARD
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February 9, 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 Notice of Marks Change, dated as of February 8, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 22975.

The name and address of the party to the enclosed document is:

Lessor: SMBC Rail Services LLC
300 South Riverside Plaza, Suite 1925
Chicago, IL 60606

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

12 railcars formerly marked within the series NAHX 551611 – NAHX 551683 have been REMARKED within the series SOXX 551611 – SOXX 551683 as more particularly set forth on the attachment to the document.

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

Notice of Marks Change.

Section Chief
February 9, 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 black ink, appearing to read "Claire E. Murphy". The signature is written in a cursive style with a large, looped "M".

Claire E. Murphy

CEM
Enclosures



SMBC Rail Services LLC
300 S. Riverside Plaza, Suite 1925 Chicago, IL 60606

Sumitomo Mitsui Banking Corporation Group

NOTICE OF MARKS CHANGE

February 8, 2016

Chief
Section of Administration

Office of Proceedings

Surface Transportation Board

395 E Street, S.W.

Washington, DC 20423

Re: SMBC Rail Services LLC/Notice of Marks Change

Dear Section Chief,

Notice is hereby given that the recording marks of the railroad equipment previously filed under the attached Recordation Number have changed as set forth on the attached Exhibit A.

[SIGNATURE PAGE FOLLOWS]

I certify that I hold the title set forth below, that this instrument was signed on behalf of SMBC Rail Services LLC by authority of its Authorized Person and that I acknowledge that the execution of the foregoing instrument was the free act and deed of SMBC Rail Services LLC. I further declare under penalty of perjury that the foregoing is true and correct.

SMBC RAIL SERVICES LLC

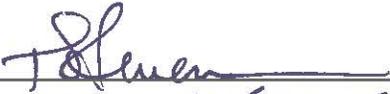
By: 
Name: TIMOTHY D. STEVENS
Title: CHIEF RISK OFFICER

EXHIBIT A

Lessee Name	Current Mark/Number	Prior Mark/Number	STB Recordation Number
Headwaters Resources, Inc.	SOXX551611	NAHX551611	22975
Headwaters Resources, Inc.	SOXX551619	NAHX551619	22975
Headwaters Resources, Inc.	SOXX551621	NAHX551621	22975
Headwaters Resources, Inc.	SOXX551634	NAHX551634	22975
Headwaters Resources, Inc.	SOXX551635	NAHX551635	22975
Headwaters Resources, Inc.	SOXX551638	NAHX551638	22975
Headwaters Resources, Inc.	SOXX551646	NAHX551646	22975
Headwaters Resources, Inc.	SOXX551653	NAHX551653	22975
Headwaters Resources, Inc.	SOXX551667	NAHX551667	22975
Headwaters Resources, Inc.	SOXX551671	NAHX551671	22975
Headwaters Resources, Inc.	SOXX551674	NAHX551674	22975
Headwaters Resources, Inc.	SOXX551683	NAHX551683	22975

CERTIFICATION

I, Claire E. Murphy, an attorney licensed to practice in the State of New York and the State of New Jersey, 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: February 9, 2016



Claire E. Murphy