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January 24, 2014

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board (the "Board")
395 E Street, S.W.
Washington, D.C. 20423-0001

Re: Notice of Name Change

Dear Sir or Madam:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two (2) executed copies of a Notice of Name Change dated as of January 24, 2014, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are as follows:

Name of Entity prior to
name change: Flagship Rail SPV II, LLC
300 South Riverside Plaza, Suite 1925
Chicago, Illinois 60606

Name of Entity after
name change: SMRS SPV II LLC
300 South Riverside Plaza, Suite 1925
Chicago, Illinois 60606

A description of the railroad equipment covered by the enclosed document is: None

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

Notice of Name Change.

Chapman and Cutler LLP

A fee of forty-four dollars (\$44.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Edward M. Luria, Esq.
Alvord and Alvord
1050 Seventeenth Street, N.W.
Suite 301
Washington, D.C. 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned at (312) 845-2991.

Sincerely,

CHAPMAN AND CUTLER LLP

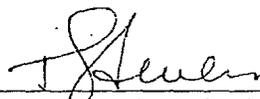
BY Michael D. Robson
Michael D. Robson

Enclosures

NOTICE OF NAME CHANGE

Notice is hereby given this 24 day of January, 2014 that Flagship Rail SPV II LLC, a Delaware limited liability company, has changed its name by amendment to its certificate of formation to SMRS SPV II LLC effective December 27, 2013.

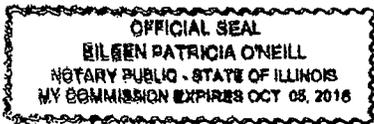
SMRS SPV II LLC

By 
Name: Timothy D. Stevens
Title: Chief Risk Officer

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this, the 14th day of January, 2014, before me, a Notary Public in and for said County and State, personally appeared Timothy D. Stevens, who being by me duly sworn, says that he is the Chief Risk Officer of SMRS SPV II LLC, that said instrument was signed on January 14th, 2014 on behalf of said limited liability company by authority of its Board of Managers, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

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



(Seal)

Eileen Patricia O'Neill
Name:
Notary Public – State of Illinois
My Commission Expires: 10/3/16
Residing in Chicago, Illinois

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: 1/28/14

Edward M Luria
Edward M. Luria