

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

October 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 and Assumption Agreement, dated as of October 19, 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 23884.

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

Assignor: Florail Inc
1348 Greenland Trace
Deland, FL 32720

Assignee: RGCX, Ltd.
907 Lindberg Avenue
McAllen, TX 78501

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

14 locomotives: IBT 19083, IBT 19084, IBT 19086 – IBT 19093, inclusive, IBT 19095, IBT 19096, IBT 19098 and IBT 19099 (not including casualty IBT 19097).

Section Chief
October 20, 2016
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A short summary of the document to appear in the index is:

Memorandum of Assignment and Assumption Agreement.

Also enclosed is a check in the amount of \$45.00 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 AND ASSUMPTION AGREEMENT
(Surface Transportation Board)

This Memorandum of Assignment and Assumption Agreement (this “Memorandum”) dated October 19, 2016 is entered into by and between FLORAIL, INC., a Florida corporation (the “Assignor”) and RGCX, LTD., a Texas limited partnership (the “Assignee”).

The parties to this Memorandum hereby acknowledge and confirm the following:

1. Assignor, as assignor and successor-in-interest to Joseph Leasing Ltd. and owner of the “Railcars” (as defined below), and Assignee, as assignee, are parties to a certain Assignment and Assumption Agreement, dated of even date herewith, pursuant to which Assignor assigned to Assignee the rights of “Lessor” under a certain lease agreement dated June 15, 1998, as amended (the “Lease”).
2. The railcars that are the subject of the Lease are described on Schedule 1 hereto (the “Railcars”).
3. The parties hereto desire to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their duly authorized officers, as of October 19, 2016.

[Signatures appear on the following pages.]

MEMORANDUM OF ASSIGNMENT AND ASSUMPTION AGREEMENT

Schedule 1 – Memorandum of Assignment and Assumption Agreement

RAILCARS

Fourteen (14) 1998 Built 286K GRL, approximately 6297 Cu. Ft., Plate F boxcars
(Railcar numbers as listed below):

1. IBT 19083
2. IBT 19084
- *
3. IBT 19086
4. IBT 19087
5. IBT 19088
6. IBT 19089
7. IBT 19090
8. IBT 19091
9. IBT 19092
10. IBT 19093
- *
11. IBT 19095
12. IBT 19096
- *
13. IBT 19098
14. IBT 19099

* Skipped number

Not including casualty IBT 19097

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: October 20, 2016

Edward M. Luria

Edward M. Luria