RECORDATION NO. 32359-A
FILED SEPTEMBER 30, 2016 3:25 PM
SURFACE TRANSPORTATION BOARD

LAW OFFICES OF
LOUIS E. GITOMER, LLC

LOUIS E. GITOMER
Lou@lgraillaw.com

MELANIE B. YASBIN
Melanie@lgraillaw.com
410-296-2205

600 BALTIMORE AVENUE, SUITE 301
TOWSON, MARYLAND 21204-4022
(410) 296-2250 • (202) 466-6532
FAX (410) 332-0885

September 30, 2016

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for efiling the document described below, to be recorded pursuant to 49 U.S.C. § 11301. The document is a Memorandum of Assignment of Lease, a secondary document, dated as of September 30, 2016. The primary document to which this is connected is recorded under Recordation No. "New". We request that this document be recorded under Recordation No. New-A.

The names and addresses of the parties to the Memorandum of Assignment of Lease Agreement are:

Assignor:

Banc of America Leasing & Capital, LLC
11333 McCormick Road
Hunt Valley, MD 21031

Assignee:

The Huntington National Bank
105 East Fourth Street, Suite 120
Cincinnati, OH 45202

A description of the equipment covered by the Memorandum of Assignment of Lease Agreement consists of 112 tank cars numbered OCAX 004110-004137, inclusive, DCLX 004140, OCAX 004144, 004145, 004154, 004158, 004163, DCLX 004170, OCAX 004172, DCLX 004175, DCLX 004176, OCAX 004178, 004179, 004180, 004181, DCLX 004182.OCAX 004184, 004187, 004188, DCLX 004194, OCAX 004200, 004201, 004202, DCLX 004203, OCAX 004204, 004205, 004206, 004207, 004208, 004209, 004210, 004211, 004212, 004213, 004214, 004215, 004216, 004217, 004218, 004219, 004220, 004222, 004223, 004225, 004226, 004229, 004230, 004231, 004232, 004233, 004234, 004235, 004236, 004237, 004238, 004239, 004240, 004241, 004242, 004243, 004244, 004245, 004246, 004247, 004248, 004249, 004250, 004251, 004252, 004253, 004262, 004266, 004270, 004272, 004273, 004275, 004278, 004282,

088018, 088019, 088040, 088057, 088064, 088066, and 088067 (formerly numbered DCLX004110, 004111, 004112, 004113, 004114, 004115, 004116, 004117, 004118, 004119, 004120, 004121, 004122, 004123, 004124, 004125, 004126, 004127, 004128, 004129, 004130, 004131, 004132, 004133, 004134, 004135, 004136, 004137, 004140, 004144, 004145, 004154, 004158, 004163, 004170, 004172, 004175, 004176, 004178, 004179, 004180, 004181, 004182, 004184, 004187, 004188, 004194, 004200, 004201, 004202, 004203, 004204, 004205, 004206, 004207, 004208, 004209, 004210, 004211, 004212, 004213, 004214, 004215, 004216, 004217, 004218, 004219, 004220, 004222, 004223, 004225, 004226, 004229, 004230, 004231, 004232, 004233, 004234, 004235, 004236, 004237, 004238, 004239, 004240, 004241, 004242, 004243, 004244, 004245, 004246, 004247, 004248, 004249, 004250, 004251, 004252, 004253, 004262, 004266, 004270, 004272, 004273, 004275, 004278, 004282, 088018, 088019, 088040, 088057, 088064, 088066, and 088067, respectively).

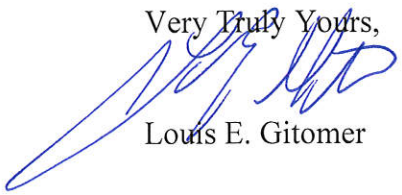
A fee of $45.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgraillaw.com

A short summary of the document to appear in the index follows: a Memorandum of Assignment of Lease Agreement between Banc of America Leasing & Capital, LLC, 11333 McCormick Road, Hunt Valley, MD 21031, and The Huntington National Bank, 105 East Fourth Street, Suite 120, Cincinnati, OH 45202, covering 112 tank cars numbered OCAX 004110-004137, inclusive, DCLX 004140, OCAX 004144, 004145, 004154, 004158, 004163, DCLX 004170, OCAX 004172, DCLX 004175, DCLX 004176, OCAX 004178, 004179, 004180, 004181, DCLX 004182.OCAX 004184, 004187, 004188, DCLX 004194, OCAX 004200, 004201, 004202, DCLX 004203, OCAX 004204, 004205, 004206, 004207, 004208, 004209, 004210, 004211, 004212, 004213, 004214, 004215, 004216, 004217, 004218, 004219, 004220, 004222, 004223, 004225, 004226, 004229, 004230, 004231, 004232, 004233, 004234, 004235, 004236, 004237, 004238, 004239, 004240, 004241, 004242, 004243, 004244, 004245, 004246, 004247, 004248, 004249, 004250, 004251, 004252, 004253, 004262, 004266, 004270, 004272, 004273, 004275, 004278, 004282, 088018, 088019, 088040, 088057, 088064, 088066, and 088067 (formerly numbered DCLX004110, 004111, 004112, 004113, 004114, 004115, 004116, 004117, 004118, 004119, 004120, 004121, 004122, 004123, 004124, 004125, 004126, 004127, 004128, 004129, 004130, 004131, 004132, 004133, 004134, 004135, 004136, 004137, 004140, 004144, 004145, 004154, 004158, 004163, 004170, 004172, 004175, 004176, 004178, 004179, 004180, 004181, 004182, 004184, 004187, 004188, 004194, 004200, 004201, 004202, 004203, 004204, 004205, 004206,

004207, 004208, 004209, 004210, 004211, 004212, 004213, 004214, 004215, 004216, 004217, 004218, 004219, 004220, 004222, 004223, 004225, 004226, 004229, 004230, 004231, 004232, 004233, 004234, 004235, 004236, 004237, 004238, 004239, 004240, 004241, 004242, 004243, 004244, 004245, 004246, 004247, 004248, 004249, 004250, 004251, 004252, 004253, 004262, 004266, 004270, 004272, 004273, 004275, 004278, 004282, 088018, 088019, 088040, 088057, 088064, 088066, and 088067, respectively).

Very Truly Yours,



Louis E. Gitomer

Enclosure

RECORDATION NO. 32359-A
FILED SEPTEMBER 30, 2016 3:25 PM
SURFACE TRANSPORTATION BOARD

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of September 30, 2016

between

THE HUNTINGTON NATIONAL BANK

as Assignee

and

BANC OF AMERICA LEASING & CAPITAL, LLC
as Assignor

FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO
49 U.S.C. §11301 on September ____, 2016 at ____:____ __.m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of September 30, 2016 by and between THE HUNTINGTON NATIONAL BANK (the "Assignee") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), with reference to the following:

Assignor, as lessor, and Blue Cube Operations LLC, as lessee, have heretofore executed that certain Rail Equipment Net Leasing Agreement No. 31877-90000 dated September 30, 2016, and, pursuant thereto, that certain Schedule No. 022 dated September 30, 2016 (collectively, the "Lease"), pertaining to the railcars set forth therein and further described on Exhibit No. 1 attached hereto (the "Railcars").

Assignor, as assignor, and Assignee, as assignee, have executed that certain Assignment and Specification of Assigned Lease Schedule dated as of the date hereof to that certain Master Assignment Agreement dated as of March 6, 2003 by and between Assignor and Assignee, pursuant to which (a) Assignor has assigned to Assignee all of Assignor's rights and obligations under the Lease and Assignee has assumed from Assignor all of Assignor's rights and obligations under the Lease, in each case, solely with respect to the assigned Railcars, and (b) Assignor has sold the assigned Railcars to Assignee.

Assignor filed a Memorandum of Lease with the STB on September 30, 2016 with respect to the Railcars which is awaiting a Recordation Number. The parties hereto wish to show for public record this Memorandum of Assignment of Lease to provide notice of such assignment.

This Memorandum of Assignment of Lease relates only to the sale by Assignor to Assignee of the assigned Railcars described herein and the assignment by Assignor to Assignee of the Lease solely as it pertains to such Railcars.

This Memorandum of Assignment of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Assignment of Lease.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Assignment of Lease to be executed as of the date first above written.

THE HUNTINGTON NATIONAL BANK

By: Stephanie McDole
Name: Stephanie McDole
Title: Sales Coordinator

BANC OF AMERICA LEASING & CAPITAL, LLC

By: _____
Name:
Title:

STATE OF Ohio)
) ss.
COUNTY OF Hamilton)

I HEREBY CERTIFY, that on this 29th day of September, 2016, before me, the undersigned, a Notary Public of the State of Ohio, personally appeared Stephanie Mudde, who acknowledged himself/herself to be the Sales Coordinator of THE HUNTINGTON NATIONAL BANK, known (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that he/she executed the same for the purposes therein contained as the duly authorized Sales Coordinator of said national banking association by signing the name of the association by himself/herself as the Sales Coordinator.

AS WITNESS my hand and notarial seal.

Notary Public

My commission expires: N/A.

ALEXANDRA DRESSMAN
Attorney at Law
Notary Public, State of Ohio
My Comm. has no Expiration Date
Section 147.03 O.R.C.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Assignment of Lease to be executed as of the date first above written.

THE HUNTINGTON NATIONAL BANK

By:_____
Name:
Title:

BANC OF AMERICA LEASING & CAPITAL, LLC

By: Steffanie Ragland
Name: Steffanie Ragland
Title: Vice President

STATE OF GEORGIA)
) ss.
COUNTY OF DEKALB)

I HEREBY CERTIFY, that on this 29th day of Sept, 2016, before me, the undersigned, a Notary Public of the State of Georgia, personally appeared Stefanie Ragland, who acknowledged herself to be the Vice President of BANC OF AMERICA LEASING & CAPITAL, LLC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that she executed the same for the purposes therein contained as the duly authorized Vice President of said company by signing the name of the company by herself as the Vice President.

AS WITNESS my hand and notarial seal.

Irmine Dieudonne
Notary Public

My commission expires: Aug 30, 2019

IRMINE DIEUDONNE
NOTARY PUBLIC
Gwinnett County
State of Georgia
My Comm. Expires August 30, 2019

EXHIBIT NO. 1
TO MEMORANDUM OF ASSIGNMENT OF LEASE
DESCRIPTION OF RAILCARS

	Old Car Mark	New Car Mark	Year Built
1	DCLX004110	OCAX004110	2005
2	DCLX004111	OCAX004111	2005
3	DCLX004112	OCAX004112	2005
4	DCLX004113	OCAX004113	2005
5	DCLX004114	OCAX004114	2005
6	DCLX004115	OCAX004115	2005
7	DCLX004116	OCAX004116	2005
8	DCLX004117	OCAX004117	2005
9	DCLX004118	OCAX004118	2005
10	DCLX004119	OCAX004119	2005
11	DCLX004120	OCAX004120	2005
12	DCLX004121	OCAX004121	2005
13	DCLX004122	OCAX004122	2005
14	DCLX004123	OCAX004123	2005
15	DCLX004124	OCAX004124	2005
16	DCLX004125	OCAX004125	2005
17	DCLX004126	OCAX004126	2005
18	DCLX004127	OCAX004127	2005
19	DCLX004128	OCAX004128	2005
20	DCLX004129	OCAX004129	2005
21	DCLX004130	OCAX004130	2005
22	DCLX004131	OCAX004131	2005
23	DCLX004132	OCAX004132	2005
24	DCLX004133	OCAX004133	2005
25	DCLX004134	OCAX004134	2005
26	DCLX004135	OCAX004135	2005
27	DCLX004136	OCAX004136	2005
28	DCLX004137	OCAX004137	2005
29	DCLX004140	DCLX004140	2005
30	DCLX004144	OCAX004144	2005
31	DCLX004145	OCAX004145	2005
32	DCLX004154	OCAX004154	2005
33	DCLX004158	OCAX004158	2005
34	DCLX004163	OCAX004163	2005
35	DCLX004170	DCLX004170	2005
36	DCLX004172	OCAX004172	2005
37	DCLX004175	DCLX004175	2005
38	DCLX004176	DCLX004176	2005

39	DCLX004178	OCAX004178	2005
40	DCLX004179	OCAX004179	2005
41	DCLX004180	OCAX004180	2005
42	DCLX004181	OCAX004181	2005
43	DCLX004182	DCLX004182	2005
44	DCLX004184	OCAX004184	2005
45	DCLX004187	OCAX004187	2005
46	DCLX004188	OCAX004188	2005
47	DCLX004194	DCLX004194	2005
48	DCLX004200	OCAX004200	2005
49	DCLX004201	OCAX004201	2005
50	DCLX004202	OCAX004202	2005
51	DCLX004203	DCLX004203	2005
52	DCLX004204	OCAX004204	2005
53	DCLX004205	OCAX004205	2005
54	DCLX004206	OCAX004206	2005
55	DCLX004207	OCAX004207	2005
56	DCLX004208	OCAX004208	2005
57	DCLX004209	OCAX004209	2005
58	DCLX004210	OCAX004210	2005
59	DCLX004211	OCAX004211	2005
60	DCLX004212	OCAX004212	2005
61	DCLX004213	OCAX004213	2005
62	DCLX004214	OCAX004214	2005
63	DCLX004215	OCAX004215	2005
64	DCLX004216	OCAX004216	2005
65	DCLX004217	OCAX004217	2005
66	DCLX004218	OCAX004218	2005
67	DCLX004219	OCAX004219	2005
68	DCLX004220	OCAX004220	2005
69	DCLX004222	OCAX004222	2005
70	DCLX004223	OCAX004223	2005
71	DCLX004225	OCAX004225	2005
72	DCLX004226	OCAX004226	2005
73	DCLX004229	OCAX004229	2005
74	DCLX004230	OCAX004230	2005
75	DCLX004231	OCAX004231	2005
76	DCLX004232	OCAX004232	2005
77	DCLX004233	OCAX004233	2005
78	DCLX004234	OCAX004234	2005
79	DCLX004235	OCAX004235	2005

80	DCLX004236	OCAX004236	2005
81	DCLX004237	OCAX004237	2005
82	DCLX004238	OCAX004238	2005
83	DCLX004239	OCAX004239	2005
84	DCLX004240	OCAX004240	2005
85	DCLX004241	OCAX004241	2005
86	DCLX004242	OCAX004242	2005
87	DCLX004243	OCAX004243	2005
88	DCLX004244	OCAX004244	2005
89	DCLX004245	OCAX004245	2005
90	DCLX004246	OCAX004246	2005
91	DCLX004247	OCAX004247	2005
92	DCLX004248	OCAX004248	2005
93	DCLX004249	OCAX004249	2005
94	DCLX004250	OCAX004250	2005
95	DCLX004251	OCAX004251	2005
96	DCLX004252	OCAX004252	2005
97	DCLX004253	OCAX004253	2005
98	DCLX004262	OCAX004262	2005
99	DCLX004266	OCAX004266	2005
100	DCLX004270	OCAX004270	2005
101	DCLX004272	OCAX004272	2005
102	DCLX004273	OCAX004273	2005
103	DCLX004275	OCAX004275	2005
104	DCLX004278	OCAX004278	2005
105	DCLX004282	OCAX004282	2005
106	DOWX088018	OCAX088018	2005
107	DOWX088019	OCAX088019	2005
108	DOWX088040	OCAX088040	2005
109	DOWX088057	OCAX088057	2005
110	DOWX088064	OCAX088064	2005
111	DOWX088066	OCAX088066	2005
112	DOWX088067	OCAX088067	2005