

LAW OFFICES OF
LOUIS E. GITOMER, LLC

RECORDATION NO. 31940-A
FILED SEPTEMBER 28, 2015 10:33 AM
SURFACE TRANSPORTATION BOARD

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September 28, 2015

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 e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Collateral Assignment of Lease Schedules 006, 010, and 012, a secondary document, dated as of September 25, 2015. 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 Collateral Assignment of Lease Schedules 006, 010, and 012 are:

Secured Party:

Regions Commercial Equipment Finance, LLC
1900 5th Avenue North
Birmingham, AL 35203

Debtor:

Trinity Chemical Leasing, L.L.C.
8801 South Yale Avenue, Suite 210
Tulsa, OK 74137

A description of the equipment covered by the Memorandum of Collateral Assignment of Lease Schedules 006, 010, and 012 consists of 56 tank cars numbered TCLX 290277-290282, inclusive, 290284, 290299-290303, inclusive, 290305, 290308, 290311, 290312, 290334, 290337-290342, 290344, 290346, 290347, 290350, 290359, 290361, 290362, 290364, 290367-290370, 290375, 290376, 290378, 290382, 290384, 290386, 290388, 290413, 290420, 290421, 290423, 290425, 290426, 290427, 290429, 290430, 290431, 290432, 290435, 290440, and 290447.

Ms. Cynthia T. Brown
September 28, 2015
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A fee of \$43.00 is enclosed. Please return one copy by email to:

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

A short summary of the document to appear in the index follows: a Memorandum of Collateral Assignment of Lease Schedules 006, 010, and 012 between Regions Commercial Equipment Finance, LLC, 1900 5th Avenue North, Birmingham, AL 35203, and Trinity Chemical Leasing, L.L.C., 8801 South Yale Avenue, Suite 210, Tulsa, OK 74137, covering 56 tank cars numbered TCLX 290277-290282, inclusive, 290284, 290299-290303, inclusive, 290305, 290308, 290311, 290312, 290334, 290337-290342, 290344, 290346, 290347, 290350, 290359, 290361, 290362, 290364, 290367-290370, 290375, 290376, 290378, 290382, 290384, 290386, 290388, 290413, 290420, 290421, 290423, 290425, 290426, 290427, 290429, 290430, 290431, 290432, 290435, 290440, and 290447.

Very Truly Yours,

Louis E. Gitomer

Enclosure

MEMORANDUM OF COLLATERAL ASSIGNMENT OF LEASE SCHEDULES 006, 010 AND 012

dated as of September 25th, 2015

between

REGIONS COMMERCIAL EQUIPMENT FINANCE, LLC,
as Secured Party

and

TRINITY CHEMICAL LEASING, L.L.C.,
as Debtor

FILED WITH (A) THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C. § 11301,
AND (B) THE REGISTRAR GENERAL OF CANADA PURSUANT TO SECTION 105 OF THE CANADA
TRANSPORTATION ACT

MEMORANDUM OF COLLATERAL ASSIGNMENT OF LEASE SCHEDULES 006, 010 AND 012

THIS MEMORANDUM OF COLLATERAL ASSIGNMENT OF SCHEDULES 006, 010 AND 012 is made and entered into as of September 22nd 2015 (this "Memorandum"), by and among REGIONS COMMERCIAL EQUIPMENT FINANCE, LLC (together with its successors and assigns, "Secured Party") and TRINITY CHEMICAL LEASING, L.L.C., as debtor ("Debtor"), with reference to the following:

1. Pursuant to a Collateral Assignment of Lease Schedule Nos. 006, 010 and 012 dated as of September 15th 2015 (the "Assignment"), Debtor has collaterally assigned to Secured Party all of Debtor's right title and interest in and to Lease Schedule No. 006 dated as of July 17, 2015, Lease Schedule No. 010 dated as of August 21, 2015, and Lease Schedule No. 012 dated as of September 4, 2015, which by their terms incorporate by reference the provisions of that certain Master Railcar Lease Agreement dated as of January 1, 2015 (collectively, the "Lease"), between Debtor, as lessor, and Trinity Chemical Industries, L.L.C., as lessee ("Lessee"), pursuant to which Lessor leased to Lessee the rail equipment described on Schedule A attached hereto (the "Railcars")
2. The Assignment shall be effective as of the date first set forth above and Debtor's and Lessee's use of the Railcars shall be subject to the terms and conditions as set forth in the Assignment.

This Memorandum may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Collateral Assignment of Lease Schedules 006, 010 and 012.

(The remainder of this page is intentionally blank. Signature page follows.)

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Collateral Assignment of Lease Schedules 006, 010 and 012 to be executed as of the date first above written.

Secured Party:

REGIONS COMMERCIAL EQUIPMENT
FINANCE, LLC

By: *Jonathan Drescher*
Name: Jonathan Drescher
Title: ASSISTANT VICE-PRESIDENT

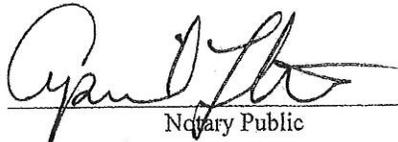
Debtor:

TRINITY CHEMICAL LEASING, L.L.C.

By: *Jerry Fisher*
Name: Jerry Fisher
Title: Vice-President / Managing Member

STATE OF Alabama)
) ss.
COUNTY OF Jefferson)

I HEREBY CERTIFY, that on this 26th day of September, 2015, before me, the undersigned, a Notary Public of the State of Alabama, personally appeared Jonathan Drescher, who acknowledged (her)himself to be the ASSISTANT VICE PRESIDENT Regions Commercial Equipment Finance, LLC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that (s)he executed the same for the purposes therein contained as the duly authorized ~~ASSISTANT VICE PRESIDENT~~ of said company by signing the name of the company by (her)himself as the ~~ASSISTANT VICE PRESIDENT~~
AS WITNESS my hand and notarial seal.

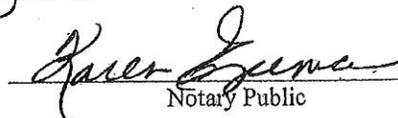

Notary Public

My Commission Expires:

MY COMMISSION EXPIRES JANUARY 11 2018

STATE OF OKLAHOMA)
) ss.
COUNTY OF TULSA)

I HEREBY CERTIFY, that on this 23rd day of September, 2015, before me, the undersigned, a Notary Public of the State of Oklahoma, personally appeared Kerry Fisher, who acknowledged himself to be the Vice-President/Managing Member Trinity Chemical Leasing, L.L.C., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized Vice-President/Managing Member of said company by signing the name of the company by himself as the Vice-President/Managing Member
AS WITNESS my hand and notarial seal.


Notary Public

My Commission Expires: 11-13-16



Exhibit No. 1
DESCRIPTION OF RAIL EQUIPMENT

DESCRIPTION	REPORTING MARKS
Fifty-six (56) new general purpose coiled and insulated tank cars manufactured by National Steel Car Limited	TCLX 290277, 290278, 290279, 290280, 290281, 290282, 290284, 290299, 290300, 290301, 290302, 290303, 290305, 290308, 290311, 290312, 290334, 290337, 290338, 290339, 290340, 290341, 290342, 290344, 290346, 290347, 290350, 290359, 290361, 290362, 290364, 290367, 290368, 290369, 290370, 290375, 290376, 290378, 290382, 290384, 290386, 290388, 290413, 290420, 290421, 290423, 290425, 290426, 290427, 290429, 290430, 290431, 290432, 290435, 290440 and 290447.