

May 28 , 2014 03:20 PM

ALVORD AND ALVORD SURFACE TRANSPORTATION BOARD

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

May 28, 2014

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 Security Agreement, dated as of May 28, 2014, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Secured Party:	BB&T Equipment Finance Corporation 600 Washington Avenue, Suite 201 Towson, MD 21204
Debtors:	Danella Construction Corporation of Virginia, Inc. Danella Rental Systems, Inc. Danella Construction of NY, Inc. Danella, Inc. Danella Line Services Company, Inc. J. Daniel & Company, Inc. Danella Engineering and Construction Corporation Danella Atlantic Corporation Danella Utility Construction, Inc. Danella Companies, Inc. Danella Construction Corporation of FL., Inc. 2290 Butler Pike Plymouth Meeting, PA 19462

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

4 pieces of maintenance of way equipment:

ONE (1) 2013 FREIGHTLINER 108SD VIN NUMBER: 3ALAG0BS2DDFJ0465
ALONG WITH THE FOLLOWING:
538 PLATFORM BODY PACKAGE 156" L X 96" W
STELLAR 5521C HYDRAULIC TELESCOPIC CRANE S/N: JGQ12A195
DMF 1420 RAIL GEAR

ONE (1) 2014 FREIGHTLINER 108SD CREW CAB VIN NUMBER:
1FVHG5CY9FHGC2591
ALONG WITH THE FOLLOWING:
609 VERSION 1 PLATFORM BODY PACKAGE 177" L X 96" W
IMT 17/117DL HYDRAULIC ARTICULATING CRANE S/N: 1061015
DMF 1630 RAIL GEAR

ONE (1) 2015 FREIGHTLINER 114SD with additional equipment by Reading VIN
NUMBER: 1FVHG3DV7FHGA3904
ALONG WITH THE FOLLOWING:
CRANE 600H S/N: 299469
RAIL GEAR S/N: 35860 & 35861
READING EH-18W BODY S.N: 800754
WEATHERGUARD TOOLBOXES 48" S.N: 1408514537 & 36" S/N: 1408615572

ONE (1) 2015 FREIGHTLINER 114SD with additional equipment by Reading VIN
NUMBER: 1FVHG3DV1FHGA3901
ALONG WITH THE FOLLOWING:
NATIONAL 600 CRANE S/N: 299557
RAIL GEAR S/N: 35862 & 35859
READING EH-18W BODY S.N: 800749
WEATHERGUARD TOOLBOXES 48" S.N: 1408614945 & 36" S/N: 1408615574

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

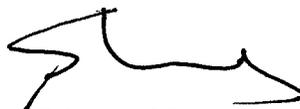
Memorandum of Security Agreement.

Chief, Section of Administration
May 28, 2014
Page 3

Also enclosed is a check in the amount of \$44.00 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 'Edward M. Luria', with a stylized, sweeping flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF SECURITY AGREEMENT

Dated as of May 28, 2014

among

BB&T EQUIPMENT FINANCE CORPORATION,
as Secured Party

and

DANELLA CONSTRUCTION CORPORATION OF VIRGINIA, INC.,

DANELLA RENTAL SYSTEMS, INC.,

DANELLA CONSTRUCTION OF NY, INC.,

DANELLA, INC.,

DANELLA LINE SERVICES COMPANY, INC.,

J. DANIEL & COMPANY, INC.,

DANELLA ENGINEERING AND CONSTRUCTION CORPORATION,

DANELLA ATLANTIC CORPORATION,

DANELLA UTILITY CONSTRUCTION, INC.,

DANELLA COMPANIES, INC.,

DANELLA CONSTRUCTION CORPORATION OF FL., INC.

as Debtor

Filed with the Surface Transportation Board pursuant to
49 U.S.C. § 11301 on May __, 2014, at ____:____.M
Recordation Number _____

MEMORANDUM OF SECURITY AGREEMENT

THIS MEMORANDUM OF SECURITY AGREEMENT dated as of May 28, 2014 is made by and among BB&T EQUIPMENT FINANCE CORPORATION, together with its successors and assigns ("Secured Party"), and, EACH OF THE PARTIES SPECIFIED ON SCHEDULE A ATTACHED HERETO, as borrower (jointly, severally and collectively, "Debtor").

WITNESSETH

1. Pursuant to the Loan and Security Agreement dated as of March 5, 2013 (the "Loan Agreement") and Promissory Note and Collateral Schedule No. 30541-01-01-LN021 dated as of May, 2014 (the "Note" and collectively with the Loan Agreement, the "Security Agreement"), Debtor has pledged to Secured Party a first priority security interest in all of the rail equipment described in Exhibit A attached hereto (the "Rail Equipment").

2. The Security Agreement shall be effective as of the date first set forth herein above and Debtor's use of the Rail Equipment shall be subject to the terms and conditions as set forth in the Security Agreement.

3. This Memorandum of Security Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

[Signature page follows]

EXHIBIT A
TO MEMORANDUM OF SECURITY AGREEMENT
DATED AS OF May 28, 2014

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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: 5/28/14

Edward M Luria
Edward M. Luria