RECORDATION NO. 31911
FILED SEPTEMBER 10, 2015 5:44 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 10, 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 efiling the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Railcar Collateral Schedule, a primary document, dated as of August 28, 2015. We request that this document be given the next available recordation number.

The names and addresses of the parties to the Memorandum of Railcar Collateral Schedule are:

Secured Party:

SunTrust Equipment Finance & Leasing Corp.
303 Peachtree Street, 24th Floor
Atlanta, GA 30308

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 Railcar Collateral Schedule consists of 20 tank cars numbered TCLX 290304, 290306, 290307, 290310, 290345, 290348, 290349, 290351, 290352, 290353, 290354, 290355, 290356, 290357, 290358, 290360, 290363, 290366, 290365, and 290371.

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@lgraillaw.com

A short summary of the document to appear in the index follows: a Memorandum of Railcar Collateral Schedule between SunTrust Equipment Finance & Leasing Corp., 303 Peachtree Street, 24th Floor, Atlanta, GA 30308, and Trinity Chemical Leasing, L.L.C., 8801 South Yale Avenue, Suite 210, Tulsa, OK 74137, covering 20 tank cars numbered TCLX 290304, 290306, 290307, 290310, 290345, 290348, 290349, 290351, 290352, 290353, 290354, 290355, 290356, 290357, 290358, 290360, 290363, 290366, 290365, and 290371.

Very Truly Yours,

Louis E. Gitomer

Enclosure

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Execution Copy
082415
Closing Document No. 333

MEMORANDUM OF RAILCAR COLLATERAL SCHEDULE

dated as of August 28, 2015

between

SUNTRUST EQUIPMENT FINANCE & LEASING CORP.,
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 RAILCAR COLLATERAL SCHEDULE

THIS MEMORANDUM OF RAILCAR COLLATERAL SCHEDULE is made and entered into as of August 28, 2015 (this "**Memorandum**"), by and between SUNTRUST EQUIPMENT FINANCE & LEASING CORP. (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 Railcar Collateral Schedule No. 011 dated as of August 28, 2015 (the "**Schedule**"), to that certain Master Railcar Security Agreement No. 09783 dated as of May 29, 2015 (the Schedule, together with such Master Railcar Security Agreement, solely as it relates to the Schedule, the "**Security Agreement**"), Debtor has pledged to Secured Party a first priority security interest in all of the rail equipment described on Exhibit No. 1 attached hereto (the "**Railcars**").

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

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

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

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

Secured Party:	Debtor:
SUNTRUST EQUIPMENT FINANCE & LEASING CORP.	TRINITY CHEMICAL LEASING, L.L.C.
By: _____	By: _____
Name: Soula Perakis	Name: Terry Fisher
Title: Vice President	Title: Vice-President / Managing Member

STATE OF GEORGIA)
) ss.
COUNTY OF Cherokee)

I HEREBY CERTIFY, that on this 27 day of August, 2015, before me, the undersigned, a Notary Public of the State of Georgia, personally appeared Soula Perakis, who acknowledged herself to be the Vice President of SunTrust Equipment Finance & Leasing Corp., 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.

Carey Brock
Notary Public

CAREY BROCK NOTARY PUBLIC CHEROKEE COUNTY, GA MY COMMISSION EXPIRES AUGUST 11, 2018

My Commission Expires: 8/11/18

STATE (COMMONWEALTH) OF Oklahoma)
) ss.
COUNTY OF Tulsa)

I HEREBY CERTIFY, that on this 25th day of August, 2015, before me, the undersigned, a Notary Public of the State of Oklahoma, personally appeared Terry Fisher who acknowledged himself to be the Vice President / Managing Member of 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.

Karen Engleman
Notary Public

My Commission Expires: 11/13/2016

KAREN ENGLEMAN NOTARY PUBLIC Commission # 12010856 My Commission Expires 11-13-2016 STATE OF OKLAHOMA

Exhibit No. 1

DESCRIPTION OF RAIL EQUIPMENT

twenty (20) new general purpose coiled and insulated tank cars manufactured by National Steel Car Limited and assigned reporting marks TCLX 290306, 290354, 290355, 290371, 290304, 290356, 290363, 290366, 290307, 290352, 290353, 290365, 290351, 290360, 290310, 290345, 290348, 290357, 290358 and 290349.