

LAW OFFICES OF
LOUIS E. GITOMER, LLC.

LOUIS E. GITOMER
Lou@lgraillaw.com

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

MELANIE B. YASBIN
Melanie@lgraillaw.com
410-296-2225

June 29, 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 efilings 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 June 29, 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 Assignment of Lease are:

Assignor:

Banc of America Leasing and Capital, LLC
One Financial Center
Providence, RI 02903

Assignee:

Bridge Capital Leasing, Inc.
215 Schilling Circle, Suite 100
Hunt Valley, MD 21031

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 65 tank cars numbered DPRX 258419, 258422, 258471, 258477, 258479, 258483, 258484, 258486, 258500, 258505, 258507, 258508, 258512, 258513, 258515, 258517, 258518, 258519, 258520, 258522, 258525, 258527, 258528, 258530, 258532, 258536, 258537, 258538, 258539, 258541, 258542, 258543, 258544, 258545, 258547, 258552, 258553, 258555, 258556, 258557, 258558, 258559, 258562, 258563, 258566, 258567, 258568, 258569, 258570, 258573, 258575, 258576, 258578, 258579, 258580, 258581, 258589, 258591, 258592, 258595, 258596, 258597, 258600, 258607, and 258612.

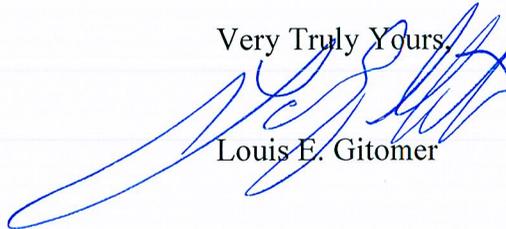
Ms. Cynthia T. Brown
June 29, 2015
Page 2

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 Assignment of Lease between Banc of America Leasing and Capital, LLC, One Financial Center, Providence, RI 02903, Bridge Capital Leasing, Inc., 215 Schilling Circle, Suite 100, Hunt Valley, MD 21031, covering 65 tank cars numbered DPRX 258419, 258422, 258471, 258477, 258479, 258483, 258484, 258486, 258500, 258505, 258507, 258508, 258512, 258513, 258515, 258517, 258518, 258519, 258520, 258522, 258525, 258527, 258528, 258530, 258532, 258536, 258537, 258538, 258539, 258541, 258542, 258543, 258544, 258545, 258547, 258552, 258553, 258555, 258556, 258557, 258558, 258559, 258562, 258563, 258566, 258567, 258568, 258569, 258570, 258573, 258575, 258576, 258578, 258579, 258580, 258581, 258589, 258591, 258592, 258595, 258596, 258597, 258600, 258607, and 258612.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of June 29, 2015

between

BRIDGE CAPITAL LEASING, INC.

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 June ____, 2015 at ____:____.m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of June 29, 2015, by and between BRIDGE CAPITAL LEASING, INC. (the "Assignee") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), with reference to the following:

Assignor, as lessor, and PBF HOLDING COMPANY LLC, as lessee, have heretofore executed that certain Rail Equipment Net Leasing Agreement dated as of December 30, 2013, and, pursuant thereto, that certain Schedule No. 018 dated June 24, 2015 (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 Interest dated as of the date hereof to that certain Master Assignment Agreement dated as of March 20, 2013 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 June 29, 2015 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.

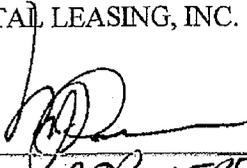
This Memorandum of Assignment of Lease relates only to the sale by Assignor to Assignee of the assigned Railcars described herein and the assignment by Assignor to Assignee of the Lease solely as it pertains to such Railcars.

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.

BRIDGE CAPITAL LEASING, INC.

By: 
Name: _____
Title: *MOWERS*
SVP

BANC OF AMERICA LEASING & CAPITAL, LLC

By: _____
Name: _____
Title: _____

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.

BRIDGE CAPITAL LEASING, INC.

By: _____
Name:
Title:

BANC OF AMERICA LEASING & CAPITAL, LLC

By: Annemarie R. Warren
Name: **Annemarie L. Warren**
Title: **Vice President**

STATE OF Maryland)
) ss.
COUNTY OF Baltimore)

I HEREBY CERTIFY, that on this 25th day of June, 2015, before me, the undersigned, a Notary Public of the State of Maryland, personally appeared Michael Power, who acknowledged himself to be the SVP of BRIDGE CAPITAL LEASING, INC., 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 SVP of said company by signing the name of the company by himself as the SVP.

AS WITNESS my hand and notarial seal.

Margaret Wolfe
Notary Public

My commission expires: June 11, 2016

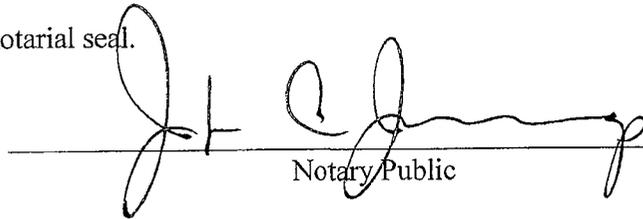


Margaret L. Wolfe
NOTARY PUBLIC
Baltimore County
State of Maryland
My Commission Expires
June 11, 2016

COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF SUFFOLK

I HEREBY CERTIFY, that on this 24th day of June, 2015, before me, the undersigned, a Notary Public of the Commonwealth of Massachusetts, personally appeared Annemarie L. Warren, 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.



Notary Public

My commission expires: _____.



JENNIFER C. JENNINGS
Notary Public
Commonwealth of Massachusetts
My Commission Expires
March 16, 2018

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

(65) Trinity Coiled & Insulated Crude Oil Tank Cars with Reporting Marks:

Car Initials	Car #	Car Initials	Car #
DPRX	258419	DPRX	258547
DPRX	258422	DPRX	258553
DPRX	258505	DPRX	258555
DPRX	258517	DPRX	258557
DPRX	258520	DPRX	258558
DPRX	258522	DPRX	258559
DPRX	258541	DPRX	258562
DPRX	258542	DPRX	258563
DPRX	258552	DPRX	258566
DPRX	258556	DPRX	258567
DPRX	258471	DPRX	258568
DPRX	258479	DPRX	258569
DPRX	258500	DPRX	258570
DPRX	258507	DPRX	258573
DPRX	258508	DPRX	258575
DPRX	258512	DPRX	258576
DPRX	258513	DPRX	258578
DPRX	258515	DPRX	258579
DPRX	258518	DPRX	258580
DPRX	258519	DPRX	258581
DPRX	258525	DPRX	258589
DPRX	258528	DPRX	258591
DPRX	258532	DPRX	258592
DPRX	258536	DPRX	258595
DPRX	258537	DPRX	258596
DPRX	258539	DPRX	258597
DPRX	258543	DPRX	258600
DPRX	258477	DPRX	258607
DPRX	258483	DPRX	258612
DPRX	258484		
DPRX	258486		
DPRX	258527		
DPRX	258530		
DPRX	258538		
DPRX	258544		
DPRX	258545		