

LAW OFFICES OF
LOUIS E. GITOMER, LLC

RECORDATION NO. 32243-A
FILED JUNE 30, 2016 3:19 PM
SURFACE TRANSPORTATION BOARD

LOUIS E. GITOMER
Lou@lgraillaw.com

June 30, 2016

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

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 Assignment of Lease, a secondary document, dated as of June 30, 2016. The primary document to which this is connected is recorded under Recordation No. 32243. We request that this document be recorded under New Recordation No. 32243-A.

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

Assignor:

Banc of America Leasing & Capital, LLC
One Financial Plaza
Providence, RI 02903

Assignee:

Wintrust Commercial Finance, a division of Wintrust Asset Finance, Inc.
2801 Network Boulevard, Suite 505
Frisco, TX 75034

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 32 gondola cars numbered CDEX 16098-16121, inclusive, and 16188-16195, inclusive.

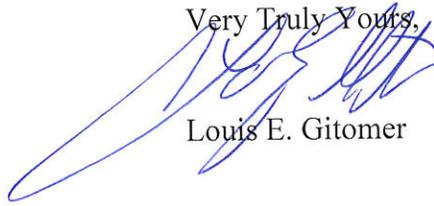
A fee of \$43.00 is enclosed. Please return one copy by email to:

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

Ms. Cynthia T. Brown
June 30, 2016
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A short summary of the document to appear in the index follows: a Memorandum of Assignment of Lease between Banc of America Leasing & Capital, LLC, One Financial Plaza, Providence, RI 02903, and Wintrust Commercial Finance, a division of Wintrust Asset Finance, Inc., 2801 Network Boulevard, Suite 505, Frisco, TX 75034, covering 32 gondola cars numbered CDEX 16098-16121, inclusive, and 16188-16195, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of June ³⁰, 2016

between

WINTRUST COMMERCIAL FINANCE, A DIVISION OF WINTRUST ASSET FINANCE 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 __, 2016 at __: __.m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of June 30, 2016, by and between WINTRUST COMMERCIAL FINANCE, A DIVISION OF WINTRUST ASSET FINANCE INC. (the "Assignee") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), with reference to the following:

Assignor, as lessor, and Tunnell Hill Reclamation LLC, Tunnel Hill Partners, LP, TH Collections – OH LLC, TH Collections – OH Inc., FGW, LLC, New Baltimore, LLC, Environmental Transload Services LLC, One World Recycling, LLC, Coastal Distribution, LLC, Coastal Distribution of Paterson, LLC, Hazleton Creek Properties, LLC, TH Massachusetts Holdings LLC, TH Sunny Farms Holdings LLC, Champion City Recovery, LLC, Boxer Realty Redevelopment, LLC, New Amsterdam & Seneca Railroad Company, LLC, Sunny Farms Landfill LLC, Tunnel Hill Northeast LLC, TH-CC LLC, TH-CC Operating Holdings LLC, TH-CC Merger Sub Inc., TH-CC Asset Holdings LLC, Tunnel Hill Ash LLC, City Hauling LLC, B&S Carting Co., Inc., City Carting & Recycling, Inc., City Carting Northeast Inc., City Carting, Inc., City Recycling, Inc., Somers Sanitation LLC, Somers Sanitation, Inc. and Waste Conversion Technologies, Inc., as lessees, have heretofore executed that certain Rail Equipment Net Leasing Agreement dated as of May 18, 2016, and, pursuant thereto, that certain Schedule No. 002 dated June 28, 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 September 24, 2015 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 30, 2016, under Recordation Number 32243, with respect to the Railcars. 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.

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.

WINTRUST COMMERCIAL FINANCE, A DIVISION
OF WINTRUST ASSET FINANCE INC.

By: Ryan Berlage
Name: Ryan Berlage
Title: SVP- Credit

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.

WINTRUST COMMERCIAL FINANCE, A DIVISION
OF WINTRUST ASSET FINANCE INC.

By: _____
Name:
Title:

BANC OF AMERICA LEASING & CAPITAL, LLC

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

STATE OF TEXAS)
) ss.
COUNTY OF COLLIN)

I HEREBY CERTIFY, that on this 30th day of June, 2016, before me, the undersigned, a Notary Public of the State of Texas, personally appeared Ryan Berlage, who acknowledged himself to be the SVP-Credit of WINTRUST COMMERCIAL FINANCE, A DIVISION OF WINTRUST ASSET FINANCE 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-Credit of said company by signing the name of the company by himself as the SVP-Credit.

AS WITNESS my hand and notarial seal.

Lisa McNeme
Notary Public

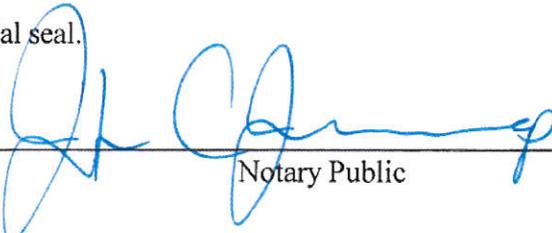
My commission expires: 7/8/19.



COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF SUFFOLK)

I HEREBY CERTIFY, that on this 30th day of June, 2016, before me, the undersigned, a Notary Public of the Commonwealth of Massachusetts, personally appeared Annamarie 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 LEASE AGREEMENT
DESCRIPTION OF UNITS

Thirty-two (32) 6400 CU. FT. Gondola Cars:

Reporting Marks
CDEX 16098
CDEX 16099
CDEX 16100
CDEX 16101
CDEX 16102
CDEX 16103
CDEX 16104
CDEX 16105
CDEX 16106
CDEX 16107
CDEX 16108
CDEX 16109
CDEX 16110
CDEX 16111
CDEX 16112
CDEX 16113
CDEX 16114
CDEX 16115
CDEX 16116
CDEX 16117
CDEX 16118
CDEX 16119
CDEX 16120
CDEX 16121
CDEX 16188
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CDEX 16193
CDEX 16194
CDEX 16195