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September 30, 2016

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 September 30, 2016. 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 & Capital, LLC
11333 McCormick Road
Hunt Valley, MD 21031

Assignee:

The Huntington National Bank
105 East Fourth Street, Suite 120
Cincinnati, OH 45202

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 29 tank cars numbered OCAX 073776, 073777, 073809, 073810, 073811, 073813, 073815, 073817- 073834, inclusive, 073843- 073846, inclusive (formerly numbered DOWX 073776, 073777, 073809, 073810, 073811, 073813, 073815, 073817-073834, inclusive, 073843-073846, inclusive, respectively).

Ms. Cynthia T. Brown
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A fee of \$45.00 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 & Capital, LLC, 11333 McCormick Road, Hunt Valley, MD 21031, and The Huntington National Bank, 105 East Fourth Street, Suite 120, Cincinnati, OH 45202, covering 29 tank cars numbered OCAX 073776, 073777, 073809, 073810, 073811, 073813, 073815, 073817- 073834, inclusive, 073843- 073846, inclusive (formerly numbered DOWX 073776, 073777, 073809, 073810, 073811, 073813, 073815, 073817-073834, inclusive, 073843-073846, inclusive, respectively).

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of September 30, 2016

between

THE HUNTINGTON NATIONAL BANK

as Assignee

and

BANC OF AMERICA LEASING & CAPITAL, LLC

as Assignor

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of September 30, 2016 by and between THE HUNTINGTON NATIONAL BANK (the "Assignee") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), with reference to the following:

Assignor, as lessor, and Blue Cube Operations LLC, as lessee, have heretofore executed that certain Rail Equipment Net Leasing Agreement No. 31877-90000 dated September 30, 2016, and, pursuant thereto, that certain Schedule No. 024 dated September 30, 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 March 6, 2003 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 September 30, 2016 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.

THE HUNTINGTON NATIONAL BANK

By: Stephanie McDole
Name: Stephanie McDole
Title: Sales Coordinator

BANC OF AMERICA LEASING & CAPITAL,
LLC

By: _____
Name:
Title:

STATE OF Ohio)
COUNTY OF Hamilton) ss.

I HEREBY CERTIFY, that on this 29th day of September, 2016, before me, the undersigned, a Notary Public of the State of Ohio, personally appeared Stephanie Middle, who acknowledged himself/herself to be the Sales Coordinator of THE HUNTINGTON NATIONAL BANK, known (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that he/she executed the same for the purposes therein contained as the duly authorized Sales Coordinator of said national banking association by signing the name of the association by himself/herself as the Sales Coordinator.

AS WITNESS my hand and notarial seal.



Notary Public

My commission expires: N/A



ALEXANDRA DRESSMAN
Attorney at Law
Notary Public, State of Ohio
My Comm. has no Expiration Date
Section 147.03 O.R.C.

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.

THE HUNTINGTON NATIONAL BANK

By: _____
Name:
Title:

BANC OF AMERICA LEASING & CAPITAL,
LLC

By: Steffanie Ragland
Name: **Steffanie Ragland**
Title: **Vice President**

STATE OF GEORGIA)
) ss.
COUNTY OF DEKALB)

I HEREBY CERTIFY, that on this 29th day of Sept, 2014, before me, the undersigned, a Notary Public of the State of Georgia, personally appeared Stephanie Ragland, 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: Aug 30, 2019.

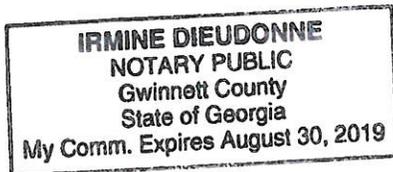


EXHIBIT NO. 1
TO MEMORANDUM OF ASSIGNMENT OF LEASE
DESCRIPTION OF RAILCARS

	Old Car Mark	New Car Mark	Year Built
1	DOWX073776	OCAX073776	2010
2	DOWX073777	OCAX073777	2010
3	DOWX073809	OCAX073809	2010
4	DOWX073810	OCAX073810	2010
5	DOWX073811	OCAX073811	2010
6	DOWX073813	OCAX073813	2010
7	DOWX073815	OCAX073815	2010
8	DOWX073817	OCAX073817	2010
9	DOWX073818	OCAX073818	2010
10	DOWX073819	OCAX073819	2010
11	DOWX073820	OCAX073820	2010
12	DOWX073821	OCAX073821	2010
13	DOWX073822	OCAX073822	2010
14	DOWX073823	OCAX073823	2010
15	DOWX073824	OCAX073824	2010
16	DOWX073825	OCAX073825	2010
17	DOWX073826	OCAX073826	2010
18	DOWX073827	OCAX073827	2010
19	DOWX073828	OCAX073828	2010
20	DOWX073829	OCAX073829	2010
21	DOWX073830	OCAX073830	2010
22	DOWX073831	OCAX073831	2010
23	DOWX073832	OCAX073832	2010
24	DOWX073833	OCAX073833	2010
25	DOWX073834	OCAX073834	2010
26	DOWX073843	OCAX073843	2010
27	DOWX073844	OCAX073844	2010
28	DOWX073845	OCAX073845	2010
29	DOWX073846	OCAX073846	2010