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

February 26, 2016

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 Assignment of Lease Agreement, dated as of February 26, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 31866.

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

Assignor:	Fifth Third Bank 38 Fountain Square Plaza Cincinnati, OH 45263
Assignee:	The Huntington National Bank 105 East 4th Street Cincinnati, OH 43537
[Lessee:	Chicago Freight Car Leasing Co. One O'Hare Center 6250 North River Road, Suite 7000 Rosemont, IL 60018]

Section Chief
February 26, 2016
Page 2

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

9 covered hopper railcars within the series CRDX 14195 – CRDX 14202
and CRDX 14220.

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

Memorandum of Assignment of Lease Agreement.

Also enclosed is a check in the amount of \$43.00 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,



Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

(Equipment Lease Schedule No. 1-C)

between

FIFTH THIRD BANK,
Assignor

and

THE HUNTINGTON NATIONAL BANK

Assignee

Filed with the Surface Transportation Board pursuant to
49 U.S.C. § 11301 on _____ 2016 at ____:____.M
Recordation Number _____

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

THIS MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT dated as of February 26 2016, is made by and between FIFTH THIRD BANK, ("Assignor"), and THE HUNTINGTON NATIONAL BANK ("Assignee").

1. The Assignor, as lessor, has leased to Chicago Freight Car Leasing Co., as lessee ("Lessee"), the railcars identified on Exhibit A attached hereto (the "Railcars") under that certain Equipment Schedule No. 1-C (the "Schedule") to that certain Master Lease Agreement, each dated as of August 12, 2015 (the "Master Lease" and together with the Schedule and all riders, addenda, attachments and exhibits thereto, the "Lease"). A Memorandum of Lease Agreement as to the Lease and the Railcars was recorded with the Surface Transportation Board on August 19, 2015 under recordation Number 31866.

2. The Assignor, as assignor and Assignee, as assignee, are parties to a certain Specification of Assigned Interest dated as of the date hereof, pursuant to which the Assignor has assigned to Assignee the rights of "Lessor" under the Lease and with respect to the Railcars.

3. The parties hereto which to show for the public record this Memorandum of Assignment of Lease Agreement which 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]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Assignment of Lease Agreement to be signed and sealed by their respective officers as of the date and year first above written.

Assignor:

FIFTH THIRD BANK

By: Randall C. Strong
Name: RANDALL C. STRONG
Title: Vice President

STATE OF OHIO)
) ss.:
COUNTY OF HAMILTON)

On this 21st day of February, 2016, before me the subscriber personally appeared Randall Strong, who being by me duly sworn, did depose and say: that he is a vice president of FIFTH THIRD BANK the corporation described in and which executed the foregoing instrument and that he signed his name thereto by order of the Board of Directors of said corporation.

Natasha Givens
NOTARY PUBLIC

My Commission Expires: 5-18-16



Natasha Givens
Notary Public, State of Ohio
My Commission Expires 05-18-2016

[Lessor signature page]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Assignment of Lease Agreement to be signed and sealed by their respective officers as of the date and year first above written.

Assignee:

THE HUNTINGTON NATIONAL BANK

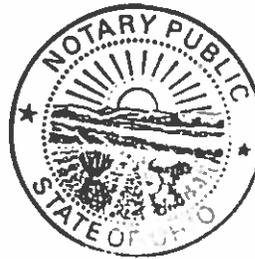
By: Stephanie McPoe
Name: Stephanie McPoe
Title: Staff Officer

STATE OF Ohio)
) ss.:
COUNTY OF Huntington)

On this 26 day of February, 2016, before me the subscriber personally appeared Stephanie McPoe who being by me duly sworn, did depose and say: that (s)he is a Staff Officer of The Huntington National Bank, described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by order of the Board of Directors of said corporation.

Alexandra Dressman
NOTARY PUBLIC

My Commission Expires: N/A



ALEXANDRA DRESSMAN
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date Section 14 3099

[Lessee signature page]

EXHIBIT A

EQUIPMENT DESCRIPTION

CARS IN OPERATION:

Manufacturer: Thrall
Description: C114 1997 covered hopper cars
Quantity: 9
Location: 425 North Martingale Road, Schaumburg, Cook County, IL 60173
Rail Car Numbers:

CRDX 14195
CRDX 14196
CRDX 14197
CRDX 14198
CRDX 14199
CRDX 14200
CRDX 14201
CRDX 14202
CRDX 14220

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: February 26, 2016

Edward M. Luria

Edward M. Luria