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

December 29, 2014

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 Partial Release of Loan and Security Agreement, dated as of December 29, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Loan and Security Agreement previously filed with the Commission under Recordation Number 19147-B.

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

Lender: Minnesota Life Insurance Company (f/k/a  
Minnesota Mutual Life Insurance Company)  
400 Robert Street North  
Saint Paul, MN 55101

[Debtor: Banc of America Leasing & Capital, LLC  
(successor to M&T Credit Services, LLC)  
555 California Street, 4th Floor  
San Francisco CA 94104]

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

88 railcars RELEASED: MBLX 34000 through 34052, inclusive, MBLX 34053, MBLX 34054, MBLX 34056 through MBLX 34073, inclusive,

Section Chief  
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MBLX 34075, MBLX 34076, MBLX 34077, MBLX 34079, MBLX 34081  
through MBLX 34089, inclusive, MBLX 34096 and MBLX 34097.

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

Memorandum of Partial Release of Loan and Security 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,

  
for

Edward M. Luria

EML/cem  
Enclosures

**MEMORANDUM OF  
PARTIAL RELEASE OF LOAN AND SECURITY AGREEMENT**

**(Surface Transportation Board)**

THIS MEMORANDUM OF PARTIAL RELEASE OF LOAN AND SECURITY AGREEMENT (this "Partial Release") is dated as of this 21<sup>st</sup> day of December, 2014, by MINNESOTA LIFE INSURANCE COMPANY (formerly known as The Minnesota Mutual Life Insurance Company, the "Lender").

WHEREAS, the Lender and Banc of America Leasing & Capital, LLC (as successor by assignment from M&T Credit Services, LLC, the "Debtor") are parties to that certain Loan and Security Agreement, dated as of December 15, 1994 (the "Loan and Security Agreement") and the Loan and Security Agreement Supplement No. 1, dated December 30, 1994 (the "Loan Supplement No. 1"), each as amended from time to time (collectively, the "Loan Documents") and solely as the Loan Documents relate to the railcars described in Exhibit A attached hereto and made a part hereof (collectively, the "Released Railcars");

WHEREAS, the Loan and Security Agreement was filed with the Interstate Commerce Commission (the "ICC") (now known as the Surface Transportation Board, the "STB") on December 30, 1994, bearing Recordation No. 19147-A and the Loan Supplement No. 1 was filed with the ICC on December 30, 1994, bearing Recordation No. 19147-B;

WHEREAS, the obligations in respect of the Released Railcars under the Loan Documents have been satisfied in full as of February 1, 2014;

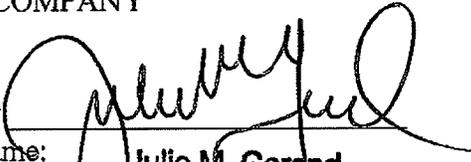
NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lender hereto submits the following:

1. The Lender releases any lien against the Released Railcars created by or arising out of the Loan Documents.
2. This Partial Release does not affect any right of the Lender to, or the lien of the Lender evidenced by the Loan and Security Agreement on, any of the remaining railcars subject to the Loan and Security Agreement and any other loan supplements entered into thereunder.
3. This Partial Release shall be recorded with the STB so as to record the release of the lien against the Released Railcars constituted by the Loan Documents.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the Lender has caused this Partial Release to be duly executed under seal as of the date first above written.

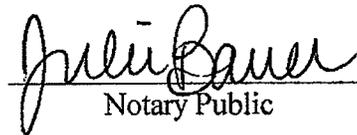
MINNESOTA LIFE INSURANCE  
COMPANY

gwd By   
Name: Julie M. Gerend  
Title: Second Vice President

STATE OF Minnesota, COUNTY/CITY OF Ramsey / St. Paul, TO WIT:

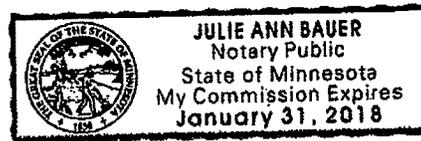
On this 29<sup>th</sup> day of December, 2014, before me personally appeared Julie M. Gerend, to me personally known, who being by me duly sworn, says that he/she is the duly authorized Second Vice President of MINNESOTA LIFE INSURANCE COMPANY, that said instrument was signed on behalf of said company, by authority of its Board of Trustees, and that he/she acknowledged that the execution of the foregoing instruments was the free act and deed of said company.

IN WITNESS WHEREOF I have set my hand and seal.

  
Notary Public

(SEAL)

My Commission Expires:



**Exhibit A**

**DESCRIPTION OF RELEASED RAILCARS**

Eighty-eight (88) 33,500 gallon capacity, non-insulated railcars. bearing the following road marks and numbers:

MBLX 34000 through 34052, inclusive, MBLX 34053, MBLX 34054, MBLX 34056 through MBLX 34073, inclusive, MBLX 34075, MBLX 34076, MBLX 34077, MBLX 34079, MBLX 34081 through MBLX 34089, inclusive, MBLX 34096 and MBLX 34097

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: 10/29/2014

Edward M Luria  
Edward M. Luria