RECORDATION NO. 31912-B
FILED SEPTEMBER 11, 2015 12:18 PM
SURFACE TRANSPORTATION BOARD

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September 11, 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 efiling the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Collateral Assignment of Lease Schedule 013, a secondary document, dated as of September 11, 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-B.

The names and addresses of the parties to the Memorandum of Collateral Assignment of Lease Schedule 013 are:

Secured Party:

SunTrust Equipment Finance & Leasing Corp.
303 Peachtree Street, 24th Floor
Atlanta, GA 30308

Debtor:

Trinity Chemical Leasing, L.L.C.
8801 South Yale Avenue, Suite 210
Tulsa, OK 74137

A description of the equipment covered by the Memorandum of Collateral Assignment of Lease Schedule 013 consists of 19 tank cars numbered TCLX 290313, 290314, 290315, 290316, 290317, 290319, 290324, 290325, 290326, 290327, 290328, 290329, 290330, 290331, 290332, 290333, 290335, 290336, and 290343.

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

A short summary of the document to appear in the index follows: a Memorandum of Collateral Assignment of Lease Schedule 013 between SunTrust Equipment Finance & Leasing Corp., 303 Peachtree Street, 24th Floor, Atlanta, GA 30308, and Trinity Chemical Leasing, L.L.C., 8801 South Yale Avenue, Suite 210, Tulsa, OK 74137, covering 19 tank cars numbered TCLX 290313, 290314, 290315, 290316, 290317, 290319, 290324, 290325, 290326, 290327, 290328, 290329, 290330, 290331, 290332, 290333, 290335, 290336, and 290343.

Very Truly Yours,

Louis E. Gitomer

Enclosure

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Execution Copy
090915
Closing Document No. 385

MEMORANDUM OF COLLATERAL ASSIGNMENT OF LEASE SCHEDULE 013

dated as of September 11, 2015

between

SUNTRUST EQUIPMENT FINANCE & LEASING CORP.,
as Secured Party

and

TRINITY CHEMICAL LEASING, L.L.C.,
as Debtor

FILED WITH (A) THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C. § 11301, AND (B) THE REGISTRAR GENERAL OF CANADA PURSUANT TO SECTION 105 OF THE CANADA TRANSPORTATION ACT

MEMORANDUM OF COLLATERAL ASSIGNMENT OF LEASE SCHEDULE 013

THIS MEMORANDUM OF COLLATERAL ASSIGNMENT OF LEASE SCHEDULE 013 is made and entered into as of September 11, 2015 (this "**Memorandum**"), by and among SUNTRUST EQUIPMENT FINANCE & LEASING CORP. (together with its successors and assigns, "**Secured Party**") and TRINITY CHEMICAL LEASING, L.L.C., as debtor ("**Debtor**"), with reference to the following:

1. Pursuant to a Collateral Assignment of Lease Schedule No. 013 dated as of September 11, 2015 (the "**Assignment**"), Debtor has collaterally assigned to Secured Party all of Debtor's right title and interest in and to Lease Schedule No. 013 dated as of September 11, 2015, which by its terms incorporates by reference the provisions of that certain Master Railcar Lease Agreement dated as of January 1, 2015 (collectively, the "**Lease**"), between Debtor, as lessor, and Trinity Chemical Leasing, L.L.C., as lessee ("**Lessee**"), pursuant to which Lessor leased to Lessee the rail equipment described on Schedule A attached hereto (the "**Railcars**")

2. The Assignment shall be effective as of the date first set forth above and Debtor's and Lessee's use of the Railcars shall be subject to the terms and conditions as set forth in the Assignment.

This Memorandum may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Collateral Assignment of Lease Schedule 013.

(The remainder of this page is intentionally blank. Signature page follows.)

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Collateral Assignment of Lease Schedule 013 to be executed as of the date first above written.

Secured Party:	Debtor:
SUNTRUST EQUIPMENT FINANCE & LEASING CORP.	TRINITY CHEMICAL LEASING, L.L.C.
By: _____	By: _____
Name: Soula Perakis	Name: Richard B. Fenimore
Title: Vice President	Title: President/Managing Member

STATE (COMMONWEALTH) OF Georgia)
) ss.
COUNTY OF Cherokee)

I HEREBY CERTIFY, that on this 10th day of September, 2015, before me, the undersigned, a Notary Public of the State of Georgia, personally appeared Soula Perakis, who acknowledged herself to be the Vice President of SunTrust Equipment Finance & Leasing Corp., 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.

Carey Brock
Notary Public

CAREY BROCK NOTARY PUBLIC MY COMMISSION EXPIRES AUGUST 11, 2018 CHEROKEE COUNTY, GA

My Commission Expires: 8/11/18

STATE (COMMONWEALTH) OF Oklahoma)
) ss.
COUNTY OF Tulsa)

I HEREBY CERTIFY, that on this 9th day of September, 2015, before me, the undersigned, a Notary Public of the State of Oklahoma, personally appeared Richard B. Fenimore, who acknowledged himself to be the President/Managing Member of Trinity Chemical Leasing, L.L.C., 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 President/Managing Member of said company by signing the name of the company by himself as the President/Managing Member

AS WITNESS my hand and notarial seal.

Karen Engleman
Notary Public

My Commission Expires: 11-13-16

KAREN ENGLEMAN NOTARY PUBLIC Commission # 12010856 My Commission Expires 11-13-2016 STATE OF OKLAHOMA

Exhibit No. 1

DESCRIPTION OF RAIL EQUIPMENT

DESCRIPTION	REPORTING MARKS
nineteen (19) new general purpose coiled and insulated tank cars manufactured by National Steel Car Limited	TCLX 290336, 290313, 290330, 290333, 290343, 290314, 290326, 290329, 290332, 290315, 290316, 290328, 290317, 290319, 290325, 290327, 290331, 290335 and 290324.