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SURFACE TRANSPORTATION BOARD

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April 15, 2014

**VIA FEDERAL EXPRESS**

Surface Transportation Board  
Attn: Chief, Section of Administration,  
Office of Proceedings  
395 E Street, S.W.  
Washington DC 20024

**Jacqueline M. Helmrick**  
DIRECT: 312-755-3165  
jhelmrick@agdglaw.com

OUR FILE NUMBER:

074003.040200

Re: Documents for Recording – Mobile Locomotive Services, Inc.

Dear Sir or Madam:

Enclosed please find two (2) original Memorandum of Commercial Security Agreement for recordation with your office as a primary document. The names and addresses of the parties to the Memorandum of Commercial Security Agreement are:

Secured Party/Lender: First Midwest Bank, an Illinois banking corporation  
One Pierce Place, Suite 1500  
Itasca, Illinois 60143

Debtor/Borrower: Mobile Locomotive Services, Inc., an Illinois corporation  
1020 Washington Avenue  
Chicago Heights, Illinois 60411

Guarantor: Benjamin K. Forgey III  
1517 Sand Creek Drive  
Chesterton, Indiana 46304

A short summary of the documents is: Memorandum of Commercial Security Agreement between Mobile Locomotive Services, Inc., an Illinois corporation ("Mobile Locomotive"), as debtor/borrower, Benjamin K. Forgey III, as guarantor, and First Midwest Bank, an Illinois banking corporation ("Bank"), as secured party/lender, pursuant to which Mobile Locomotive grants to Bank a first lien and security interest in all Mobile Locomotive assets, including, but not limited to, any and all of Mobile Locomotive's rights, title and interest in and to the following locomotives:

LOCX 68	SW1000	Lorain, OH
LOCX 100	SW1200	CHS – Mankato, MN
LOCX 101	SW1200	MLS Shop – Chicago Hts, IL
LOCX 102	SW1200	Lorain, OH
LOCX 150	SW1000	Baton Rouge, LA
LOCX 203	Catpower	Lorain, OH

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LOCX 1005	SW-10	NIPSCO – Chesterton, IN
LOCX 1011	NW-2	Lorain, OH
LOCX 1201	SW-10	Lorain, OH
LOCX 1202	SW-10	Lorain, OH
LOCX 1205	SW-10	Shintech – Freeport, TX
LOCX 1207	SW-10	Lorain, OH
LOCX 1211	SW-10	Lorain, OH
LOCX 1218	SW-10	Shintech – Freeport, TX
LOCX 1226	SW-10	NIPSCO – Michigan City, IN
LOCX 1228	SW-10	Shintech – Freeport, TX
LOCX 1237	SW-10	CHS – Mankato, MN
LOCX 1256	SW-10	Lorain, OH
LOCX 1264	SW-10	Lorain, OH
LOCX 1276	SW-10	Lorain, OH
LOCX 1453	SW1200	Baton Rouge, LA
LOCX 8130	GP-10	KCBX – Chicago, IL
LOCX SLUG	SLUG	KCBX – Chicago, IL

Also enclosed is payment in the amount of Forty-Four and 00/100 Dollars (\$44.00) for the recordation fee.

Upon recordation please return the originals to the undersigned in the enclosed envelope.

Please contact the undersigned with any questions or concerns.

Very truly yours,

ARONBERG GOLDGEHN DAVIS & GARMISA



Jacqueline M. Helmrick  
Attorney for First Midwest Bank

Enclosures

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF COMMERCIAL SECURITY AGREEMENT

This **MEMORANDUM OF COMMERCIAL SECURITY AGREEMENT** (this "Memorandum"), is entered into effective as of July 14, 2010, by and among **MOBILE LOCOMOTIVE SERVICES, INC.**, an Illinois corporation ("Mobile Locomotive"), **BENJAMIN K. FORGERY III** ("Guarantor"), and **FIRST MIDWEST BANK**, an Illinois banking corporation and its successors and assigns ("Lender").

1. Pursuant to that certain Business Loan Agreement dated as of July 14, 2010, by and among Mobile Locomotive, **INDUSTRIAL RAILWAY SWITCHING & SERVICES, INC.**, an Ohio corporation ("IRSS"), **MOBILE SERVICES & EQUIPMENT, INC.**, an Illinois corporation ("Mobile Services" and collectively with Mobile Locomotive and IRSS, the "Borrowers" and each a "Borrower"), and Lender (the "Loan Agreement"), Lender has made two loans to Borrowers (the "Loans").

2. The Loans are secured under and pursuant to, among other things, that certain Commercial Security Agreement executed and delivered by Mobile Locomotive in favor of Lender dated as of July 14, 2010, pursuant to which Mobile Locomotive granted to Lender a first lien and security interest in all Mobile Locomotive assets, including, but not limited, to any and all Mobile Locomotive rights, title and interest in and to those locomotives listed on Exhibit A attached hereto.

3. Pursuant to that certain Commercial Guaranty executed and delivered by Guarantor in favor of Lender dated as of July 14, 2010, Guarantor guaranties all payment and performance of all obligations of Borrowers to Lender.

4. Counterparts. This Memorandum may be executed in one or more counterparts, each of which shall be deemed an original, but all of which shall be one document.

[Signature page follows.]

IN WITNESS WHEREOF, this Memorandum of Commercial Security Agreement has been executed and entered into effective as of the date first written above.

FIRST MIDWEST BANK, an Illinois banking corporation

MOBILE LOCOMOTIVE SERVICES, INC., an Illinois corporation

By: Dave Clark  
Name: Dave Clark  
Its: Vice President

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

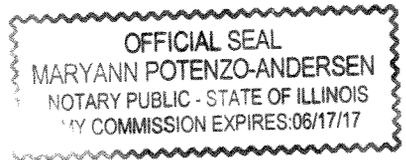
BENJAMIN K. FORGERY III

STATE OF ILLINOIS        )  
  ) SS.  
COUNTY OF COOK        )

The undersigned, a notary public in and for said County, in the State aforesaid, DOES HEREBY CERTIFY THAT Dave Clark, a Vice President of **FIRST MIDWEST BANK**, an Illinois banking corporation, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such he/she signed and delivered the said instrument pursuant to proper authority, as his/her free and voluntary act, and as the free and voluntary act and deed of said banking corporation, for the uses and purposes therein set forth.

Given under my hand and notarial seal on 4/11, 2014.

Maryann Potenzo-Andersen  
Notary Public





Florida  
STATE OF ILLINOIS )  
 ) SS.  
COUNTY OF Lee )

The undersigned, a notary public in and for said County, in the State aforesaid, DOES HEREBY CERTIFY THAT BK Forger III, a President of MOBILE LOCOMOTIVE SERVICES, INC., an Illinois corporation, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such he/she signed and delivered the said instrument pursuant to proper authority, as his/her free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and notarial seal on April 14<sup>th</sup>, 2014.

Florida  
STATE OF ILLINOIS )  
 ) SS.  
COUNTY OF Lee )

Esther Hernandez  
Notary Public

The undersigned, a notary public in and for said County, in the State aforesaid, DOES HEREBY CERTIFY THAT **BENJAMIN K. FORGER III**, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such he signed and delivered the said instrument pursuant to proper authority, as his free and voluntary act, for the uses and purposes therein set forth.

Given under my hand and notarial seal on April 14<sup>th</sup>, 2014.



Esther Hernandez  
Notary Public

**EXHIBIT A**

LOCX 68	SW1000	Lorain, OH
LOCX 100	SW1200	CHS – Mankato, MN
LOCX 101	SW1200	MLS Shop – Chicago Hts, IL
LOCX 102	SW1200	Lorain, OH
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