

LAW OFFICES OF
LOUIS E. GITOMER, LLC

RECORDATION NO. 31839-A
FILED JULY 31, 2015 3:39 PM
SURFACE TRANSPORTATION BOARD

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July 31, 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 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 July 31, 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-A.

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

Assignor:

Banc of America Leasing & Capital, LLC
One Financial Plaza
Providence, RI 02903

Assignee:

The Huntington National Bank
105 East 4th Street CN01
Cincinnati, OH 45202

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 54 covered hopper cars numbered FMSX 1150, 1151, 1155, 1167, 1171-1188, inclusive, 1190-1209, inclusive, 1211, 1213-1217, inclusive, 1220-1222, inclusive, and 1251-1253, inclusive.

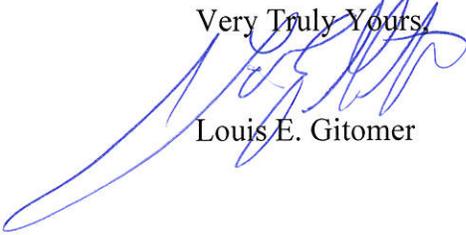
Ms. Cynthia T. Brown
July 31, 2015
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A fee of \$43.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@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, One Financial Plaza, Providence, RI 02903, and The Huntington National Bank, 105 East 4th Street CN01, Cincinnati, OH 45202, covering 54 covered hopper cars numbered FMSX 1150, 1151, 1155, 1167, 1171-1188, inclusive, 1190-1209, inclusive, 1211, 1213-1217, inclusive, 1220-1222, inclusive, and 1251-1253, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of July 31, 2015

between

THE HUNTINGTON NATIONAL BANK

as Assignee

and

BANC OF AMERICA LEASING & CAPITAL, LLC
as Assignor

FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO
49 U.S.C. §11301 on July _____, 2015 at __ : __.m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of July 31, 2015, 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 FAIRMOUNT SANTROL INC., FML TERMINAL LOGISTICS, LLC, TECHNISAND, INC., WEDRON SILICA COMPANY, FML SAND, LLC, WISCONSIN INDUSTRIAL SAND COMPANY, L.L.C., WISCONSIN SPECIALTY SANDS, INC., SHAKOPEE SAND LLC, FML RESIN, LLC, as Lessees, have heretofore executed that certain Rail Equipment Net Leasing Agreement dated as of February 20, 2015, and, pursuant thereto, that certain Schedule No. 009 dated July 31, 2015 (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 July 31, 2015 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: Joel Hardman
Name: Joel Hardman
Title: Vice President

BANC OF AMERICA LEASING & CAPITAL, LLC

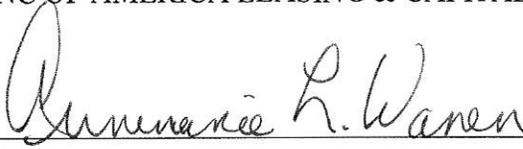
By: _____
Name:
Title:

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:

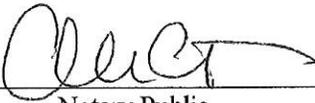
BANC OF AMERICA LEASING & CAPITAL, LLC

By: 
Name:
Title: **Annemarie L. Warren**
Vice President

STATE OF Ohio)
) SS.
COUNTY OF Hamilton)

I HEREBY CERTIFY, that on this 21 day of July, 2015, before me, the undersigned, a Notary Public of the State of Ohio, personally appeared Joel Hardman, who acknowledged himself to be the Vice President 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 executed the same for the purposes therein contained as the duly authorized Vice President of said corporation by signing the name of the corporation by himself as the Vice President.

AS WITNESS my hand and notarial seal.



Notary Public

My commission expires: never

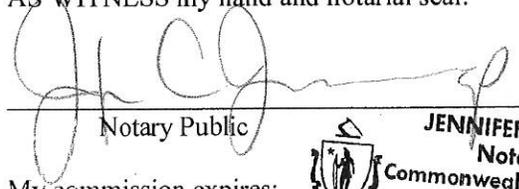


ALEXANDRA DRESSMAN
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date Section 147.03 O.R.C.

STATE OF MASSACHUSETTS)
) ss.
COUNTY OF SUFFOLK)

I HEREBY CERTIFY, that on this 25th day of July, 2015, before me, the undersigned, a Notary Public of the State of Massachusetts, personally appeared Annemarie L. Warren, who acknowledged himself 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 he 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 himself as the Vice President.

AS WITNESS my hand and notarial seal.



Notary Public

 **JENNIFER C. JENNINGS**
Notary Public
Commonwealth of Massachusetts
My Commission Expires
March 16, 2018

EXHIBIT NO. 1

TO MEMORANDUM OF LEASE AGREEMENT
DESCRIPTION OF RAILCARS

54 Trinity-built covered hopper cars, bearing the following reporting marks and numbers: FMSX 1150 through 1151, inclusive, FMSX 1155, FMSX 1167, FMSX 1171 through 1188, inclusive, FMSX 1190 through 1209, inclusive, FMSX 1211, FMSX 1213 through 1217, inclusive, FMSX 1220 through 1222, inclusive, and FMSX 1251 through 1253, inclusive.