



ATEL
Leasing Corporation®

RECORDATION NO. 29865-D
FILED JULY 13, 2016 10:10 AM
SURFACE TRANSPORTATION BOARD

STB E-FILE

July 13, 2016

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423

**Re: Document for Recordation:
1. Memorandum of Lease Renewal (Schedule No. 1B)**

Dear Section Chief:

Attached please find for recordation one (1) copy of Memorandum of Lease Renewal (Schedule No. 1B), a secondary document as defined in the Board's Rules for the Recordation of Documents.

The primary document to which this document is submitted in connection with is recorded under Recordation Number 29865.

The names and addresses to the Memorandum of Lease Renewal (Schedule No. 1B) executed as of May 12, 2016, are:

Lessor: ATEL 14, LLC
600 Montgomery Street, 9th Floor
San Francisco, CA 94111

Lessee: Interstate Commodities, Inc.
R.M. Railcars LLC
7 Madison Street
Troy, NY 12181

A description of the railroad equipment covered by the Memorandum of Lease Renewal (Schedule No. 1B) is:

Three hundred and twenty-nine (329) covered hopper cars TCWR 349797, TCWR 349820, TCWR 349837, TCWR 349838, TCWR 349846 and within the series INTX 349101 through INTX 349962.

A short summary of the document to appear in the index as follows:

Memorandum of Lease Renewal (Schedule No. 1B)

The fee of \$43.00 can be charged to our account.

Kindly return a stamped copy of the attached document to the undersigned at your earliest convenience.

Should you have any questions, please do not hesitate to contact me at 415.616.3427 or at rwarner@atel.com.

Sincerely,

Renette F. Warner
Senior Contract Administrator

/rfw
Attachment

MEMORANDUM OF LEASE RENEWAL

(SCHEDULE NO. 1B)

This MEMORANDUM OF LEASE RENEWAL is made and entered into as of May 12, 2016 but deemed effective as of November 1, 2015, by and between ATEL 14, LLC ("ATEL"), a California limited liability company located at The Transamerica Pyramid, 600 Montgomery Street, 9th Floor, San Francisco, CA 94111 and INTERSTATE COMMODITIES, INC. ("ICI"), a New York corporation, and R.M. RAILCARS LLC ("R.M. Railcars"), a Delaware limited liability company, each located at 7 Madison Street, Troy, NY 12181.

WITNESSETH

Pursuant to a Master Equipment Lease Agreement (the "Lease Agreement") and Subleasing Consent and Agreement which was incorporated into the Lease Agreement each dated as of August 17, 2011, as amended and Schedule No. 1 thereto dated as of August 17, 2011, which was amended and Schedule No. 1 was divided into two (2) new leases including Schedule No. 1B, which incorporates the terms and conditions of the Lease Agreement and together with the Lease Agreement is the ("Lease"), ATEL had agreed to lease to ICI and R.M. Railcars and ICI and R.M. Railcars had agreed to lease from ATEL three hundred and thirty (330) used 1978-1983 built, 4650/4750 cubic feet covered hopper cars, trough hatches, gravity gates, interior unlined bearing car initial and car number as more specifically described on Exhibit A attached hereto, as shall be amended from time to time (the "Cars").

A Memorandum of Sale and Lease-back and Assignment was duly filed and recorded with the Surface Transportation Board (the "Board") pursuant to the provisions of 49 U.S.C. Section 11301 and 49 CFR 1177, on August 18, 2011, at 5:05 p.m. under Recordation Number 29865.

A Memorandum of Assignment of Lease with respect to Schedule No. 1B was duly filed and recorded with the Board pursuant to the provisions of 49 U.S.C. Section 11301 and 49 CFR 1177, on January 13, 2014, at 5:42 p.m. under Recordation Number 29865-B.

Pursuant to an Amendment No. 1 to Schedule No. 1B, dated as of October 26, 2015, (the "Renewal Agreement"), ATEL has agreed to continue to lease to ICI and R.M. Railcars and ICI and R.M. Railcars have agreed to continue to lease from ATEL the Cars for a term of thirty-six (36) months commencing on November 1, 2015, and continuing through and including October 31, 2018.

Exhibit A of Schedule No. 1B is hereby amended to delete car initial and no. INTX 349683 which suffered a casualty.

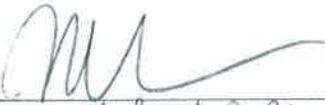
This Memorandum of Lease Renewal has been executed and delivered by the parties for the purpose of recording and giving notice of the Lease.

IN WITNESS WHEREOF, ATEL, ICI and R.M. Railcars have each executed this instrument as of the day and year first above written. Each of the undersigned certifies that he/she holds the title set forth below, that this instrument was signed on behalf of his/her corporation by authority of its Board of Directors and that the execution of this instrument was the free act and deed of his/her corporation. The undersigned further declares under penalty of perjury that the foregoing is true and correct.

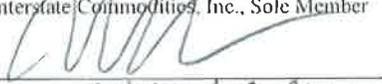
ATEL 14, LLC
By: ATEL Managing Member, LLC, its Manager
By: ATEL Financial Services, LLC, its Managing Member
By: ATEL Leasing Corporation, its Manager

By: 
Print Name: Vasco H. Morais
Title: Executive Vice President

INTERSTATE COMMODITIES, INC.

By: 
Print Name: Michael G. Piana
Title: Chief Operating Officer

R.M. RAILCARS LLC
By: Interstate Commodities, Inc., Sole Member

By: 
Print Name: Michael G. Piana
Title: Chief Operating Officer

ATEL LEGAL DEPARTMENT
**APPROVED
AS TO FORM**

BY: RFL

**Exhibit A to Memorandum of Lease Renewal
(Schedule No. 1B)**

No.	Car Initial and No.						
1	TCWR 349797	44	INTX 349953	87	INTX 349703	130	INTX 349794
2	TCWR 349820	45	INTX 349957	88	INTX 349705	131	INTX 349796
3	TCWR 349837	46	INTX 349958	89	INTX 349706	132	INTX 349798
4	TCWR 349838	47	INTX 349960	90	INTX 349708	133	INTX 349799
5	TCWR 349846	48	INTX 349962	91	INTX 349710	134	INTX 349800
6	INTX 349848	49	INTX 349503	92	INTX 349711	135	INTX 349803
7	INTX 349850	50	INTX 349513	93	INTX 349712	136	INTX 349804
8	INTX 349851	51	INTX 349518	94	INTX 349713	137	INTX 349809
9	INTX 349857	52	INTX 349521	95	INTX 349714	138	INTX 349813
10	INTX 349858	53	INTX 349523	96	INTX 349720	139	INTX 349819
11	INTX 349866	54	INTX 349537	97	INTX 349722	140	INTX 349823
12	INTX 349868	55	INTX 349538	98	INTX 349723	141	INTX 349827
13	INTX 349870	56	INTX 349539	99	INTX 349724	142	INTX 349829
14	INTX 349871	57	INTX 349551	100	INTX 349725	143	INTX 349830
15	INTX 349875	58	INTX 349561	101	INTX 349726	144	INTX 349831
16	INTX 349877	59	INTX 349565	102	INTX 349729	145	INTX 349833
17	INTX 349878	60	INTX 349571	103	INTX 349731	146	INTX 349834
18	INTX 349884	61	INTX 349588	104	INTX 349732	147	INTX 349835
19	INTX 349885	62	INTX 349592	105	INTX 349733	148	INTX 349836
20	INTX 349889	63	INTX 349598	106	INTX 349734	149	INTX 349839
21	INTX 349890	64	INTX 349599	107	INTX 349740	150	INTX 349842
22	INTX 349891	65	INTX 349605	108	INTX 349741	151	INTX 349843
23	INTX 349897	66	INTX 349613	109	INTX 349743	152	INTX 349844
24	INTX 349899	67	INTX 349619	110	INTX 349747	153	INTX 349847
25	INTX 349903	68	INTX 349621	111	INTX 349749	154	INTX 349856
26	INTX 349907	69	INTX 349643	112	INTX 349750	155	INTX 349859
27	INTX 349909	70	INTX 349644	113	INTX 349754	156	INTX 349862
28	INTX 349914	71	INTX 349650	114	INTX 349758	157	INTX 349863
29	INTX 349915	72	INTX 349652	115	INTX 349759	158	INTX 349867
30	INTX 349921	73	INTX 349653	116	INTX 349760	159	INTX 349876
31	INTX 349923	74	INTX 349659	117	INTX 349761	160	INTX 349883
32	INTX 349925	75	INTX 349660	118	INTX 349762	161	INTX 349892
33	INTX 349929	76	INTX 349661	119	INTX 349764	162	INTX 349893
34	INTX 349930	77	INTX 349664	120	INTX 349766	163	INTX 349894
35	INTX 349932	78	INTX 349671	121	INTX 349768	164	INTX 349900
36	INTX 349934	79	INTX 349673	122	INTX 349769	165	INTX 349901
37	INTX 349940	80	INTX 349674	123	INTX 349770	166	INTX 349904
38	INTX 349942	81	INTX 349680	124	INTX 349773	167	INTX 349905
39	INTX 349944	82	INTX 349682	125	INTX 349775	168	INTX 349906
40	INTX 349945	83	INTX 349688	126	INTX 349777	169	INTX 349911
41	INTX 349949	84	INTX 349699	127	INTX 349780	170	INTX 349917
42	INTX 349950	85	INTX 349700	128	INTX 349781	171	INTX 349919
43	INTX 349951	86	INTX 349701	129	INTX 349789	172	INTX 349922

173	INTX 349924	220	INTX 349508	267	INTX 349615	314	INTX 349782
174	INTX 349926	221	INTX 349509	268	INTX 349616	315	INTX 349783
175	INTX 349936	222	INTX 349510	269	INTX 349617	316	INTX 349792
176	INTX 349938	223	INTX 349512	270	INTX 349618	317	INTX 349793
177	INTX 349946	224	INTX 349516	271	INTX 349622	318	INTX 349795
178	INTX 349947	225	INTX 349517	272	INTX 349623	319	INTX 349801
179	INTX 349952	226	INTX 349519	273	INTX 349628	320	INTX 349802
180	INTX 349954	227	INTX 349520	274	INTX 349629	321	INTX 349805
181	INTX 349959	228	INTX 349525	275	INTX 349630	322	INTX 349807
182	INTX 349961	229	INTX 349527	276	INTX 349633	323	INTX 349810
183	INTX 349101	230	INTX 349532	277	INTX 349634	324	INTX 349814
184	INTX 349102	231	INTX 349533	278	INTX 349635	325	INTX 349816
185	INTX 349103	232	INTX 349534	279	INTX 349637	326	INTX 349818
186	INTX 349104	233	INTX 349540	280	INTX 349639	327	INTX 349825
187	INTX 349105	234	INTX 349541	281	INTX 349640	328	INTX 349841
188	INTX 349107	235	INTX 349542	282	INTX 349641	329	INTX 349845
189	INTX 349108	236	INTX 349544	283	INTX 349642		
190	INTX 349109	237	INTX 349545	284	INTX 349648		
191	INTX 349110	238	INTX 349546	285	INTX 349657		
192	INTX 349111	239	INTX 349549	286	INTX 349658		
193	INTX 349112	240	INTX 349550	287	INTX 349666		
194	INTX 349113	241	INTX 349555	288	INTX 349672		
195	INTX 349114	242	INTX 349559	289	INTX 349676		
196	INTX 349115	243	INTX 349562	290	INTX 349677		
197	INTX 349116	244	INTX 349563	291	INTX 349681		
198	INTX 349117	245	INTX 349566	292	INTX 349685		
199	INTX 349118	246	INTX 349572	293	INTX 349687		
200	INTX 349119	247	INTX 349574	294	INTX 349692		
201	INTX 349120	248	INTX 349576	295	INTX 349693		
202	INTX 349121	249	INTX 349577	296	INTX 349697		
203	INTX 349122	250	INTX 349582	297	INTX 349698		
204	INTX 349123	251	INTX 349583	298	INTX 349702		
205	INTX 349125	252	INTX 349584	299	INTX 349709		
206	INTX 349126	253	INTX 349587	300	INTX 349717		
207	INTX 349127	254	INTX 349589	301	INTX 349721		
208	INTX 349128	255	INTX 349591	302	INTX 349728		
209	INTX 349130	256	INTX 349594	303	INTX 349735		
210	INTX 349131	257	INTX 349595	304	INTX 349736		
211	INTX 349132	258	INTX 349596	305	INTX 349739		
212	INTX 349133	259	INTX 349597	306	INTX 349742		
213	INTX 349134	260	INTX 349600	307	INTX 349744		
214	INTX 349135	261	INTX 349602	308	INTX 349745		
215	INTX 349136	262	INTX 349606	309	INTX 349746		
216	INTX 349137	263	INTX 349609	310	INTX 349751		
217	INTX 349502	264	INTX 349610	311	INTX 349753		
218	INTX 349504	265	INTX 349611	312	INTX 349757		
219	INTX 349507	266	INTX 349612	313	INTX 349763		