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August 28, 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 efilng the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Collateral Assignment of Lease Schedules 004, 005, 007, and 009, a secondary document, dated as of August 27, 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 Collateral Assignment of Lease Schedules 004, 005, 007, and 009 are:

Secured Party:

Banc of America Leasing & Capital, LLC  
2059 Northlake Parkway, 3 North  
Tucker, GA 30084

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 Schedules 004, 005, 007, and 009 consists of 87 tank cars numbered TCLX 290209, 290224, 290248, 290260-290276, inclusive, 290283, 290286-290290, inclusive, 290292, 290297, 290298, 290372, 290373, 290374, 290377, 290399, 290401-290409, inclusive, 290411, 290414-290418, inclusive, 290422, 290424, 290428, 290433, 290434, 290436-290439, inclusive, 290441-290446, inclusive, 290448-290464, inclusive, and 290466-290469, inclusive.

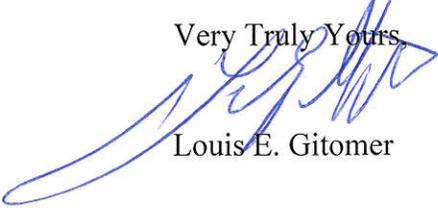
Ms. Cynthia T. Brown  
August 28, 2015  
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A fee of \$43.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer  
600 Baltimore Avenue, Suite 301  
Towson, MD 21204  
Lou@lgraillaw.com

A short summary of the document to appear in the index follows: a Memorandum of Collateral Assignment of Lease Schedules 004, 005, 007, and 009 between Banc of America Leasing & Capital, LLC, 2059 Northlake Parkway, 3 North, Tucker, GA 300840, and Trinity Chemical Leasing, L.L.C., 8801 South Yale Avenue, Suite 210, Tulsa, OK 74137, covering 87 tank cars numbered TCLX 290209, 290224, 290248, 290260-290276, inclusive, 290283, 290286-290290, inclusive, 290292, 290297, 290298, 290372, 290373, 290374, 290377, 290399, 290401-290409, inclusive, 290411, 290414-290418, inclusive, 290422, 290424, 290428, 290433, 290434, 290436-290439, inclusive, 290441-290446, inclusive, 290448-290464, inclusive, and 290466-290469, inclusive.

Very Truly Yours,

  
Louis E. Gitomer

Enclosure

Execution Copy  
081115  
Closing Document No. 40

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MEMORANDUM OF COLLATERAL ASSIGNMENT OF LEASE SCHEDULES 004, 005, 007 AND 009

dated as of August 27, 2015

between

BANC OF AMERICA LEASING & CAPITAL, LLC,  
as Secured Party

and

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

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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 SCHEDULES 004, 005, 007 AND 009

THIS MEMORANDUM OF COLLATERAL ASSIGNMENT OF SCHEDULES 004, 005, 007 AND 009 is made and entered into as of August 21, 2015 (this "**Memorandum**"), by and among BANC OF AMERICA LEASING & CAPITAL, LLC (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 Nos. 004, 005, 007 and 009 dated as of August 21, 2015 (the "**Assignment**"), Debtor has collaterally assigned to Secured Party all of Debtor's right title and interest in and to Lease Schedule No. 004 dated as of July 2, 2015, Lease Schedule No. 005 dated as of July 10, 2015, Lease Schedule No. 007 dated as of July 24, 2015, and Lease Schedule No. 009 dated as of August 7, 2015, which by their terms incorporate 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 Schedules 004, 005, 007 and 009.

(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 Schedules 004, 005, 007 and 009 to be executed as of the date first above written.

Secured Party:

Debtor:

BANC OF AMERICA LEASING & CAPITAL, LLC

TRINITY CHEMICAL LEASING, L.L.C.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

By:  \_\_\_\_\_

Name: Jerry Fisher

Title: Vice-President / Managing Member

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Collateral Assignment of Lease Schedules 004, 005, 007 and 009 to be executed as of the date first above written.

Secured Party:

Debtor:

BANC OF AMERICA LEASING & CAPITAL, LLC

TRINITY CHEMICAL LEASING, L.L.C.

By: *Steffanie Ragland*  
Name: Steffanie Ragland  
Title: Vice President

By: *Jerry Fisher*  
Name: Jerry Fisher  
Title: Vice-President / Managing Member

STATE OF \_\_\_\_\_ )  
 ) ss.  
COUNTY OF \_\_\_\_\_ )

I HEREBY CERTIFY, that on this \_\_\_\_ day of August, 2015, before me, the undersigned, a Notary Public of the State of \_\_\_\_\_, personally appeared \_\_\_\_\_, who acknowledged (her)himself to be the \_\_\_\_\_ 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 (s)he executed the same for the purposes therein contained as the duly authorized \_\_\_\_\_ of said company by signing the name of the company by (her)himself as the \_\_\_\_\_.

AS WITNESS my hand and notarial seal.

\_\_\_\_\_  
Notary Public

My Commission Expires:

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

I HEREBY CERTIFY, that on this 25<sup>th</sup> day of August, 2015, before me, the undersigned, a Notary Public of the State of Oklahoma, personally appeared Termy Fisher, who acknowledged himself to be the Vice-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 Vice-President / Managing Member of said company by signing the name of the company by himself as the Vice-President / Managing Member.

AS WITNESS my hand and notarial seal.

Karen Engleman  
Notary Public

My Commission Expires: 11-13-2016



STATE OF GEORGIA )  
 ) ss.  
COUNTY OF WINNETT )

I HEREBY CERTIFY, that on this 27<sup>th</sup> day of August, 2015, before me, the undersigned, a Notary Public of the State of GEORGIA, personally appeared STEFFANIE RAGLAND, who acknowledged (her)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 (s)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 (her)himself as the VICE PRESIDENT.

AS WITNESS my hand and notarial seal.

*Jeanne Marie Martell*  
Notary Public

**JEANNE MARIE MARTELL**  
NOTARY PUBLIC  
Gwinnett County  
State of Georgia  
My Comm. Expires July 9, 2018

My Commission Expires:  
STATE (COMMONWEALTH) OF Oklahoma )  
 ) ss.  
COUNTY OF Tulsa )

I HEREBY CERTIFY, that on this 25<sup>th</sup> day of August, 2015, before me, the undersigned, a Notary Public of the State of Oklahoma, personally appeared Terry Fisher, who acknowledged himself to be the Vice-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 Vice-President / Managing Member of said company by signing the name of the company by himself as the Vice-President / Managing Member.

AS WITNESS my hand and notarial seal.

*Karen Engleman*  
Notary Public

My Commission Expires: 11-13-2016



Exhibit No. 1

DESCRIPTION OF RAIL EQUIPMENT

| DESCRIPTION   | REPORTING MARKS   |
|---|---|
| <p>Eighty-five (85) new general purpose coiled and insulated tank cars manufactured by National Steel Car Limited</p> | <p>TCLX 290209, 290224, 290248, 290260, 290261, 290262, 290263, 290264, 290265, 290266, 290267, 290268, 290269, 290270, 290271, 290283, 290286, 290287, 290288, 290289, 290290, 290292, 290297, 290298, 290372, 290373, 290374, 290377, 290399, 290401, 290402, 290403, 290404, 290405, 290406, 290407, 290408, 290409, 290411, 290414, 290415, 290416, 290417, 290418, 290422, 290424, 290428, 290433, 290434, 290436, 290437, 290438, 290439, 290441, 290442, 290443, 290444, 290445, 290446, 290448, 290449, 290450, 290451, 290452, 290453, 290454, 290455, 290456, 290457, 290458, 290459, 290460, 290461, 290462, 290463, 290464, 290466, 290467, 290468, 290469, 290272, 290273, 290274, 290275 and 290276</p> |