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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
ROBERT W. ALVORD (2011)

November 25, 2014

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Assignment, dated as of November 25, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement for Schedule No. 1 previously filed with the Board under Recordation Number 29692.

The names and addresses of the parties to the enclosed document are:

Assignor:	Bridge Capital Leasing, Inc. 215 Schilling Circle Hunt Valley, Maryland 21031
Assignee:	MUL Railcars Leasing, LLC C/O Mitsubishi UFJ Lease & Finance Co. Ltd. 5-1, Marunouchi, 1-Chome Chiyodaku, Tokyo 100-6525 Japan
[Lessee:	Teck Metals, Ltd. P.O. Box 1000 25 Aldridge Avenue Trail, B.C. V1R 4I8 CANADA]

Section Chief  
November 25, 2014  
Page 2

A description of the equipment covered by the enclosed document is:

90 gondola railcars: AOKX 43001 – AOKX 43090, inclusive.

A short summary of the document to appear in the index is:

Memorandum of Assignment.

Also enclosed is a check in the amount of \$43.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

  
for

Edward M. Luria

EML/cem  
Enclosures

### MEMORANDUM OF ASSIGNMENT

THIS MEMORANDUM OF ASSIGNMENT dated as of November 25, 2014, is between BRIDGE CAPITAL LEASING INC., (“Assignor”) and MUL RAILCARS LEASING, LLC, (“Assignee”).

The parties to this Memorandum hereby acknowledge and confirm the following:

A. Assignor, as lessor, has leased certain railroad cars more particularly described in Exhibit A attached hereto (the “Cars”) pursuant to that certain Lease Agreement dated as of November 1, 2009, and Schedule No. 1 dated as of November 1, 2009, as amended by Amendment to Lease Schedule effective as of December 21, 2010 and Amendment No. 2 to Lease Schedule effective as of December 1, 2012 (as amended, modified, extended, supplemented, restated and/or replaced from time to time, the “Lease”) to Teck Metals Ltd.

B. A Memorandum of Lease was filed with respect to Schedule No. 1 with the U.S. Surface Transportation Board (the “STB”) on March 22, 2011, under recordation number 29692, an Amendment to Memorandum of Lease was filed with the STB on August 24, 2011, under recordation number 29692A, and a Memorandum of Partial Assignment of Lease was filed with the STB on December 31, 2013, under recordation number 29692B.

C. Assignor and Assignee are parties to that certain Assignment Agreement dated November 25, 2014, pursuant to which Assignor has assigned all of its right, title and interest under the Lease, as it pertains to periods on and after November 25, 2014, and the Cars, to Assignee.

D. The parties hereto wish to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized, as of the date first above written. This Memorandum may be executed in counterparts, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

[The remainder of this page has been intentionally left blank.]

[Memorandum of Assignment – Teck Metals Schedule 1]

**IN WITNESS WHEREOF**, the parties have caused this Memorandum to be executed as of the first date herein above written.

*I certify that I hold the title set forth below, that this instrument was signed on behalf of Assignee by authority of its Board of Managers and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Assignee. I further declare under penalty of perjury that the foregoing is true and correct.*

**MUL RAILCARS LEASING, LLC**

By:   
Name: Osamu Muramoto  
Title: President

[Memorandum of Assignment – Teck Metals Schedule 1]

**IN WITNESS WHEREOF**, the parties have caused this Memorandum to be executed as of the first date herein above written.

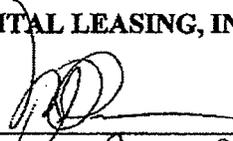
*I certify that I hold the title set forth below, that this instrument was signed on behalf of Assignor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Assignor. I further declare under penalty of perjury that the foregoing is true and correct.*

**BRIDGE CAPITAL LEASING, INC.**

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

Name:

Title:

  
M. Powers  
SVP

**EXHIBIT A**

**RAILCARS**

Mark	Number	Mark	Number
AOKX	43005	AOKX	43030
AOKX	43006	AOKX	43035
AOKX	43010	AOKX	43036
AOKX	43011	AOKX	43037
AOKX	43012	AOKX	43046
AOKX	43013	AOKX	43048
AOKX	43014	AOKX	43050
AOKX	43015	AOKX	43051
AOKX	43016	AOKX	43058
AOKX	43018	AOKX	43060
AOKX	43020	AOKX	43061
AOKX	43021	AOKX	43062
AOKX	43022	AOKX	43072
AOKX	43023	AOKX	43074
AOKX	43024	AOKX	43076
AOKX	43025	AOKX	43079
AOKX	43026	AOKX	43080
AOKX	43027	AOKX	43082
AOKX	43028	AOKX	43086
AOKX	43029	AOKX	43090
AOKX	43001	AOKX	43054
AOKX	43002	AOKX	43055
AOKX	43003	AOKX	43056
AOKX	43004	AOKX	43057
AOKX	43007	AOKX	43059
AOKX	43008	AOKX	43063
AOKX	43009	AOKX	43064
AOKX	43017	AOKX	43065
AOKX	43019	AOKX	43066
AOKX	43031	AOKX	43067
AOKX	43032	AOKX	43068
AOKX	43033	AOKX	43069
AOKX	43034	AOKX	43070
AOKX	43038	AOKX	43071
AOKX	43039	AOKX	43073
AOKX	43040	AOKX	43075
AOKX	43041	AOKX	43077
AOKX	43042	AOKX	43078
AOKX	43043	AOKX	43081
AOKX	43044	AOKX	43083
AOKX	43045	AOKX	43084
AOKX	43047	AOKX	43085

AOKX	43049	AOKX	43087
AOKX	43052	AOKX	43088
AOKX	43053	AOKX	43089

**CERTIFICATION**

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 11/25/14

Edward M Luria  
Edward M. Luria