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April 8, 2016

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 of Lease Agreement (Equipment Schedule No. 009), dated as of March 11, 2016, 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 previously filed with the Board under Recordation Number 31532-I.

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

Assignor:	Fifth Third Bank 38 Fountain Square Plaza Cincinnati, Ohio 45263
Assignee:	Suntrust Equipment Finance & Leasing Corp. 300 E. Joppa Road, Suite 700 Towson, MD 21286
[Lessee:	R.E.L.A.M., Inc. 7695 Bond Street Glenwillow, Ohio 44139]

Section Chief
April 8, 2016
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A description of the equipment covered by the enclosed document is:

7 pieces of maintenance of way equipment:

Harsco Rail 6700SJ2 Tamper, s/n 153794; Harsco Rail 6700SJ2 Tamper, s/n 153800, Knox Kershaw K8R Ballast regular, s/n: 880-522-15; Nordco, Inc. BAAM Anchor Applicator, s/n: 690108; Nordco, Inc. Tripp-HD Tie Inserter, s/n 7600708; Nordco, Inc. Tripp-HD Tie Inserter, s/n 760709; Pettibone/Traverse Lift 445E Speedswing, s/n SS10255-16.

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

Memorandum of Assignment of Lease Agreement (Equipment Schedule No. 009).

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,



Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

(Equipment Schedule No. 009)

Dated as of March 11, 2016

between

FIFTH THIRD BANK,
Lessor

and

SUNTRUST EQUIPMENT FINANCE & LEASING CORP

Lessee

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

THIS MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT dated as of March 4, 2016, is made by and between FIFTH THIRD BANK, ("Assignor"), and SUNTRUST EQUIPMENT FINANCE & LEASING CORP., a Maryland corporation ("Assignee").

1. This instrument relates to (i) that certain Master Equipment Lease Agreement dated as of December 9, 2014 (the "Master Lease") and the related Equipment Schedule No. 009 (the "Schedule" and all riders, addenda, attachments and exhibits thereto, and together with the Master Lease shall collectively be referred to as the "Lease"), between Fifth Third Bank as Lessor and R.E.L.A.M., Inc. as Lessee.

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the Base Lease Term and any Renewal Terms as defined in the Lease Agreement.

3. This Memorandum of Lease Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Assignment of Lease Agreement to be signed and sealed by their respective corporate officers as of the date and year first above written.

Assignor:

FIFTH THIRD BANK

By: Michael Hube
Name: Michael Hube
Title: Vice President

STATE OF OHIO)
) ss.:
COUNTY OF HAMILTON)

On this 25th day of March, 2016, before me the subscriber personally appeared Michael Hube, who being by me duly sworn, did depose and say: that he is a vice president of FIFTH THIRD BANK the corporation described in and which executed the foregoing instrument and that he signed his name thereto by order of the Board of Directors of said corporation.

Natasha Givens
NOTARY PUBLIC

My Commission Expires: 5-18-14



Natasha Givens
Notary Public, State of Ohio
My Commission Expires 05-18-2016

[Lessor signature page]

EXHIBIT A
DESCRIPTION OF EQUIPMENT

Manuf. and/or Vendor Name	Description of Equipment	Equipment Location
Harsco Rail	6700SJ2 Tamper, s/n: 153794	1200 Blair Road, Ottawa, ON K1J 1k8
Harsco Rail	6700SJ2 Tamper, s/n: 153800 with laser, s/n: LR0423	2993 Trenton Avenue, Williamsport, Lycoming County, PA 17701
Knox Kershaw 55557	K8R Ballast regulator, s/n: 880-522-15	#300-50 Strathmoor Drive, Sherwood Park, AB T8H 2B6
Nordco, Inc. 488672	BAAM Anchor Applicator, s/n: 690108	11800 Yellowhead Trail, Edmonton, AB T5E 0C9
Nordco, Inc. 492786	Tripp-HD Tie Inserter, s/n: 7600708	455 Silvercreek Parkway North, Guelph, ON N1H 8M7
Nordco, Inc. 493015	Tripp-HD Tie Inserter, s/n: 760709	1101 Santa Fe Avenue, Kansas City, Jackson County, MO 64114
Pettibone/Traverse Lift 493015	445E Speedswing, s/n: SS10255-16	351 Saskatchewan Avenue, Spruce Grove, AB T7X 0G6

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: April 8, 2016

Edward M Luria

Edward M. Luria