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410-296-2205

October 19, 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 Collateral Assignment of Lease Schedules 008, 011, 013, 014, and 015, a secondary document, dated as of October 16, 2015. The primary document to which this is connected is recorded under Recordation No. 31922. We request that this document be recorded under Recordation No. 31922-D.

The names and addresses of the parties to the Memorandum of Collateral Assignment of Lease Schedules 008, 011, 013, 014, and 015 are:

Secured Party:

SunTrust Equipment Finance & Leasing Corp.  
303 Peachtree Street, 24th Floor  
Atlanta, GA 30308

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 014 consists of five (5) tank cars numbered TCLX 290244, 290318, 290321, 290322, and 290323.

Ms. Cynthia T. Brown  
October 19, 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 014 between SunTrust Equipment Finance & Leasing Corp., 303 Peachtree Street, 24th Floor, Atlanta, GA 30308, and Trinity Chemical Leasing, L.L.C., 8801 South Yale Avenue, Suite 210, Tulsa, OK 74137, consists of five (5) tank cars numbered TCLX 290244, 290318, 290321, 290322, and 290323

Very Truly Yours,



Melanie B. Yasbin

Enclosure

Execution Copy  
101315  
Closing Document No. 108

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MEMORANDUM OF COLLATERAL ASSIGNMENT OF LEASE SCHEDULES 008, 011, 013, 014 AND  
015

dated as of October 16, 2015

between

SUNTRUST EQUIPMENT FINANCE & LEASING CORP.,  
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 008, 011, 013, 014 AND 015

THIS MEMORANDUM OF COLLATERAL ASSIGNMENT OF SCHEDULES 008, 011, 013, 014 AND 015 is made and entered into as of October 16, 2015 (this "**Memorandum**"), by and among SUNTRUST EQUIPMENT FINANCE & LEASING CORP. (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. 008, 011, 013, 014 and 015 dated as of October 16, 2015 (the "**Assignment**"), Debtor has collaterally assigned to Secured Party all of Debtor's right title and interest in and to Lease Schedule No. 008 dated as of July 31, 2015, Lease Schedule No. 011 dated as of August 28, 2015, Lease Schedule No. 013 dated as of September 11, 2015, Lease Schedule No. 014 dated as of September 18, 2015, and Lease Schedule No. 015 dated as of September 23, 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 Industries, 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 008, 011, 013, 014 and 015.

(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 008, 011, 013, 014 and 015 to be executed as of the date first above written.

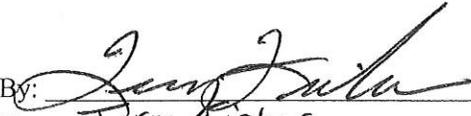
Secured Party:

Debtor:

SUNTRUST EQUIPMENT FINANCE & LEASING  
CORP.

TRINITY CHEMICAL LEASING, L.L.C.

By:   
Name: Soula Perakis  
Title: Vice President

By:   
Name: Terry Fisher  
Title: Vice-President / Managing Member

STATE OF GEORGIA )  
 ) ss.  
COUNTY OF Cobb )

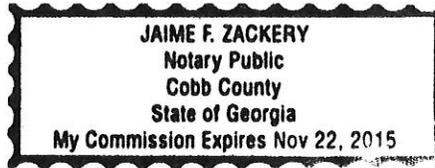
I HEREBY CERTIFY, that on this 16 day of October, 2015, before me, the undersigned, a Notary Public of the State of Georgia, personally appeared Soula Perakis, who acknowledged herself to be the Vice President of Suntrust Equipment Finance & Leasing Corp., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that she 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 herself as the Vice President.

AS WITNESS my hand and notarial seal.

Jaime F Zackery  
Notary Public

My Commission Expires:

STATE OF OKLAHOMA )  
 ) ss.  
COUNTY OF TULSA )



I HEREBY CERTIFY, that on this 15<sup>th</sup> day of October, 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 Englema  
Notary Public

My Commission Expires: 11-13-2016



Exhibit No. 1

DESCRIPTION OF RAIL EQUIPMENT

DESCRIPTION	REPORTING MARKS
<p>Seventy-two (72) new general purpose coiled and insulated tank cars manufactured by National Steel Car Limited</p>	<p>TCLX 290244, 290285, 290291, 290293, 290294, 290295, 290296, 290304, 290306, 290307, 290309, 290310, 290313, 290314, 290315, 290316, 290317, 290318, 290319, 290320, 290321, 290322, 290323, 290324, 290325, 290326, 290327, 290328, 290329, 290330, 290331, 290332, 290333, 290335, 290336, 290343, 290345, 290348, 290349, 290351, 290352, 290353, 290354, 290355, 290356, 290357, 290358, 290360, 290363, 290365, 290366, 290371, 290379, 290380, 290381, 290383, 290385, 290387, 290389, 290390, 290391, 290392, 290393, 290394, 290395, 290396, 290397, 290398, 290400, 290410, 290412, and 290419.</p>