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

June 26, 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 June 26, 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 of Railroad Equipment No. 1 previously filed with the Board under Recordation Number 30389.

The name and address of the party to the enclosed document are:

Assignor: JPMorgan Chase Bank, N.A.
1111 Polaris Parkway, Suite A3
Columbus, OH 43240

Assignee: Talmer Bank and Trust
2301 West Big Beaver Road #525
Troy, MI 48084

Section Chief
June 26, 2014
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A description of the railroad equipment covered by the enclosed document is:

201 railcars within the series DMIR 71205 – DMIR 71435 as set forth in the attachment to the document.

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

Memorandum of Assignment.

Also enclosed is a check in the amount of \$44.00 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

This Memorandum of Assignment ("Memorandum") made and entered into as of June 26, 2014 by and between JPMORGAN CHASE BANK, N.A. as assignor ("Assignor"), and TALMER BANK AND TRUST, as assignee ("Assignee").

WITNESSETH:

1. Assignor and Assignee have entered into an Assignment and Specification of Assigned Lease Schedule dated as of June 16, 2014, pursuant to which Assignor agreed to sell and assign, and Assignee agreed to purchase from Assignor, Assignor's rights, liabilities, obligations, title and interest in and to certain equipment leases and the items of equipment leased thereunder.

2. Pursuant to the Agreement, Assignor has agreed to assign to Assignee, and Assignee has agreed to assume, Assignor's rights and obligations under that certain Lease of Railroad Equipment No. 1 dated as of September 20, 2012 by and between Assignor and Wisconsin Central Ltd. (the "Lease") and the equipment described on Exhibit A hereto and leased under the Lease. The Memorandum of Lease of Railroad Equipment No. 1 was recorded with the Surface Transportation Board ("Board") under Recordation Number 30389 on September 20, 2012 at 8:00 a.m.

3. The parties hereto wish to show for public record, through this Memorandum, the existence of these agreements and their respective interests therein. Accordingly, the parties 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 all parties are not signatories to the same counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed and delivered by their duly authorized representatives as of the date set forth above.

JPMorgan Chase Bank, N.A. Assignor

By: [Signature]
Name: Terri E. Sayers
Title: Authorized Officer

STATE OF OHIO)
) ss:
COUNTY OF DELAWARE)

The foregoing Memorandum of Assignment was acknowledged before me, the undersigned Notary Public this 26th day of June, 2014 by Terri E Sayers, as Officer of JPMorgan Chase Bank, N.A..

[Signature]
Notary Public

My commission expires: 10-24-16



Laura A. Noble
Notary Public, State of Ohio
My Commission Expires 10-24-2016

EXHIBIT A
to
MEMORANDUM OF
ASSIGNMENT AND SPECIFICATION OF ASSIGNED LEASE SCHEDULE

EQUIPMENT DESCRIPTION

Two-hundred thirty-two (232) 70-ton 1,150 cu. ft. bottom dump ore cars built by American Railcar Industries Inc. in 2012 marked and numbered as set forth below:

DMIR 71204 to DMIR 71435 inclusive.

The following units have been terminated from the original Equipment Description: Thirty-one (31) 70-ton 1,150 cu. ft. bottom dump ore cars built by American Railcar Industries Inc. in 2012 marked and numbered:

DMIR 71204;
DMIR 71208;
DMIR 71217;
DMIR 71220;
DMIR 71228;
DMIR 71234;
DMIR 71238;
DMIR 71239;
DMIR 71247;
DMIR 71262;
DMIR 71267;
DMIR 71274;
DMIR 71281;
DMIR 71284;
DMIR 71295;
DMIR 71301;
DMIR 71307;
DMIR 71308;
DMIR 71353;
DMIR 71362;
DMIR 71371;
DMIR 71373;
DMIR 71379;
DMIR 71380;
DMIR 71381;
DMIR 71383;
DMIR 71384;
DMIR 71396;
DMIR 71405;
DMIR 71411; and
DMIR 71428

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: 6/26/14

Edward M Luria
Edward M. Luria