



Wells Fargo Rail Corporation
One O'Hare Centre
9377 W. Higgins Rd., Ste. 600
Rosemont, IL 60018

wellsfargorail.com

RECORDATION NO. 26572-E
FILED MAY 26, 2016 4:18 PM
SURFACE TRANSPORTATION BOARD

May 26, 2016

Chief Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Amendment No. 2 to Memorandum of Equipment Lease Agreement and Memorandum of Trust Indenture and Security Agreement

Dear Section Chief:

Attached for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) please find one (1) original of an Amendment No. 2 to Memorandum of Equipment Lease Agreement, Lease Supplement Nos. 1 through 4, and Memorandum of Trust Indenture and Security Agreement, Trust Indenture Supplement Nos 1 through 4 dated May 17, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Surface Transportation Board under primary Recordation Number 26572.

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

Owner Trustee/
Lessor: Wells Fargo Bank Northwest, National Association
299 S. Main Street, 5th Floor
Salt Lake City, UT 84116

Lessee: Wells Fargo Bank, National Association
299 S. Main Street, 12th Floor
Salt Lake City, UT 84111

Indenture Trustee: Wilmington Trust Company
1100 North Market Street
Wilmington, DE 19890

A description of the railroad equipment covered by the attached document is: 552 railcars.

A short summary of the document to appear in the index is: Amendment No. 2 to Memorandum of Equipment Lease Agreement, Lease Supplement No. 1, Lease Supplement No. 2, Lease Supplement No. 3, and Lease Supplement No. 4, and Memorandum of Trust Indenture and Security Agreement, Trust Indenture Supplement No. 3, and Trust Indenture Supplement No. 4.

Please accept this E-filing and invoice our account number 22860 in the amount of \$43.00 covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,
Marcia Dunne
Marcia Dunne
Manager Contract Administration

(FURC Trust No. 2006-2A)

**AMENDMENT NO. 2 TO
MEMORANDUM OF EQUIPMENT LEASE AGREEMENT,
LEASE SUPPLEMENT NO. 1, LEASE SUPPLEMENT NO. 2,
LEASE SUPPLEMENT NO. 3, AND LEASE SUPPLEMENT NO. 4
AND
MEMORANDUM OF TRUST INDENTURE AND SECURITY AGREEMENT,
TRUST INDENTURE SUPPLEMENT NO. 1, TRUST INDENTURE
SUPPLEMENT NO. 2, TRUST INDENTURE SUPPLEMENT NO. 3, AND
TRUST INDENTURE SUPPLEMENT NO. 4
(Surface Transportation Board)**

This Amendment No. 2 to Memorandum of Equipment Lease Agreement, Lease Supplement Nos. 1, 2, 3, and 4, and Memorandum of Trust Indenture and Security Agreement, Trust Indenture Supplement Nos. 1, 2, 3, and 4 (the "Amendment") is made and entered into this 17 day of May, 2016, pursuant to the Equipment Lease Agreement and Lease Supplements dated September 26, 2006 (the "Lease"), between Wells Fargo Bank Northwest, National Association, as Owner Trustee (the "Lessor"), and Wells Fargo Bank, National Association, as successor to Wachovia Financial Services, Inc. (the "Lessee"), and the Trust Indenture and Security Agreement and Trust Indenture Supplements dated as of September 26, 2006 (the "Trust Indenture and Security Agreement") between Wilmington Trust Company, not individually but solely as Indenture Trustee ("Indenture Trustee"), and Wells Fargo Bank Northwest, National Association, not individually but solely as Owner Trustee ("Owner Trustee").

WHEREAS, a Memorandum of Equipment Lease Agreement, Lease Supplement No. 1, Lease Supplement No. 2, Lease Supplement No. 3, and Lease Supplement No. 4 evidencing the Lease was filed with the Surface Transportation Board pursuant to Section 11301(a) of Title 49 of the *United States Code* on September 26, 2006 at 8:03 a.m., under Recordation Number 26572; and

WHEREAS, a Memorandum of Trust Indenture and Security Agreement and Trust Indenture Supplement No. 1, Trust Indenture Supplement No. 2, Trust Indenture Supplement No. 3, and Trust Indenture Supplement No. 4 was filed with the Surface Transportation Board pursuant to Section 11301(a) of Title 49 of the *United States Code* on September 26, 2006 at 8:06 a.m., under Recordation Number 26572-A; and

WHEREAS, pursuant to Section 4.2, Duty to Number and Mark Equipment, of the Lease, Lessee is required to file and record in all public offices where the Lease and the Trust Indenture and Security Agreement have been filed, the new identification reporting mark and number for such railcars that have been changed and remain subject to the Lease and the Trust Indenture and Security Agreement; and

NOW THEREFORE, in order to comply with the provisions under the Lease, the Lessee hereby provides the following:

Exhibit 1 attached hereto identifies the railcars subject to the Lease and the Trust Indenture and Security Agreement that have been reported as remarked and renumbered since September 26, 2006.

This Amendment shall not impair or terminate any rights and obligations of the parties under the Lease and the Trust Indenture and Security Agreement with respect to the railroad equipment covered by the Lease and the Trust Indenture and Security Agreement, as to which the Lease and the Trust Indenture and Security Agreement remain in full force and effect.

[The remainder of this page is intentionally left blank.]

Dated this 17 day of May, 2016.

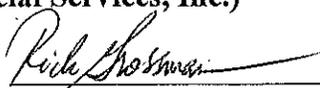
OWNER TRUSTEE (LESSOR):

**WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION**

By: 
Name: Nichole Beers
Title: Assistant Vice President

LESSEE:

**WELLS FARGO BANK, NATIONAL
ASSOCIATION (successor to Wachovia
Financial Services, Inc.)**

By: 
Name: Rick Grossman
Title: Designated Signer

INDENTURE TRUSTEE:

WILMINGTON TRUST COMPANY

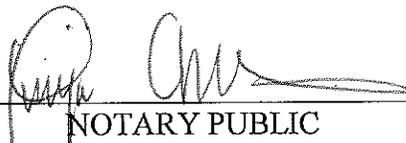
By: 
Name: _____
Title: _____

**Matthew C. Bosnjak
Financial Services Officer**

STATE OF UTAH)
)
COUNTY OF SALT LAKE) SS.

The foregoing instrument was acknowledged before me, the undersigned Notary Public, on this 17 day of May, 2016 by Nichole Beers, as Assistant Vice President of **WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION.**

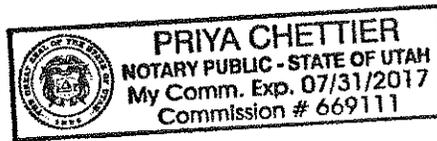
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.



NOTARY PUBLIC

My Commission Expires: 07/31/2017

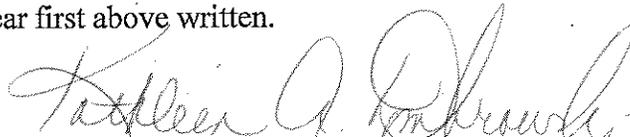
[Notarial Seal]



STATE OF ILLINOIS)
)
COUNTY OF COOK) SS.

The foregoing instrument was acknowledged before me, the undersigned Notary Public, on this 23rd day of Feb., 2016 by Rick Grossman, as Designaed Signer of **WELLS FARGO BANK, NATIONAL ASSOCIATION.**

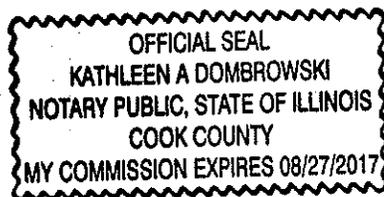
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.



NOTARY PUBLIC

My Commission Expires: 8/27/17

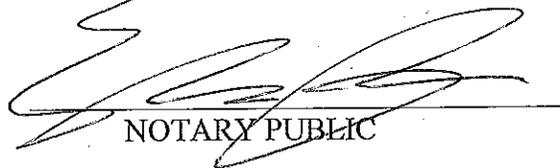
[Notarial Seal]



STATE OF DELAWARE)
)
COUNTY OF NEW CASTLE) ss.

The foregoing instrument was acknowledged before me, the undersigned Notary Public, on this 10th day of May, 2016 by Matthew Basjak, as Financial Services Officer of **WILMINGTON TRUST COMPANY.**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.


NOTARY PUBLIC

My Commission Expires: 8-20-16

[Notarial Seal]



EXHIBIT 1

<u>COUNT</u>	<u>CAR ID</u>	<u>PRIOR CAR INITIAL</u>	<u>PRIOR CAR NUMBER</u>	<u>CURRENT CAR INITIAL</u>	<u>CURRENT CAR NUMBER</u>
1	163763	DEEX	60001	FURX	961900
2	163764	DEEX	60002	FURX	961901
3	163765	DEEX	60003	FURX	961902
4	163766	DEEX	60004	FURX	961903
5	163767	DEEX	60005	FURX	961904
6	163768	DEEX	60006	FURX	961905
7	163769	DEEX	60007	FURX	961906
8	163770	DEEX	60008	FURX	961907
9	163772	DEEX	60010	FURX	961909
10	163773	DEEX	60011	FURX	961910
11	163774	DEEX	60012	FURX	961911
12	163775	DEEX	60013	FURX	961912
13	163776	DEEX	60014	FURX	961913
14	163777	DEEX	60015	FURX	961914
15	163778	DEEX	60016	FURX	961915
16	163779	DEEX	60017	FURX	961916
17	163780	DEEX	60018	FURX	961917
18	163781	DEEX	60019	FURX	961918
19	163783	DEEX	60021	FURX	961920
20	163784	DEEX	60022	FURX	961921
21	163785	DEEX	60023	FURX	961922
22	163787	DEEX	60025	FURX	961924
23	163788	DEEX	60026	FURX	961925
24	163789	DEEX	60027	FURX	961926
25	163790	DEEX	60028	FURX	961927
26	163791	DEEX	60029	FURX	961928
27	163792	DEEX	60030	FURX	961929
28	163793	DEEX	60031	FURX	961930
29	163794	DEEX	60032	FURX	961931
30	163795	DEEX	60033	FURX	961932
31	163796	DEEX	60034	FURX	961933
32	163797	DEEX	60035	FURX	961934
33	163799	DEEX	60037	FURX	961936
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38	163804	DEEX	60042	FURX	961941

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41	163807	DEEX	60045	FURX	961944
42	163808	DEEX	60046	FURX	961945
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44	163811	DEEX	60049	FURX	961948
45	163812	DEEX	60050	FURX	961949
46	163813	DEEX	60051	FURX	961950
47	163814	DEEX	60052	FURX	961951
48	163815	DEEX	60053	FURX	961952
49	163816	DEEX	60054	FURX	961953
50	163817	DEEX	60055	FURX	961954
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185	163961	DEEX	60199	FURX	962098
186	163962	DEEX	60200	FURX	962099
187	163963	DEEX	60201	FURX	962100
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189	163965	DEEX	60203	FURX	962102
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225	164005	DEEX	60243	FURX	962142
226	164007	DEEX	60245	FURX	962144
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243	164025	DEEX	60263	FURX	962162
244	164026	DEEX	60264	FURX	962163
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250	164032	DEEX	60270	FURX	962169
251	164034	DEEX	60272	FURX	962171
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263	164046	DEEX	60284	FURX	962183
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267	164050	DEEX	60288	FURX	962187
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281	164064	DEEX	60302	FURX	962201
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287	164070	DEEX	60308	FURX	962207
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548	164357	DEEX	60595	FURX	962494
549	164358	DEEX	60596	FURX	962495
550	164360	DEEX	60598	FURX	962497
551	164361	DEEX	60599	FURX	962498
552	164362	DEEX	60600	FURX	962499

Lease Schedule Nos. 2 and 3 (B009-B010)

FURC Trust No. 2006-2A