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

October 21, 2013

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 Lease Agreement, dated as of October 17, 2013, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor	BBVA Compass Financial Corporation 159 Crocker Park Blvd, Suite 260 Westlake, Ohio 44145
Lessee:	Trans Global Solutions, Inc. 5255 North Twin City HWY Nederland, Texas 77627

Chief
Section of Administration
October 21, 2013
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A description of the railroad equipment covered by the enclosed document is:

7 EMD SD40-2 locomotives: ECRX 3005 – ECRX 3011 (previously marked HCLX 6205, 6207, 7069, 7072, 7837, 7838 and 7854).

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

Memorandum of Lease Agreement.

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 LEASE AGREEMENT

dated as of October 17, 2013

between

TRANS GLOBAL SOLUTIONS, INC.
as Lessee

and

BBVA COMPASS FINANCIAL CORPORATION
as Lessor

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of October ~~17~~, 2013, by and between BBVA COMPASS FINANCIAL CORPORATION ("Lessor") and TRANS GLOBAL SOLUTIONS, INC. ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, those certain locomotives described on Attachment 1 attached hereto. The lease of the locomotives is a capital lease for security and the filing of this memorandum is intended to perfect Lessor's security interest in the locomotives described herein.

All of such locomotives as are more fully described in Schedule Nos. 1 through 2 to the Certificate of Delivery and Acceptance No. 1, dated as of October ~~10~~, 2013, executed pursuant to that certain Equipment Schedule No. 0001, dated as of October ~~10~~ 2013 which Equipment Schedule was executed pursuant to the Master Lease Agreement No. 00501, dated as of ~~October~~ *September 4,* 2013, between Lessor and Lessee, incorporating the terms thereof (together with all of the riders, schedules and other attachments thereto, collectively, the "Lease"), each between Lessor and Lessee.

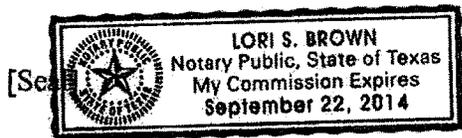
2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

STATE OF TEXAS)
COUNTY OF Harris) ss.

On this 17th day of ~~December~~, ^{OCTOBER 2013} 2000, before me appeared Daniel J. Orsini, the person who signed this instrument, who acknowledged that (s)he is a officer of TRANS GLOBAL SOLUTIONS, INC. and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.



Lori S. Brown
Notary Public

My commission expires:

9/22, 14

**ATTACHMENT 1
TO MEMORANDUM OF LEASE AGREEMENT**

DESCRIPTION OF LOCOMOTIVES

Seven (7) EMD SD40-2, 3000 horsepower, six axle diesel locomotives, bearing the following road marks and numbers:

**Old RL and Road
Numbers**

**HLCX 6205
HLCX 6207
HLCX 7069
HLCX 7072
HLCX 7837
HLCX 7838
HLCX 7854**

**New RL and
Road Numbers**

**ECRX 3005
ECRX 3006
ECRX 3007
ECRX 3008
ECRX 3009
ECRX 3010
ECRX 3011**

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: 10/21/13

Edward M Luria
Edward M. Luria