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May 29, 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 efileing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Security Agreement, a primary document, dated as of May 29, 2015. We request that this document be given the next available recordation number.

The names and addresses of the parties to the Memorandum of Security Agreement are:

Secured Party:

BB&T Equipment Finance Corporation
600 Washington Avenue, Suite 201
Towson, MD 21204

Debtors:

Interstate Asphalt II LLC
PRTX LLC
Annex Terminal, LLC
Interstate Asphalt LLC
American Crude Transport LLC
1041 S.E. 17th Street, Ste. 300
Fort Lauderdale, FL 33316

A description of the equipment covered by the Memorandum of Security Agreement consists of 110 asphalt tank cars numbered PRTX 121-200, inclusive, and TRPX 501-530, inclusive.

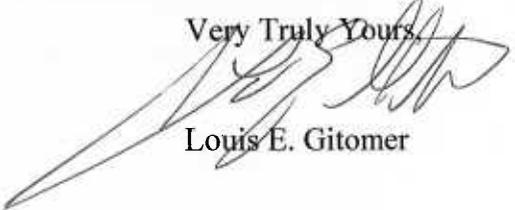
Ms. Cynthia T. Brown
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A fee of \$43.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgrailaw.com

A short summary of the document to appear in the index follows: a Memorandum of Security Agreement between BB&T Equipment Finance Corporation, 600 Washington Avenue, Suite 201, Towson, MD 21204, and Interstate Asphalt II LLC, PRTX LLC, Annex Terminal, LLC, Interstate Asphalt LLC, and American Crude Transport LLC, 1041 S.E. 17th Street, Ste. 300, Fort Lauderdale, FL 33316, covering 110 asphalt tank cars numbered PRTX 121-200, inclusive, and TRPX 501-530, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF SECURITY AGREEMENT

Dated as of May 29, 2015

among

BB&T EQUIPMENT FINANCE CORPORATION,
as Secured Party

and

INTERSTATE ASPHALT II LLC, PRTX LLC, ANNEX TERMINAL LLC, INTERSTATE
ASPHALT LLC AND AMERICAN CRUDE TRANSPORT LLC,
Jointly, severally and collectively, as Debtor

Filed with the Surface Transportation Board pursuant to
49 U.S.C. § 11301 on _____, 2015, at ____:____.M
Recordation Number _____

MEMORANDUM OF SECURITY AGREEMENT

THIS MEMORANDUM OF SECURITY AGREEMENT dated as of May 29, 2015 is made by and among BB&T Equipment Finance Corporation, together with its successors and assigns ("Secured Party"), and Interstate Asphalt II LLC, PRTX LLC, Annex Terminal LLC, Interstate Asphalt LLC and American Crude Transport LLC, jointly and severally as co-borrowers (collectively, "Debtor").

WITNESSETH

1. Pursuant to a Master Rail Equipment Loan and Security Agreement Number 9990001776 dated as of May 29, 2015 and Promissory Note dated as of May 29, 2015 (collectively, the "Security Agreement"), Debtor has pledged to Secured Party a first priority security interest in all of the rail equipment described in Exhibit A attached hereto (the "Railcars").

2. The Security Agreement shall be effective as of the date first set forth hereinabove and Debtor's use of the Railcars shall be subject to the terms and conditions as set forth in the Security Agreement.

3. This Memorandum of Security 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]

Debtor:

INTERSTATE ASPHALT LLC

By: Peter R Woolf

Name: Peter Woolf

Title: CFO

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

I HEREBY CERTIFY, that on this 27th day of May, 2015, before me, the undersigned, a Notary Public of the State of FLORIDA, personally appeared Peter Woolf, who acknowledged himself/herself to be the CFO of INTERSTATE ASPHALT LLC, 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 CFO of said company by signing the name of the company by himself/herself as the CFO.

AS WITNESS my hand and notarial seal.



Zh-xia Lee
Notary Public

My commission expires: May 17, 2016

EXHIBIT A
TO MEMORANDUM OF SECURITY AGREEMENT
DATED AS OF MAY 29, 2015

Eighty (110) Trinity asphalt tank cars

Car marking numbers: PRTX 121 - 200, inclusive and TRPX 501 - 530, inclusive