



ATEL
Leasing Corporation®

RECORDATION NO. 29865-C
FILED JULY 12, 2016 1:20 PM
SURFACE TRANSPORTATION BOARD

STB E-FILE

July 12, 2016

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423

**Re: Document for Recordation:
1. Memorandum of Lease Renewal (Schedule No. 1A)**

Dear Section Chief:

Attached please find for recordation one (1) copy of Memorandum of Lease Renewal (Schedule No. 1A), a secondary document as defined in the Board's Rules for the Recordation of Documents.

The primary document to which this document is submitted in connection with is recorded under Recordation Number 29865.

The names and addresses to the Memorandum of Lease Renewal (Schedule No. 1A) executed as of May 12, 2016, are:

Lessor: ATEL Capital Equipment Fund X, LLC
600 Montgomery Street, 9th Floor
San Francisco, CA 94111

Lessee: Interstate Commodities, Inc.
R.M. Railcars LLC
7 Madison Street
Troy, NY 12181

A description of the railroad equipment covered by the Memorandum of Lease Renewal (Schedule No. 1A) is:

One hundred and sixty-five (165) covered hopper cars within the series KBSR 35100 through KBSR 35169 and within the series TCWR 349106 through TCWR 349955.

A short summary of the document to appear in the index as follows:

Memorandum of Lease Renewal (Schedule No. 1A)

The fee of \$43.00 can be charged to our account.

Kindly return a stamped copy of the attached document to the undersigned at your earliest convenience.

Should you have any questions, please do not hesitate to contact me at 415.616.3427 or at rwarner@atel.com.

Sincerely,

Renette F. Warner
Senior Contract Administrator

/rfw
Attachment

7/12/2016# 216793v1
Letter to Surface Transportation Board

MEMORANDUM OF LEASE RENEWAL

(SCHEDULE NO. 1A)

This MEMORANDUM OF LEASE RENEWAL is made and entered into as of May 12, 2016 but deemed effective as of November 1, 2015, by and between ATEL CAPITAL EQUIPMENT FUND X, LLC ("ATEL"), a California limited liability company located at The Transamerica Pyramid, 600 Montgomery Street, 9th Floor, San Francisco, CA 94111 and INTERSTATE COMMODITIES, INC. ("ICI"), a New York corporation, and R.M. RAILCARS LLC ("R.M. Railcars"), a Delaware limited liability company, each located at 7 Madison Street, Troy, NY 12181.

WITNESSETH

Pursuant to a Master Equipment Lease Agreement (the "Lease Agreement") and Subleasing Consent and Agreement which was incorporated into the Lease Agreement each dated as of August 17, 2011, as amended and Schedule No. 1 thereto dated as of August 17, 2011, which was amended and Schedule No. 1 was divided into two (2) new leases including Schedule No. 1A, which incorporates the terms and conditions of the Lease Agreement and together with the Lease Agreement is the ("Lease"), ATEL had agreed to lease to ICI and R.M. Railcars and ICI and R.M. Railcars had agreed to lease from ATEL one hundred and sixty-five (165) used 1978-1983 built, 4650/4750 cubic feet covered hopper cars, trough hatches, gravity gates, interior unlined bearing car initial and car number as more specifically described on Exhibit A attached hereto, as shall be amended from time to time (the "Cars").

A Memorandum of Sale and Lease-back and Assignment was duly filed and recorded with the Surface Transportation Board (the "Board") pursuant to the provisions of 49 U.S.C. Section 11301 and 49 CFR 1177, on August 18, 2011, at 5:05 p.m. under Recordation Number 29865.

A Memorandum of Assignment of Lease with respect to Schedule No. 1A was duly filed and recorded with the Board pursuant to the provisions of 49 U.S.C. Section 11301 and 49 CFR 1177, on January 13, 2014, at 5:39 p.m. under Recordation Number 29865-A.

Pursuant to an Amendment No. 1 to Schedule No. 1A, dated as of October 26, 2015, (the "Renewal Agreement"), ATEL has agreed to continue to lease to ICI and R.M. Railcars and ICI and R.M. Railcars have agreed to continue to lease from ATEL the Cars for a term of thirty-six (36) months commencing on November 1, 2015, and continuing through and including October 31, 2018.

This Memorandum of Lease Renewal has been executed and delivered by the parties for the purpose of recording and giving notice of the Lease.

IN WITNESS WHEREOF, ATEL, ICI and R.M. Railcars have each executed this instrument as of the day and year first above written. Each of the undersigned certifies that he/she holds the title set forth below, that this instrument was signed on behalf of his/her corporation by authority of its Board of Directors and that the execution of this instrument was the free act and deed of his/her corporation. The undersigned further declares under penalty of perjury that the foregoing is true and correct.

ATEL CAPITAL EQUIPMENT FUND X, LLC
By: ATEL Financial Services, LLC, its Manager
By: ATEL Leasing Corporation, its Manager

By: [Signature]
Print Name: Vasco H. Morais
Title: Executive Vice President

INTERSTATE COMMODITIES, INC.

By: [Signature]
Print Name: Michael G. Pizzuto
Title: Chief Operating Officer

R.M. RAILCARS LLC
By: Interstate Commodities, Inc., Sole Member

By: [Signature]
Print Name: Michael G. Pizzuto
Title: Chief Operating Officer

ATEL LEGAL DEPARTMENT
APPROVED
AS TO FORM

BY: [Signature]

Exhibit A to Memorandum of Lease Renewal (Schedule No. 1A)							
No.	Car Initial and No.	No.	Car Initial and No.	No.	Car Initial and No.	No.	Car Initial and No.
1	KBSR 35100	43	KBSR 35142	85	TCWR 349557	127	TCWR 349778
2	KBSR 35101	44	KBSR 35143	86	TCWR 349560	128	TCWR 349779
3	KBSR 35102	45	KBSR 35144	87	TCWR 349564	129	TCWR 349784
4	KBSR 35103	46	KBSR 35145	88	TCWR 349569	130	TCWR 349786
5	KBSR 35104	47	KBSR 35146	89	TCWR 349575	131	TCWR 349788
6	KBSR 35105	48	KBSR 35147	90	TCWR 349578	132	TCWR 349790
7	KBSR 35106	49	KBSR 35148	91	TCWR 349580	133	TCWR 349806
8	KBSR 35107	50	KBSR 35149	92	TCWR 349590	134	TCWR 349808
9	KBSR 35108	51	KBSR 35150	93	TCWR 349593	135	TCWR 349811
10	KBSR 35109	52	KBSR 35151	94	TCWR 349603	136	TCWR 349817
11	KBSR 35110	53	KBSR 35152	95	TCWR 349604	137	TCWR 349821
12	KBSR 35111	54	KBSR 35153	96	TCWR 349608	138	TCWR 349822
13	KBSR 35112	55	KBSR 35154	97	TCWR 349614	139	TCWR 349824
14	KBSR 35113	56	KBSR 35155	98	TCWR 349620	140	TCWR 349826
15	KBSR 35114	57	KBSR 35156	99	TCWR 349626	141	TCWR 349828
16	KBSR 35115	58	KBSR 35157	100	TCWR 349631	142	TCWR 349832
17	KBSR 35116	59	KBSR 35158	101	TCWR 349645	143	TCWR 349849
18	KBSR 35117	60	KBSR 35159	102	TCWR 349647	144	TCWR 349852
19	KBSR 35118	61	KBSR 35160	103	TCWR 349651	145	TCWR 349853
20	KBSR 35119	62	KBSR 35161	104	TCWR 349654	146	TCWR 349854
21	KBSR 35120	63	KBSR 35162	105	TCWR 349662	147	TCWR 349855
22	KBSR 35121	64	KBSR 35163	106	TCWR 349663	148	TCWR 349860
23	KBSR 35122	65	KBSR 35164	107	TCWR 349665	149	TCWR 349865
24	KBSR 35123	66	KBSR 35165	108	TCWR 349678	150	TCWR 349874
25	KBSR 35124	67	KBSR 35166	109	TCWR 349679	151	TCWR 349880
26	KBSR 35125	68	KBSR 35167	110	TCWR 349686	152	TCWR 349881
27	KBSR 35126	69	KBSR 35168	111	TCWR 349690	153	TCWR 349887
28	KBSR 35127	70	KBSR 35169	112	TCWR 349691	154	TCWR 349896
29	KBSR 35128	71	TCWR 349106	113	TCWR 349696	155	TCWR 349902
30	KBSR 35129	72	TCWR 349505	114	TCWR 349704	156	TCWR 349912
31	KBSR 35130	73	TCWR 349506	115	TCWR 349718	157	TCWR 349920
32	KBSR 35131	74	TCWR 349511	116	TCWR 349730	158	TCWR 349927
33	KBSR 35132	75	TCWR 349514	117	TCWR 349737	159	TCWR 349931
34	KBSR 35133	76	TCWR 349524	118	TCWR 349738	160	TCWR 349935
35	KBSR 35134	77	TCWR 349526	119	TCWR 349748	161	TCWR 349939
36	KBSR 35135	78	TCWR 349528	120	TCWR 349752	162	TCWR 349941
37	KBSR 35136	79	TCWR 349531	121	TCWR 349755	163	TCWR 349943
38	KBSR 35137	80	TCWR 349535	122	TCWR 349765	164	TCWR 349948
39	KBSR 35138	81	TCWR 349543	123	TCWR 349767	165	TCWR 349955
40	KBSR 35139	82	TCWR 349547	124	TCWR 349771		
41	KBSR 35140	83	TCWR 349548	125	TCWR 349774		
42	KBSR 35141	84	TCWR 349556	126	TCWR 349776		