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RECORDATION NO. 27308-W FILED
November 18, 2015 03:45 PM
SURFACE TRANSPORTATION BOARD

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November 18, 2015

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 November 18, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease and related documents previously filed with the Board under Recordation Numbers 27247-A and 27308-A.

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

Assignor: Progress Rail Leasing Corporation
1600 Progress Drive
Albertville, AL 35950

Assignee: Rio Grande Chemical, Ltd.
901 Lindberg Avenue
McAllen, TX 78501

[Lessee: Castle Rock Renewable Fuels LLC
N 9585 State Road 80
Necedah, WI 54646]

A description of the railroad equipment covered by the enclosed document is:

24 railcars within the series PRSX 122088 – PRSX 122191 as more particularly set forth on the attachment to the document.

Chief
Section of Administration
November 18, 2015
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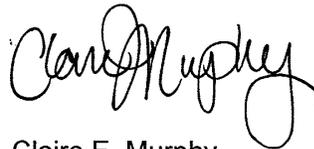
A short summary of the document to appear in the index is:

Memorandum of Assignment.

Also enclosed is a check in the amount of \$43.00 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,

A handwritten signature in black ink, appearing to read "Claire E. Murphy". The signature is written in a cursive style with a large, looping "M".

Claire E. Murphy

CEM
Enclosures

MEMORANDUM OF ASSIGNMENT

THIS MEMORANDUM OF ASSIGNMENT OF RAILCAR LEASE (this "Memorandum") dated as of November 18, 2015 is between PROGRESS RAIL LEASING CORPORATION (the "Assignor") and RIO GRANDE CHEMICAL, LTD. (the "Assignee").

The parties to this Memorandum hereby acknowledge and confirm the following:

A. Babcock and Brown Rail Funding LLC ("Babcock") and Marquis Energy – Wisconsin, LLC, being formerly known as Castle Rock Renewal Fuels LLC ("Marquis"), entered into a Schedule No. 01 to Master Full Service Railcar Lease, dated as of January 22, 2008 (as the same has been subsequently amended from time to time, the "Lease"), for, among other things, the lease by Babcock to Marquis of the railcars described on Exhibit A hereto (the "Railcars").

B. A Memorandum of Full Service Railcar Lease, dated as of January 22, 2008, being a memorandum of the Lease, was recorded with the Surface Transportation Board on February 13, 2008, under recordation numbers 27247-A and 27308-A.

C. Assignor, as assignor and successor-in-interest to Babcock and owner of the Railcars, and Assignee, as assignee, are parties to that certain Assignment of Lessor's Interest in Leases, dated as of even date herewith, pursuant to which the Assignor has assigned to the Assignee the rights of "Lessor" under the Lease. The terms of the assignment are more particularly set forth in the above-referenced Assignment of Lessor's Interest in Leases.

D. The parties hereto wish to show for public record this Memorandum and accordingly 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 both parties are not signatories to the same counterpart.

[Signature Page Follows]



IN WITNESS WHEREOF, the parties have caused this Memorandum to be executed as of the first date herein above written.

RIO GRANDE CHEMICAL, LTD.
("Assignee")

By: [Signature]
Name: Michael Dockeman
Title: C.E.O.

STATE OF New York)
COUNTY OF New York) SS:

The foregoing Memorandum of Assignment of Railcar Lease was acknowledged before me, the undersigned Notary Public, in the County of New York this 17 day of Nov, 2015 by Michael Dockeman, as a CEO of RIO GRANDE CHEMICAL, LTD., a ___ corporation.

[Signature]
Notary Public

My commission expires: 10/21/2017

[Notarial Seal]

ERIN ELIZABETH MCMILLAN
NOTARY PUBLIC-STATE OF NEW YORK
No. 01MC 291896
Qualified in Kings County
My Commission Expires **October 21, 2017**

Exhibit A

Railcars

Twenty-Four (24) railcars with the following marks and numbers:

1.	PRSX	122088
2.	PRSX	122112
3.	PRSX	122113
4.	PRSX	122118
5.	PRSX	122119
6.	PRSX	122123
7.	PRSX	122124
8.	PRSX	122125
9.	PRSX	122130
10.	PRSX	122149
11.	PRSX	122151
12.	PRSX	122155
13.	PRSX	122163
14.	PRSX	122168
15.	PRSX	122169
16.	PRSX	122171
17.	PRSX	122172
18.	PRSX	122175
19.	PRSX	122176
20.	PRSX	122177
21.	PRSX	122179
22.	PRSX	122181
23.	PRSX	122185
24.	PRSX	122191



CERTIFICATION

I, Claire E. Murphy, an attorney licensed to practice in the State of New York and the State of New Jersey, 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: November 18, 2015



Claire E. Murphy