

LAW OFFICES OF  
**LOUIS E. GITOMER, LLC.**

LOUIS E. GITOMER  
Lou@lgraillaw.com

600 BALTIMORE AVENUE, SUITE 301  
TOWSON, MARYLAND 21204-4022  
(410) 296-2250 • (202) 466-6532  
FAX (410) 332-0885

MELANIE B. YASBIN  
Melanie@lgraillaw.com  
410-296-2225

October 29, 2014

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 e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a primary document, dated as of October 29, 2014. We request that this document be given the next available recordation number.

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

Lessor:

Banc of America Leasing & Capital, LLC  
2059 Northlake Parkway, 4 South  
Tucker, GA 30084

Lessee:

Chicago Freight Car Leasing Co.  
6250 North River Road  
Rosemont, IL 60018

A description of the equipment covered by the Memorandum of Lease Agreement consists of 69 covered hopper cars numbered CRDX 20643-20682, inclusive, and 20696-20724, inclusive.

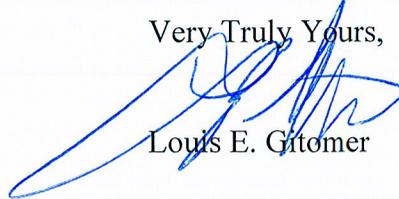
A fee of \$43.00 is enclosed. Please return one copy by email to:

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

Ms. Cynthia T. Brown  
October 29, 2014  
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A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between Banc of America Leasing & Capital, LLC, 2059 Northlake Parkway, 4 South, Tucker, GA 30084, and Chicago Freight Car Leasing Co., 6250 North River Road, Rosemont, IL 60018, covering 69 covered hopper cars numbered CRDX 20643-20682, inclusive, and 20696-20724, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

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MEMORANDUM OF LEASE AGREEMENT

Dated as of October 29, 2014

between

BANC OF AMERICA LEASING & CAPITAL, LLC,  
as Lessor

and

Chicago Freight Car Leasing Co.,  
as Lessee

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Filed with the Surface Transportation Board pursuant to  
49 U.S.C. § 11301 on \_\_\_\_\_, 2014, at \_\_\_\_:\_\_\_\_ \_\_.M  
Recordation Number \_\_\_\_\_

## MEMORANDUM OF LEASE AGREEMENT

**THIS MEMORANDUM OF LEASE AGREEMENT** dated as of October 29, 2014 is made by and between BANC OF AMERICA LEASING & CAPITAL, LLC, together with its successors and assigns ("Lessor"), and Chicago Freight Car Leasing Co., and its successors and permitted assigns ("Lessee").

### WITNESSETH

1. Pursuant to a Master Lease Agreement dated as of October 29, 2014 and Schedule No. 1-B executed pursuant thereto dated as of October 29, 2014 (collectively, the "Lease Agreement"), Lessor has agreed to lease to Lessee, and the Lessee has agreed to lease from the Lessor, all of the rail equipment described in Exhibit A attached hereto (the "Railcars").

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

3. This Memorandum of Lease 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]*



IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Secured Party:

BANC OF AMERICA LEASING & CAPITAL, LLC

By: [Signature]  
Name: Robert M. [unclear]  
Title: V.P.

STATE OF GEORGIA )  
 ) ss.:  
COUNTY OF Henry )

On this 20<sup>th</sup> day of Oct, 2014, before me the subscriber personally appeared Robert M. [unclear], who being by me duly sworn, did depose and say: that (s)he is the V.P. of BANC OF AMERICA LEASING & CAPITAL, LLC, the Delaware limited liability company described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by their own free act on behalf of said corporation.

[Signature]  
NOTARY PUBLIC  
My Commission Expires: **ANGELA MCFALLS**  
**NOTARY PUBLIC**  
Henry County  
State of Georgia  
My Comm. Expires Oct. 24, 2018

**Sixty Nine (69) 1999 Thrall 3,250 cubic foot Covered Hopper Cars**

	<u>Mark</u>	<u>Number</u>	<u>Build Year</u>
1	CRDX	20643	1999
2	CRDX	20644	1999
3	CRDX	20645	1999
4	CRDX	20646	1999
5	CRDX	20647	1999
6	CRDX	20648	1999
7	CRDX	20649	1999
8	CRDX	20650	1999
9	CRDX	20651	1999
10	CRDX	20652	1999
11	CRDX	20653	1999
12	CRDX	20654	1999
13	CRDX	20655	1999
14	CRDX	20656	1999
15	CRDX	20657	1999
16	CRDX	20658	1999
17	CRDX	20659	1999
18	CRDX	20660	1999
19	CRDX	20661	1999
20	CRDX	20662	1999
21	CRDX	20663	1999
22	CRDX	20664	1999
23	CRDX	20665	1999
24	CRDX	20666	1999
25	CRDX	20667	1999
26	CRDX	20668	1999
27	CRDX	20669	1999
28	CRDX	20670	1999
29	CRDX	20671	1999
30	CRDX	20672	1999
31	CRDX	20673	1999
32	CRDX	20674	1999
33	CRDX	20675	1999
34	CRDX	20676	1999
35	CRDX	20677	1999
36	CRDX	20678	1999
37	CRDX	20679	1999
38	CRDX	20680	1999
39	CRDX	20681	1999
40	CRDX	20682	1999
41	CRDX	20696	1999
42	CRDX	20697	1999

EXHIBIT A to MEMORANDUM OF LEASE DATED OCTOBER 29, 2014

43	CRDX	20698	1999
44	CRDX	20699	1999
45	CRDX	20700	1999
46	CRDX	20701	1999
47	CRDX	20702	1999
48	CRDX	20703	1999
49	CRDX	20704	1999
50	CRDX	20705	1999
51	CRDX	20706	1999
52	CRDX	20707	1999
53	CRDX	20708	1999
54	CRDX	20709	1999
55	CRDX	20710	1999
56	CRDX	20711	1999
57	CRDX	20712	1999
58	CRDX	20713	1999
59	CRDX	20714	1999
60	CRDX	20715	1999
61	CRDX	20716	1999
62	CRDX	20717	1999
63	CRDX	20718	1999
64	CRDX	20719	1999
65	CRDX	20720	1999
66	CRDX	20721	1999
67	CRDX	20722	1999
68	CRDX	20723	1999
69	CRDX	20724	1999

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TOTAL

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