



DONELAN CLEARY
WOOD & MASER, P.C.

RECORDATION NO. 21125-A FILED

DEC 22 '98

2-46 PM

December 22, 1998

Recordation No. 21125-A

Dear Mr. Williams:

On behalf of Flex Leasing I, LLC, I submit for filing and recording under 49 U.S.C. § 11301(a) and the regulations applicable thereunder, executed counterparts of a secondary document, not previously recorded, entitled Memorandum of Full Assignment of Lease ("Full Assignment").

The parties to the enclosed Full Assignment are:

Flex Leasing Corporation - ASSIGNOR/LESSOR
Suite 300
234 Front Street
San Francisco, CA 94111

Flex Leasing I, LLC - ASSIGNEE/SUCCESSOR
Suite 300 LESSOR
234 Front Street
San Francisco, CA 94111

The said Full Assignment, among other things, acts to assign from the Assignor to the Assignee all of Assignor's right, title and interest in the said lease as to all the units of equipment covered therein and thereby.

The equipment covered by the Full Assignment is all equipment covered in the said lease.

A short summary of the Full Assignment to appear in the Surface Transportation Board Index is as follows:

"Assigns all units in lease."

Please enter under this Recordation No. the following cross index reference:

"See Recordation No. 21888."

Enclosed is a check in the amount of fifty-two dollars (\$52.00) in payment of the filing fee (\$26.00) and the cross indexing fee (\$26.00).

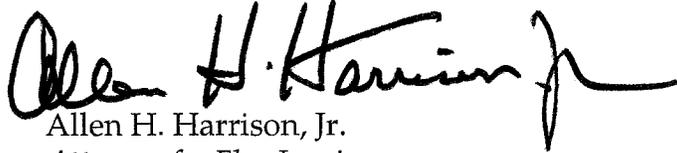
ATTORNEYS AND COUNSELORS AT LAW

1100 New York Avenue, Suite 750, N.W., Washington, D.C. 20005-3934, Tel: 202-371-9500, Fax: 202-371-0900

Counterparts - a H. Maser

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter/fee receipt from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

A handwritten signature in black ink, appearing to read "Allen H. Harrison, Jr.", with a long, sweeping flourish extending to the right.

Allen H. Harrison, Jr.
*Attorney for Flex Leasing
I, LLC, for the purpose
of this filing.*

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423
Enclosures

BY HAND

8207-020

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

Allen H. Harrison, Jr.

Date: 12/22/98

DCWM

1100 New York Avenue, NW., Ste. 750
Washington, DC., 20005-3934

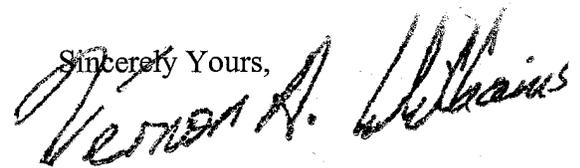
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 12/22/98 at 2:46 PM , and

assigned recordation number(s). 20455-B, (1 cross index), 21093-A(1-cross index), 21093-B(1 cross-index), 21094-C (1 cross-index), 21095-A(1 cross-index) 21096-A (1 cross-index), 21097-C (1 cross-index), 21125-A (1 cross-index), 21208-C (1 cross-index), 21708-A, (1 cross-index), 21889,(1 cross-index), 21890,(1 cross-index), (21891,(1 cross-index) and 21892,(1 cross-index).

Sincerely Yours,



Vernon A. Williams

Enclosure(s) (31)

806.00

\$ _____ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature _____



