

RECORDATION NO. 27981-A FILED

JUN 18 '09 - 8 C 0 AM

**SURFACE TRANSPORTATION BOARD**

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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

June 18, 2009

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Re: ICX No. 1395-022

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Assignment (ICX No. 1395-022), dated as of June 17, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease (ICX No. 1395-022) being filed with the Board under Recordation Number 27981.

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

Assignor: ICX Corporation  
71 S. Wacker Drive, 28<sup>th</sup> Floor  
Chicago, IL 60606

Assignee: Siemens Financial Services, Inc  
170 Wood Avenue South  
Iselin, NJ 08830

Anne K. Quinlan, Esquire  
June 18, 2009  
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A description of the railroad equipment covered by the enclosed document is:

13 pieces of maintenance of way equipment: 4 Superior Sales TPC4301 Hand & Power Tool Push Carts S/Ns TCP21062, TCP20061, TCP22063 and TCP22064; 4 Superior Sales PC-2201 Heavy Duty Push Carts S/Ns PC-06-1, PC-06-4, PC-06-2 and PC-06-3; Superior Sales MSC4101 Mechanics Supply Cart MSC22-06-1; and 4 L&H Industrial, Inc. LHAPG-2 Pregauger Assemblies S/Ns S39958-1-1-06, S39958-1-2-06, S39958-1-3-06 and S39958-1-4-06.

A short summary of the document to appear in the index is:

Memorandum of Lease Assignment (ICX No. 1395-022).

Also enclosed is a check in the amount of \$41.00 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,



Robert W. Alvord

RWA/sem  
Enclosures

RECORDATION NO. 2781-A FILED

JUN 18 '09 - 8 0 0 AM

MEMORANDUM OF LEASE ASSIGNMENT

**SURFACE TRANSPORTATION BOARD**

(ICX - No. 1395)

This Memorandum of Lease Assignment, dated as of June 17, 2009, is made by ICX Corporation ("Assignor") and Siemens Financial Services, Inc. ("Assignee").

Pursuant to that certain Master Lease Agreement No. 1395, dated as of April 20, 2004 (as amended, supplemented or otherwise modified from time to time, the "Master Lease"), between Assignor and BNSF Railway Company, a Delaware corporation ("Lessee"), Assignor and Lessee have entered into that certain Equipment Schedule No. 022 (as amended, supplemented or otherwise modified from time to time, the "Equipment Schedule"), which Equipment Schedule incorporates all of the terms and conditions of the Master Lease. The Equipment Schedule covers the property described on the attached Exhibit A (the "Equipment").

Assignor has assigned, transferred and conveyed to Assignee all of Assignor's right, title and interest, and all of Assignor's obligations, in, to and under the Equipment Schedule and in and to the Equipment.

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease Assignment as of the day and year first written above.

**ICX CORPORATION, Assignor**

By Michael O'Malley  
Name Michael O'Malley  
**Senior Vice President**  
Title \_\_\_\_\_

**SIEMENS FINANCIAL SERVICES,  
INC., Assignee**

By Todd W. Tucker  
Name TODD W. TUCKER  
**VICE PRESIDENT- OPERATIONS**  
Title \_\_\_\_\_

State of Illinois     )  
                              ) ss:  
County of Cook        )

**BEFORE ME, a Notary Public in and for said County and State, personally appeared ICX Corporation, an Ohio corporation (the "Corporation"), by Michael O'Malley, its Senior Vice President, who acknowledged that he signed the foregoing Memorandum of Lease Assignment and that the same is his free act and deed, individually and as an officer of the Corporation, and the free act and deed of the Corporation.**

**IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at Chicago, Illinois, this 21<sup>st</sup> day of May, 2009.**

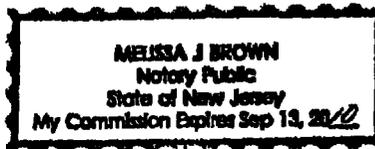
  
Notary Public

State of New Jersey )  
County of Middlesex ) ss:

BEFORE ME, a Notary Public in and for said County and State, personally appeared Siemens Financial Services, Inc., a DE corporation (the "Corporation"), by Todd W. Tucker, its V.P., who acknowledged that he signed the foregoing Memorandum of Lease Assignment and that the same is his free act and deed, individually and as an officer of the Corporation, and the free act and deed of the Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at Essex, NY, this 16 day of June, 2009.

Melissa J. Brown  
Notary Public



**EXHIBIT A**  
to  
**MEMORANDUM OF LEASE ASSIGNMENT**

1. **Equipment Schedule:** Equipment Schedule No. 022.
2. **Initial Term:** The Initial Term of Equipment Schedule No. 022 is 84 months commencing as of March 1, 2006.
3. **Equipment:** The Equipment covered by Equipment Schedule No. 022 consists of the following described property together with all additions, attachments, accessories and accessions thereto, whether or not furnished by the supplier of the Equipment, any and all substitutions, replacements or exchanges therefor and any and all proceeds (including insurance proceeds) of the foregoing:

<b>Qty</b>	<b>Mfr</b>	<b>Model</b>	<b>Description</b>	<b>Serial Number</b>	<b>BNSF #</b>
1	Superior Sales	TPC4301	Hand & Power Tool Push Cart	TCP21062	J0400620
1	Superior Sales	TPC4301	Hand & Power Tool Push Cart	TCP20061	J0400621
1	Superior Sales	TPC4301	Hand & Power Tool Push Cart	TCP22063	J0400622
1	Superior Sales	TPC4301	Hand & Power Tool Push Cart	TCP22064	J0400623
1	Superior Sales	PC-2201	Heavy Duty Push Cart	PC-06-1	J0400624
1	Superior Sales	PC-2201	Heavy Duty Push Cart	PC-06-4	J0400625
1	Superior Sales	PC-2201	Heavy Duty Push Cart	PC-06-2	J0400626
1	Superior Sales	PC-2201	Heavy Duty Push Cart	PC-06-3	J0400627
1	Superior Sales	MSC4101	Mechanics Supply Cart	MSC22-06-1	J0403022
1	L&H Industrial, Inc.	LHAPG-2	Pregauger Assembly	S39958-1-1-06	X6700072
1	L&H Industrial, Inc.	LHAPG-2	Pregauger Assembly	S39958-1-2-06	X6700073
1	L&H Industrial, Inc.	LHAPG-2	Pregauger Assembly	S39958-1-3-06	X6700074
1	L&H Industrial, Inc.	LHAPG-2	Pregauger Assembly	S39958-1-4-06	X6700075

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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:

6/18/09



\_\_\_\_\_  
Robert W. Alvord