

RECORDATION NO 30468-A
FILED
November 6, 2012 04:20 PM
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (0842)
ELLSWORTH C. ALVORD (1064)

OF COUNSEL
URBAN A LESTER

November 6, 2012

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 of Leases, dated as of November 6, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 30468.

The name and address of the party to the enclosed document are:

Former Lessor
Assignor: Infinity Transportation, LLC
1355 Peachtree Street
Suite 750 - South Tower
Atlanta, GA 30309

[Successor Lessor/
Assignee: Flagship Rail Services, LLC
300 South Riverside Plaza, Suite 1925
Chicago, IL 60606]

Chief
Section of Administration
November 6, 2012
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A description of the railroad equipment covered by the enclosed document
is

3 covered hopper railcars: ITFX 56312, ITFX 56313 and ITFX 56314.

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

Memorandum of Assignment of Leases.

Also enclosed is a check in the amount of \$42.00 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,



✓ Edward M. Luria

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Enclosures

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Memorandum of Assignment of Leases

Infinity Transportation, LLC, a Delaware limited liability company ("Infinity"), has assigned to Flagship Rail Services, LLC, a Delaware limited liability company ("FRS"), and FRS has accepted and assumed, all of Infinity's rights and obligations under each lease (and guaranty, if any, to the extent relating to the lease) identified on Schedule 1 hereto, in each case to the extent relating to periods on and after November 6, 2012. Each lease relates to the indicated railcars listed on Schedule 2 hereto.

The addresses of the parties to the assignment are:

Former Lessor / Assignor.

Infinity Transportation, LLC
1355 Peachtree Street
Suite 750 – South Tower
Atlanta, GA 30309
Attn: Jeffrey E. Edelman

Successor Lessor / Assignee:

Flagship Rail Services, LLC
300 South Riverside Plaza
Suite 1925
Chicago, IL 60606
Attn: Jeff Wilkison/Tim Stevens

This memorandum may be signed in any number of counterparts (and by different parties on separate counterparts) with the same effect as if all parties hereto had signed the same document. All counterparts taken together shall constitute one memorandum. A signature page transmitted by email as a pdf image or by facsimile transmission will have the same effect as an original signature page.

[Signature Page Follows]