

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

June 28, 2013

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 §11301. This document is a Memorandum of Security Agreement, a primary document dated as of June 28, 2013. We request that this document be given the next Recordation No.

The names and addresses of the parties to the Memorandum of Security Agreement are as follows:

Secured Party:

Banc of America Leasing and Capital, LLC
One Financial Plaza
Providence, RI 02903

Borrower:

Interstate Commodities, Inc.
7 Madison Street
Troy, NY 12181

A description of the equipment covered by the Memorandum of Security Agreement consists of 304 railcars numbered INTX 23510, 23915, 47008, 47009, 47010, 47028, 47032, 47040, 47043, 47044, 47045, 47053, 47054, 47057, 47061, 47070, 47074, 47080, 47084, 47088, 47090, 47094, 47099, 49100, 49103, 49104, 49116, 49127, 49128, 49134, 49144, 49151, 49155, 49158, 49164, 49174, 49176, 49180, 49184, 49185, 49188, 49189, 49192, 49194, 47204, 47206, 47213, 47216, 47217, 47220, 47223, 47226, 47227, 47230, 47236, 47241, 47243, 47245, 47251, 47255, 47265, 47268, 47270, 47289, 47294, 47301, 47304, 47306, 47309, 47324, 47327, 47334, 47336, 47338, 47341, 47343-47349, inclusive, 47351, 47353, 47360, 47361, 47371, 47383, 47388, 47391, 47392, 47398, 75958, 75960, 75969, 75970, 75972, 75976, 75986, 75987, 75988, 75989, 75993, 75996, 75997, 76002, 76006, 76007, 76008, 76010, 76011, 76013, 76017, 76018, 76031, 76100, 76115, 76230, 76231, 76236, 76262, 76469, 76578, 76582, 76583, 76586, 76590, 76591, 76592, 76607, 76621, 76624, 76634, 76637, 76652, 76669, 76681, 76685, 76687, 76694, 76695, 76696, 76698, 76708, 76712, 76715, 76719, 76720, 76736, 76746, 76977, 76983, 76985, 76989, 76990, 76994, 76997, 76998, 77010, 575036, 77022, 77023, 77026, 77036, 77079, 23542, 23546, 23548, 23672, 47200, 75961, 76151, 76156, 76175, 76181, 76218, 76245, 76630, 76641, 76654, 76663, 76688, 76723, 768863, 768874, 768875, 768885, 768886, 768888, 768889, 768891, 768893, 768934, 968935, 768947, 768949, 769131, 769161, 769162, 769170, 769664, 47022, 47025, 47039, 47041, 47059, 47098, 49101, 49126, 49129, 49133, 49145, 49148, 49175, 49190, 49199, 47215, 47218, 47229, 47240, 47254, 47269, 47285, 47286, 47292, 47302, 47303, 47321, 47326, 47352, 47387, 75973, 75981, 75992, 75994, 75995, 76003, 76015, 76022, 76023, 76579, 76662, 76666, 76667, 76981, 76986, 76988, 76999, 77013, 79018, 47013, 47016, 47049, 47089, 47091, 49157, 47248, 47283, 47359, 47399, 75978, 75980, 76650, 47019, 47047, 49120, 49165, 49173, 47224, 76341, 12588, 12589, 12604, 53004, 53008, 53057, 53076, 53086, 53090, 53092, 53108, 53109, 53133, 53134, 53139, 53176, 53178, 53200, 53219, 53227, 53248, 53258, 53262, 53265, 53304, 53307, 53341, 53353, 12592, 13761, 13786, 13788, 13820, and 13646.

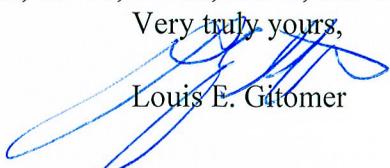
Ms. Cynthia T. Brown
June 28, 2013
Page 3

A fee of \$42.00 is enclosed. Please return a copy by email to:

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

A short summary of the document to appear in the index as follows: a Memorandum of Security Agreement dated as of June 28, 2013 between Banc of America Leasing and Capital, LLC, One Financial Plaza, Providence, RI 02903, and Interstate Commodities, Inc., 7 Madison Street, Troy, NY 12181, covering 304 railcars numbered INTX 23510, 23915, 47008, 47009, 47010, 47028, 47032, 47040, 47043, 47044, 47045, 47053, 47054, 47057, 47061, 47070, 47074, 47080, 47084, 47088, 47090, 47094, 47099, 49100, 49103, 49104, 49116, 49127, 49128, 49134, 49144, 49151, 49155, 49158, 49164, 49174, 49176, 49180, 49184, 49185, 49188, 49189, 49192, 49194, 47204, 47206, 47213, 47216, 47217, 47220, 47223, 47226, 47227, 47230, 47236, 47241, 47243, 47245, 47251, 47255, 47265, 47268, 47270, 47289, 47294, 47301, 47304, 47306, 47309, 47324, 47327, 47334, 47336, 47338, 47341, 47343-47349, inclusive, 47351, 47353, 47360, 47361, 47371, 47383, 47388, 47391, 47392, 47398, 75958, 75960, 75969, 75970, 75972, 75976, 75986, 75987, 75988, 75989, 75993, 75996, 75997, 76002, 76006, 76007, 76008, 76010, 76011, 76013, 76017, 76018, 76031, 76100, 76115, 76230, 76231, 76236, 76262, 76469, 76578, 76582, 76583, 76586, 76590, 76591, 76592, 76607, 76621, 76624, 76634, 76637, 76652, 76669, 76681, 76685, 76687, 76694, 76695, 76696, 76698, 76708, 76712, 76715, 76719, 76720, 76736, 76746, 76977, 76983, 76985, 76989, 76990, 76994, 76997, 76998, 77010, 575036, 77022, 77023, 77026, 77036, 77079, 23542, 23546, 23548, 23672, 47200, 75961, 76151, 76156, 76175, 76181, 76218, 76245, 76630, 76641, 76654, 76663, 76688, 76723, 768863, 768874, 768875, 768885, 768886, 768888, 768889, 768891, 768893, 768934, 968935, 768947, 768949, 769131, 769161, 769162, 769170, 769664, 47022, 47025, 47039, 47041, 47059, 47098, 49101, 49126, 49129, 49133, 49145, 49148, 49175, 49190, 49199, 47215, 47218, 47229, 47240, 47254, 47269, 47285, 47286, 47292, 47302, 47303, 47321, 47326, 47352, 47387, 75973, 75981, 75992, 75994, 75995, 76003, 76015, 76022, 76023, 76579, 76662, 76666, 76667, 76981, 76986, 76988, 76999, 77013, 79018, 47013, 47016, 47049, 47089, 47091, 49157, 47248, 47283, 47359, 47399, 75978, 75980, 76650, 47019, 47047, 49120, 49165, 49173, 47224, 76341, 12588, 12589, 12604, 53004, 53008, 53057, 53076, 53086, 53090, 53092, 53108, 53109, 53133, 53134, 53139, 53176, 53178, 53200, 53219, 53227, 53248, 53258, 53262, 53265, 53304, 53307, 53341, 53353, 12592, 13761, 13786, 13788, 13820, and 13646.

Very truly yours,


Louis E. Gitomer

Enclosure

MEMORANDUM OF SECURITY AGREEMENT

Dated as of June 28, 2013

between

BANC OF AMERICA LEASING & CAPITAL, LLC,

as Secured Party

and

INTERSTATE COMMODITIES, INC.,
as Debtor

MEMORANDUM OF SECURITY AGREEMENT

THIS MEMORANDUM OF SECURITY AGREEMENT dated as of June 28, 2013 is made between BANC OF AMERICA LEASING & CAPITAL, LLC, together with its successors and assigns (“Secured Party”), and Interstate Commodities, Inc. (“Debtor”).

WITNESSETH

1. Pursuant to a Master Rail Equipment Loan and Security Agreement Number 21225-70000 dated as of June 24, 2010 (as amended by that certain Addendum to Master Rail Equipment Loan and Security Agreement Number 21225-70004) and Rail Equipment Security Note Number 70004 dated as of June 28, 2013 (collectively, the “Security Agreement”), Debtor has pledged to Secured Party a first priority security interest in all of the rail equipment described in Exhibit A attached hereto (the “Railcars”).

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

3. This Memorandum of Security 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: Patricia Smith-Disu
Name: Patricia Smith-Disu
Title: Vice President

STATE OF Rhode Island) ss.
COUNTY OF Providence

I HEREBY CERTIFY, that on this 28th day of June, 2013, before me, the undersigned, a Notary Public of the State of Rhode Island, personally appeared Patricia Smith-Disu, who acknowledged ~~himself/herself~~ to be the Vice President of BANC OF AMERICA LEASING & CAPITAL, LLC., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that ~~he~~ executed the same for the purposes therein contained as the duly authorized Vice President of said company by signing the name of the company by ~~himself/herself~~ as the Vice President.

AS WITNESS my hand and notarial seal.

Lucille Corrado Dionne
Notary Public

My commission expires: _____.

LUCILLE CORRADO DIONNE
NOTARY PUBLIC
STATE OF RHODE ISLAND
MY COMMISSION EXPIRES FEB. 28, 2014

EXHIBIT A
TO MEMORANDUM OF SECURITY AGREEMENT
DATED AS OF JUNE 28, 2013

INTX	23510	1980	4750	Interstate Commodities, Inc.
INTX	23915	1980	4750	Interstate Commodities, Inc.
INTX	47008	1980	4750	Interstate Commodities, Inc.
INTX	47009	1980	4750	Interstate Commodities, Inc.
INTX	47010	1980	4750	Interstate Commodities, Inc.
INTX	47028	1980	4750	Interstate Commodities, Inc.
INTX	47032	1980	4750	Interstate Commodities, Inc.
INTX	47040	1980	4750	Interstate Commodities, Inc.
INTX	47043	1980	4750	Interstate Commodities, Inc.
INTX	47044	1980	4750	Interstate Commodities, Inc.
INTX	47045	1980	4750	Interstate Commodities, Inc.
INTX	47053	1980	4750	Interstate Commodities, Inc.
INTX	47054	1980	4750	Interstate Commodities, Inc.
INTX	47057	1980	4750	Interstate Commodities, Inc.
INTX	47061	1980	4750	Interstate Commodities, Inc.
INTX	47070	1980	4750	Interstate Commodities, Inc.
INTX	47074	1980	4750	Interstate Commodities, Inc.
INTX	47080	1980	4750	Interstate Commodities, Inc.
INTX	47084	1980	4750	Interstate Commodities, Inc.
INTX	47088	1980	4750	Interstate Commodities, Inc.
INTX	47090	1980	4750	Interstate Commodities, Inc.
INTX	47094	1980	4750	Interstate Commodities, Inc.
INTX	47099	1980	4750	Interstate Commodities, Inc.
INTX	49100	1980	4750	Interstate Commodities, Inc.
INTX	49103	1980	4750	Interstate Commodities, Inc.
INTX	49104	1980	4750	Interstate Commodities, Inc.
INTX	49116	1980	4750	Interstate Commodities, Inc.
INTX	49127	1980	4750	Interstate Commodities, Inc.
INTX	49128	1980	4750	Interstate Commodities, Inc.
INTX	49134	1980	4750	Interstate Commodities, Inc.
INTX	49144	1980	4750	Interstate Commodities, Inc.
INTX	49151	1980	4750	Interstate Commodities, Inc.
INTX	49155	1980	4750	Interstate Commodities, Inc.
INTX	49158	1980	4750	Interstate Commodities, Inc.
INTX	49164	1980	4750	Interstate Commodities, Inc.
INTX	49174	1980	4750	Interstate Commodities, Inc.
INTX	49176	1980	4750	Interstate Commodities, Inc.
INTX	49180	1980	4750	Interstate Commodities, Inc.
INTX	49184	1980	4750	Interstate Commodities, Inc.
INTX	49185	1980	4750	Interstate Commodities, Inc.

INTX	76977	1980	4750	Interstate Commodities, Inc.
INTX	76983	1980	4750	Interstate Commodities, Inc.
INTX	76985	1980	4750	Interstate Commodities, Inc.
INTX	76989	1980	4750	Interstate Commodities, Inc.
INTX	76990	1980	4750	Interstate Commodities, Inc.
INTX	76994	1980	4750	Interstate Commodities, Inc.
INTX	76997	1980	4750	Interstate Commodities, Inc.
INTX	76998	1980	4750	Interstate Commodities, Inc.
INTX	77010	1980	4750	Interstate Commodities, Inc.
INTX	575036	1981	5750	Interstate Commodities, Inc.
INTX	77022	1980	4750	Interstate Commodities, Inc.
INTX	77023	1980	4750	Interstate Commodities, Inc.
INTX	77026	1980	4750	Interstate Commodities, Inc.
INTX	77036	1980	4750	Interstate Commodities, Inc.
INTX	77079	1980	4750	Interstate Commodities, Inc.
INTX	23542	1980	4750	Interstate Commodities, Inc.
INTX	23546	1980	4750	Interstate Commodities, Inc.
INTX	23548	1980	4750	Interstate Commodities, Inc.
INTX	23672	1980	4750	Interstate Commodities, Inc.
INTX	47200	1980	4750	Interstate Commodities, Inc.
INTX	75961	1980	4750	Interstate Commodities, Inc.
INTX	76151	1980	4750	Interstate Commodities, Inc.
INTX	76156	1980	4750	Interstate Commodities, Inc.
INTX	76175	1980	4750	Interstate Commodities, Inc.
INTX	76181	1980	4750	Interstate Commodities, Inc.
INTX	76218	1980	4750	Interstate Commodities, Inc.
INTX	76245	1980	4750	Interstate Commodities, Inc.
INTX	76630	1980	4750	Interstate Commodities, Inc.
INTX	76641	1980	4750	Interstate Commodities, Inc.
INTX	76654	1980	4750	Interstate Commodities, Inc.
INTX	76663	1980	4750	Interstate Commodities, Inc.
INTX	76688	1980	4750	Interstate Commodities, Inc.
INTX	76723	1980	4750	Interstate Commodities, Inc.
INTX	768863	1980	4750	Interstate Commodities, Inc.
INTX	768874	1980	4750	Interstate Commodities, Inc.
INTX	768875	1980	4750	Interstate Commodities, Inc.
INTX	768885	1980	4750	Interstate Commodities, Inc.
INTX	768886	1980	4750	Interstate Commodities, Inc.
INTX	768888	1980	4750	Interstate Commodities, Inc.
INTX	768889	1980	4750	Interstate Commodities, Inc.
INTX	768891	1980	4750	Interstate Commodities, Inc.
INTX	768893	1980	4750	Interstate Commodities, Inc.
INTX	768934	1980	4750	Interstate Commodities, Inc.
INTX	768935	1980	4750	Interstate Commodities, Inc.
INTX	768947	1980	4750	Interstate Commodities, Inc.
INTX	768949	1980	4750	Interstate Commodities, Inc.
INTX	769131	1980	4750	Interstate Commodities, Inc.
INTX	769161	1980	4750	Interstate Commodities, Inc.
INTX	769162	1980	4750	Interstate Commodities, Inc.
INTX	769170	1980	4750	Interstate Commodities, Inc.
INTX	769664	1980	4750	Interstate Commodities, Inc.
INTX	47022	1980	4750	Interstate Commodities, Inc.
INTX	47025	1980	4750	Interstate Commodities, Inc.
INTX	47039	1980	4750	Interstate Commodities, Inc.
INTX	47041	1980	4750	Interstate Commodities, Inc.

INTX	75978	1980	4750	Interstate Commodities, Inc.
INTX	75980	1980	4750	Interstate Commodities, Inc.
INTX	76650	1980	4750	Interstate Commodities, Inc.
INTX	47019	1980	4750	Interstate Commodities, Inc.
INTX	47047	1980	4750	Interstate Commodities, Inc.
INTX	49120	1980	4750	Interstate Commodities, Inc.
INTX	49165	1980	4750	Interstate Commodities, Inc.
INTX	49173	1980	4750	Interstate Commodities, Inc.
INTX	47224	1980	4750	Interstate Commodities, Inc.
INTX	76341	1980	4750	Interstate Commodities, Inc.
INTX	12588	1973	4700	Interstate Commodities, Inc.
INTX	12589	1973	4700	Interstate Commodities, Inc.
INTX	12604	1973	4700	Interstate Commodities, Inc.
INTX	53004	1973	4750	Interstate Commodities, Inc.
INTX	53008	1973	4750	Interstate Commodities, Inc.
INTX	53057	1973	4750	Interstate Commodities, Inc.
INTX	53076	1973	4750	Interstate Commodities, Inc.
INTX	53086	1973	4750	Interstate Commodities, Inc.
INTX	53090	1973	4750	Interstate Commodities, Inc.
INTX	53092	1973	4750	Interstate Commodities, Inc.
INTX	53108	1973	4750	Interstate Commodities, Inc.
INTX	53109	1973	4750	Interstate Commodities, Inc.
INTX	53133	1973	4750	Interstate Commodities, Inc.
INTX	53134	1973	4750	Interstate Commodities, Inc.
INTX	53139	1973	4750	Interstate Commodities, Inc.
INTX	53176	1973	4750	Interstate Commodities, Inc.
INTX	53178	1973	4750	Interstate Commodities, Inc.
INTX	53200	1973	4750	Interstate Commodities, Inc.
INTX	53219	1973	4750	Interstate Commodities, Inc.
INTX	53227	1973	4750	Interstate Commodities, Inc.
INTX	53248	1973	4750	Interstate Commodities, Inc.
INTX	53258	1973	4750	Interstate Commodities, Inc.
INTX	53262	1973	4750	Interstate Commodities, Inc.
INTX	53265	1973	4750	Interstate Commodities, Inc.
INTX	53304	1973	4750	Interstate Commodities, Inc.
INTX	53307	1973	4750	Interstate Commodities, Inc.
INTX	53341	1973	4750	Interstate Commodities, Inc.
INTX	53353	1973	4750	Interstate Commodities, Inc.
INTX	12592	1973	4700	Interstate Commodities, Inc.
INTX	13761	1974	4750	Interstate Commodities, Inc.
INTX	13786	1974	4750	Interstate Commodities, Inc.
INTX	13788	1974	4750	Interstate Commodities, Inc.
INTX	13820	1974	4750	Interstate Commodities, Inc.
INTX	13846	1974	4750	Interstate Commodities, Inc.