

RECORDATION NO. 27627 <sup>B</sup>  
FILED

DEC 15 '10 -1 30 PM

**SURFACE TRANSPORTATION BOARD**

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

December 15, 2010

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 Collateral Assignment of Lease, dated as of December 14, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 27627.

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

Assignor: Compass Rail XIV Corporation  
750 Battery Street, Suite 430  
San Francisco, CA 94111

[Assignee: DVB Bank SE  
LAM Frankfurt  
Platz der Republik 6  
60325 Frankfurt  
Germany]

Chief  
Section of Administration  
December 15, 2010  
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A description of the railroad equipment covered by the enclosed document is:

33 hopper cars: CRWX 931001 - CRWX 931033 (previously marked CMPX 931001 - CMPX 931033 and GACX 8238 - GACX 8270).

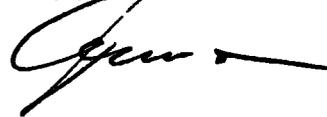
A short summary of the document to appear in the index is:

Memorandum of Collateral Assignment of Lease.

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



SCHEDULE 1  
to Memorandum of Collateral Assignment of Lease

**The Lease:**

- Amended and Restated Railcar Lease Agreement dated September 1, 2010
- Rider No. 1 to Amended and Restated Railcar Lease Agreement dated September 1, 2010

**The Cars:**

Thirty-three AAR Car Type C-712 aluminum sparger covered hopper cars bearing the following reporting marks:

	<u>Old Mark</u>	<u>Old #</u>	<u>New Mark</u>	<u>New #</u>	<u>Revised New Mark</u>	<u>Car # (unchanged)</u>
1	GACX	8238	CMPX	931001	CRWX	931001
2	GACX	8239	CMPX	931002	CRWX	931002
3	GACX	8240	CMPX	931003	CRWX	931003
4	GACX	8241	CMPX	931004	CRWX	931004
5	GACX	8242	CMPX	931005	CRWX	931005
6	GACX	8243	CMPX	931006	CRWX	931006
7	GACX	8244	CMPX	931007	CRWX	931007
8	GACX	8245	CMPX	931008	CRWX	931008
9	GACX	8246	CMPX	931009	CRWX	931009
10	GACX	8247	CMPX	931010	CRWX	931010
11	GACX	8248	CMPX	931011	CRWX	931011
12	GACX	8249	CMPX	931012	CRWX	931012
13	GACX	8250	CMPX	931013	CRWX	931013
14	GACX	8251	CMPX	931014	CRWX	931014
15	GACX	8252	CMPX	931015	CRWX	931015
16	GACX	8253	CMPX	931016	CRWX	931016
17	GACX	8254	CMPX	931017	CRWX	931017
18	GACX	8255	CMPX	931018	CRWX	931018
19	GACX	8256	CMPX	931019	CRWX	931019
20	GACX	8257	CMPX	931020	CRWX	931020
21	GACX	8258	CMPX	931021	CRWX	931021
22	GACX	8259	CMPX	931022	CRWX	931022
23	GACX	8260	CMPX	931023	CRWX	931023
24	GACX	8261	CMPX	931024	CRWX	931024
25	GACX	8262	CMPX	931025	CRWX	931025
26	GACX	8263	CMPX	931026	CRWX	931026
27	GACX	8264	CMPX	931027	CRWX	931027
28	GACX	8265	CMPX	931028	CRWX	931028
29	GACX	8266	CMPX	931029	CRWX	931029
30	GACX	8267	CMPX	931030	CRWX	931030
31	GACX	8268	CMPX	931031	CRWX	931031
32	GACX	8269	CMPX	931032	CRWX	931032
33	GACX	8270	CMPX	931033	CRWX	931033

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: \_\_\_\_\_

12/15/10



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