

RECORDATION NO 26685-A FILED  
June 21, 2012 02:45 PM  
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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URBAN A. LESTER

June 21, 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 Lease, dated as of June 21, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memoranda of Master Equipment Lease Agreement previously filed with the Board under Recordation Number 26685.

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

Assignor: Banc of America Leasing & Capital, LLC  
One Financial Plaza  
Providence, Rhode Island 02901

Assignee: Regions Commercial Equipment Finance, LLC  
1900 Fifth Ave N, 24th Floor  
Birmingham, Alabama 35203

Section Chief  
June 21, 2012  
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A description of the railroad equipment covered by the enclosed document is:

134 railcars: KPLX 6100 – KPLX 6234 (excluding terminated car KPLX 6199)

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

Memorandum of 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 each of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

EML/sem  
Enclosures

**MEMORANDUM OF ASSIGNMENT OF LEASE**

THIS MEMORANDUM OF ASSIGNMENT OF LEASE dated as of this 21<sup>st</sup> day of June, 2012, is made by BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), and REGIONS COMMERCIAL EQUIPMENT FINANCE, LLC, (the "Assignee" and, together with the Assignor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, Assignor and Assignee entered into that certain Assignment and Specification of Assigned Lease Schedule (the "Assignment") dated as of June 21, 2012 relating to the sale by Assignor to Assignee of 134 railcars identified on Schedule 1 (the "Equipment") and the assignment by Assignor and assumption by Assignee of Assignor's right, title and interest in, and obligations under, the Master Lease Agreement, dated as of May 2, 2006, between Westar Energy, Inc. ("Westar"), as lessee, and Assignor, as lessor (the "Lease Agreement"), and Schedule No. 16426-11500-004 thereto dated December 8, 2006 (the "Schedule"), between Assignor, as lessor, and Westar, as lessee. The Schedule and the Lease Agreement, as it relates to the Schedule, are collectively referred to as the "Lease".

WHEREAS, the Equipment is subject to the Lease.

WHEREAS, a Memorandum of Master Equipment Lease Agreement with respect to the Schedule was filed with the Surface Transportation Board on December 12, 2006 and assigned recordation number 26685.

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid assignment by Assignor of its right, title and interest in, and obligations under, the Lease to Assignee, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Assignor hereby confirms the sale of the Equipment to Assignee and the assignment to Assignee of Assignor's right, title and interest in, and obligations under, the Lease in accordance with the terms and conditions of the Assignment, and the Assignee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

*[Signature Page Follows]*

IN WITNESS WHEREOF, each of the undersigned has caused this Memorandum to be executed by a duly authorized officer as of the day and year first above written.

BANC OF AMERICA LEASING &  
CAPITAL, LLC

By: Andy Capdarest  
Name: Andy Capdarest  
Title: Director

STATE OF CALIFORNIA            )  
  ) ss.  
COUNTY OF SAN FRANCISCO    )

On June 20, 2012 before me Lori Kerfus <sup>Notary Public</sup> personally appeared Andy Capdarest, who proved to me on he basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed this instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature Lori Kerfus (Seal)

*I certify that I hold the title set forth below, that this instrument was signed on behalf of the Assignee by authority of its Managers and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Assignee. I further declare under penalty of perjury that the foregoing is true and correct.*

REGIONS COMMERCIAL  
EQUIPMENT FINANCE, LLC



By: \_\_\_\_\_  
Name: **DAX GOFORTH**  
Title: **VICE PRESIDENT**

**Schedule 1**  
**to**  
**Memorandum of Assignment to Lease**

Lease Schedule No. 16426-11500-004 dated as of December 8, 2006

	CAR MARKS		
1	KPLX	6100	
2	KPLX	6101	
3	KPLX	6102	
4	KPLX	6103	
5	KPLX	6104	
6	KPLX	6105	
7	KPLX	6106	
8	KPLX	6107	
9	KPLX	6108	
10	KPLX	6109	
11	KPLX	6110	
12	KPLX	6111	
13	KPLX	6112	
14	KPLX	6113	
15	KPLX	6114	
16	KPLX	6115	
17	KPLX	6116	
18	KPLX	6117	
19	KPLX	6118	
20	KPLX	6119	
21	KPLX	6120	
22	KPLX	6121	
23	KPLX	6122	
24	KPLX	6123	
25	KPLX	6124	
26	KPLX	6125	
27	KPLX	6126	
28	KPLX	6127	
29	KPLX	6128	
30	KPLX	6129	
31	KPLX	6130	
32	KPLX	6131	
33	KPLX	6132	
34	KPLX	6133	
35	KPLX	6134	
36	KPLX	6135	
37	KPLX	6136	
38	KPLX	6137	

39	KPLX	6138	
40	KPLX	6139	
41	KPLX	6140	
42	KPLX	6141	
43	KPLX	6142	
44	KPLX	6143	
45	KPLX	6144	
46	KPLX	6145	
47	KPLX	6146	
48	KPLX	6147	
49	KPLX	6148	
50	KPLX	6149	
51	KPLX	6150	
52	KPLX	6151	
53	KPLX	6152	
54	KPLX	6153	
55	KPLX	6154	
56	KPLX	6155	
57	KPLX	6156	
58	KPLX	6157	
59	KPLX	6158	
60	KPLX	6159	
61	KPLX	6160	
62	KPLX	6161	
63	KPLX	6162	
64	KPLX	6163	
65	KPLX	6164	
66	KPLX	6165	
67	KPLX	6166	
68	KPLX	6167	
69	KPLX	6168	
70	KPLX	6169	
71	KPLX	6170	
72	KPLX	6171	
73	KPLX	6172	
74	KPLX	6173	
75	KPLX	6174	
76	KPLX	6175	
77	KPLX	6176	
78	KPLX	6177	
79	KPLX	6178	
80	KPLX	6179	
81	KPLX	6180	
82	KPLX	6181	
83	KPLX	6182	
84	KPLX	6183	

85	KPLX	6184	
86	KPLX	6185	
87	KPLX	6186	
88	KPLX	6187	
89	KPLX	6188	
90	KPLX	6189	
91	KPLX	6190	
92	KPLX	6191	
93	KPLX	6192	
94	KPLX	6193	
95	KPLX	6194	
96	KPLX	6195	
97	KPLX	6196	
98	KPLX	6197	
99	KPLX	6198	
100	KPLX	6199	Terminated
101	KPLX	6200	
102	KPLX	6201	
103	KPLX	6202	
104	KPLX	6203	
105	KPLX	6204	
106	KPLX	6205	
107	KPLX	6206	
108	KPLX	6207	
109	KPLX	6208	
110	KPLX	6209	
111	KPLX	6210	
112	KPLX	6211	
113	KPLX	6212	
114	KPLX	6213	
115	KPLX	6214	
116	KPLX	6215	
117	KPLX	6216	
118	KPLX	6217	
119	KPLX	6218	
120	KPLX	6219	
121	KPLX	6220	
122	KPLX	6221	
123	KPLX	6222	
124	KPLX	6223	
125	KPLX	6224	
126	KPLX	6225	
127	KPLX	6226	
128	KPLX	6227	
129	KPLX	6228	
130	KPLX	6229	

131	KPLX	6230	
132	KPLX	6231	
133	KPLX	6232	
134	KPLX	6233	
135	KPLX	6234	

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 6/21/12

Edward M Luria  
Edward M. Luria