

**OSTER RESEARCHING SERVICES**

12897 Colonial Drive  
Mt. Airy, Maryland 21771  
(301) 253-6040  
maryannoster@comcast.net

September 26, 2012

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Memorandum of Assignment of Railcar Lease 7/31/12

Assignor: MWCX, LLC  
Dolfield Office Parks  
300 Redland Court, Suite 213  
Owings Mills, MD 21117

Assignee: Wells Fargo Equipment Finance, Inc. dba  
Midwest Railcar Capital Equipment Company  
733 Marquette Avenue South,  
Minneapolis, MN 55402

Equipment: 122, 19,600 gal. Tank Cars  
STX 3150-3155, 3157-3195, 3197-3267, 3269-3274

Please record this agreement as a secondary document to STB Recordation #30315. The filing fee of \$42 is enclosed. Thank you.

Sincerely,



Mary Ann Oster  
Research Consultant

FILED

September 26, 2012 03:53 PM

SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF ASSIGNMENT OF RAILCAR LEASE**  
(Surface Transportation Board)

THIS MEMORANDUM OF ASSIGNMENT OF RAILCAR LEASE (this "Memorandum") dated as of July 31, 2012 is between MWCX, LLC (the "Assignor") and WELLS FARGO EQUIPMENT FINANCE, INC. d/b/a MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY (the "Assignee").

The parties to this Memorandum hereby acknowledge and confirm the following:

A. The Assignor, as lessor, has leased to Tate & Lyle Ingredients Americas, Inc., as lessee (the "Lessee"), one-hundred twenty-two (122) Jumbo Tank Cars; 19,600 Gallon Capacity identified on Schedule 1 attached hereto (the "Railcars") under that certain Schedule Number 90007 dated as of July 30, 2012, by and between Assignor, as lessor, and Lessee, as lessee, (the "Schedule). The Schedule incorporates by reference that certain Rail Equipment Net Leasing Agreement No. 21621-90000 dated as of December 6, 2010, as amended by that certain Amendment Number 1 to Rail Equipment Net Leasing Agreement No. 21621-900000, each by and between Assignor, as successor lessor by way of assignment from Banc of America Leasing & Capital, LLC and Lessee (as amended, the "Master Lease"). The Schedule, together with the Master Lease solely as it pertains to the Schedule, are referred to herein as the "Lease".

B. The Assignor, as assignor, and the Assignee, as assignee, are parties to that certain Assignment of Lessor's Interest in Lease, dated as of even date herewith, pursuant to which the Assignor as assigned to the Assignee the rights of "Lessor" under the Lease. The terms of the assignment are more particularly set forth in the above-referenced Assignment of Lessor's Interest in the Lease.

C. The parties hereto wish to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized, as of the date first above written. This Memorandum may be executed in counterparts, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.





DESCRIPTION OF RAILCARS

One-Hundred Twenty-Two (122) 1996 Trinity Jumbo Tank Cars; 19,600 Gallon Capacity and bearing the following reporting marks and numbers:

STX 3150 – STX 3155, Inclusive  
STX 3157 – STX 3195, Inclusive  
STX 3197 – STX 3267, Inclusive  
STX 3269 – STX 3274, Inclusive