

RECORDATION NO. 29567-A  
FILED December 27, 2012 03:50 PM  
SURFACE TRANSPORTATION BOARD

LAW OFFICES OF  
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December 27, 2012

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 49 U.S.C. § 11301.

The document is a Memorandum of Lease Assignment, a secondary document, dated as of December 21, 2012. The primary document to which this is connected is recorded under Recordation No. 29567. We request that this document be recorded under Recordation No. 29567-A.

The names and addresses of the parties to the Memorandum of Lease Assignment are:

Assignor:

The Huntington National Bank  
105 East 4th Street CN01  
Cincinnati, OH 45202

Assignee:

GATX Corporation  
Four Embarcadero Center, Suite 2200  
San Francisco, CA 94111

A description of the equipment covered by the Memorandum of Lease Assignment consists of 149 tank cars numbered STSX 3000-3048, inclusive, and 3050-3149, inclusive.

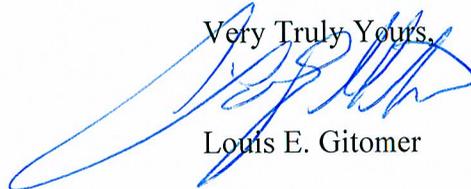
Ms. Cynthia T. Brown  
December 27, 2012  
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A fee of \$42.00 is enclosed. Please return one copy by email to:

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 follows: a Memorandum of Lease Assignment between The Huntington National Bank, 105 East 4th Street CN01, Cincinnati, OH 45202, and GATX Corporation, Four Embarcadero Center, Suite 2200, San Francisco, CA 94111, covering 149 tank cars numbered STSX 3000-3048, inclusive, and 3050-3149, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

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**MEMORANDUM OF LEASE ASSIGNMENT**

**dated as of December 21, 2012**

**between**

**THE HUNTINGTON BANK**  
**as the Assignor,**

**and**

**GATX CORPORATION,**  
**as the Assignee**

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**FILED WITH THE SURFACE TRANSPORTATION BOARD**

**on December \_\_, 2012 at \_\_:\_\_.m.**

## MEMORANDUM OF LEASE ASSIGNMENT

THIS MEMORANDUM OF LEASE ASSIGNMENT is made and entered into as of December 21, 2012, by and between THE HUNTINGTON BANK (the "Assignor") and GATX CORPORATION (the "Assignee"), with reference to the following:

1. The Assignor has agreed to transfer and assign all of its right, title and interest in and to the lease referenced on Exhibit No. 1 attached hereto (the "Lease") to the Assignee, and the Assignee has agreed to accept such assignment and assume the obligations of the Assignor under the Lease, pursuant to that certain Assignment and Assumption Agreement dated as of December 21, 2012 between the Assignor and the Assignee. The Lease relates to the railcars described on Exhibit No. 1.
2. The assignment of the Lease is effective as of December 21, 2012.

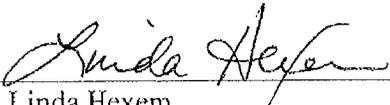
This Memorandum of Lease Assignment may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Assignment.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

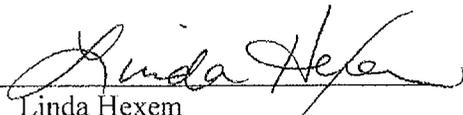
IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Assignment to be executed as of the date first above written.

**THE HUNTINGTON BANK**

By: GATX Corporation, on behalf of  
The Huntington Bank

By:   
Name: Linda Hexem  
Title: Vice President and Managing Director

**GATX CORPORATION**

By:   
Name: Linda Hexem  
Title: Vice President and Managing Director

**EXHIBIT NO. 1  
TO MEMORANDUM OF LEASE ASSIGNMENT**

**DESCRIPTION OF LEASE AND RAILCARS**

LEASE

1. Rail Equipment Net Leasing Agreement (Number 2162190000) dated as of December 6, 2010 between Banc of America Leasing & Capital, LLC and Tate & Lyle Ingredients Americas, Inc.
2. Amendment Number 1, dated May 19, 2011, to Rail Equipment Net Leasing Agreement (Number 21621-900000), between Banc of America Leasing & Capital, LLC and Tate & Lyle Ingredients Americas LLC.
3. Schedule to Rail Equipment Net Leasing Agreement (Schedule Number 90001) dated as of December 6, 2010 between The Huntington National Bank and Tate & Lyle Ingredients Americas, Inc.

EQUIPMENT

Railcars: 149 Tank Railcars, 19,636 gallon capacity, manufactured by the Railcar Division of Trinity Industries between May-July 1995 and having the following car marks and numbers:

Car Marks and Numbers:

STSX3000 to STSX 3048, inclusive  
STSX3050 to STSX3149, inclusive

