

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

March 21, 2013

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 Notice of Appointment of Successor Collateral Agent for the Senior Secured Parties, effective as of March 7, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Assignment and Security Agreement being filed with the Board under Recordation Number 30319.

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

Successor
Collateral Agent: Wilmington Trust Company
Rodney Square North
1100 North Market Street
Wilmington, Delaware 19890

Chief
Section of Administration
March 21, 2013
Page 2

A description of the railroad equipment covered by the enclosed document is:

There is no change to the equipment associated with this filing.

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

Notice of Appointment of Successor Collateral Agent for the Senior Secured Parties.

Also enclosed is a check in the amount of \$42.00 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,



Edward M. Luria

EML/sem
Enclosures

Notice of Appointment of Successor Collateral Agent
for the Senior Secured Parties

A Memorandum of Assignment and Security Agreement was duly filed and recorded with the Surface Transportation Board pursuant to 49 U.S.C. Section 11301(a) on August 2, 2012 at 10:15 p.m. and was assigned Recordation Number 30319 (the "Memorandum").

Notice is hereby given that, pursuant to the terms and conditions of that certain Agreement of Resignation, Appointment and Acceptance, dated as of March 7, 2013, among ABE South Dakota, LLC, Portigon AG, New York Branch (f/k/a WestLB, New York Branch), Wilmington Trust, National Association, and each of the lenders party thereto, Portigon AG, New York Branch has resigned as Collateral Agent for the Senior Secured Parties, effective March 7, 2013, and simultaneously therewith Wilmington Trust, National Association has been appointed successor Collateral Agent for the Senior Secured Parties.

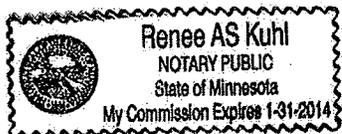
Except for the aforesaid change in the Collateral Agent for the Senior Secured Parties, all terms and conditions of the Amended and Restated Assignment and Security Agreement, dated as of June 16, 2010, between ABE South Dakota, LLC and Wilmington Trust, National Association (as successor in interest to Portigon AG, New York Branch) remain in full force and effect.

WILMINGTON TRUST, NATIONAL
ASSOCIATION
as successor Collateral Agent for the
Senior Secured Parties

By: [Signature]
Name: Joshua G. James
Title: Assistant Vice President

STATE OF
COUNTY OF

On this 21 day of March, 2013 before me personally appeared Joshua G. James to me personally known, who being by me duly sworn, says that he/she is the Asst. V.P. of WILMINGTON TRUST, NATIONAL ASSOCIATION and that the foregoing instrument was signed on behalf of said association, and he/she acknowledged that the execution of the foregoing instrument was his/her free act and deed.



My commission expires: 1-31-2014

[Signature]
NOTARY PUBLIC

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: 3/20/13

Edward M Luria
Edward M. Luria