



RECORDATION NO. W92-A FILED

APR 11 '14 -5 20 PM

SURFACE TRANSPORTATION BOARD

Suite 2200  
1201 Third Avenue  
Seattle, WA 98101-3045

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rickschroeder@dwt.com

April 11, 2014

**VIA ELECTRONIC FILING**

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
Washington, DC 20423-0001

Re: Recordation of Documents – Watercraft – Secondary Document  
Charterer/Assignor: Northland Services, Inc.  
New Charterer/Assignee: Togiak Trader, LLC

Dear Section Chief:

Enclosed to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code is a Memorandum of Assignment of Bareboat Charter, dated April 1, 2014 (“Assignment”), a secondary document as defined in the Board’s Rules for the Recordation of Documents, 49 C.F.R. Section 1177.1.

The Assignment relates to the Memorandum of Bareboat Charter previously filed with the Board under Watercraft Recordation number W92.

The names and addresses of the parties to the document are as follows:

Charterer/Assignor: Northland Services, Inc.  
425 Delridge Way SW, Suite 100  
Seattle, WA 98106

New Charterer/Assignee: Togiak Trader, LLC  
1800 International Boulevard, Ste. 800  
Seattle, WA 98188

A description of the equipment covered by the Memorandum of Assignment of Bareboat Charter follows:

U.S. flag towing Vessel **TOGIAK TRADER, O.N. 637310**

DWT 23934067v1 0046569-000749

Anchorage  
Bellevue  
Los Angeles

New York  
Portland  
San Francisco

Seattle  
Shanghai  
Washington, D.C.

www.dwt.com

Chief, Section of Administration  
April 11, 2014  
Page 2

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

Secondary Document: Memorandum of Assignment of Bareboat Charter, dated April 1, 2014, between Northland Services, Inc., as Charterer and Assignor, and Togiak Trader, LLC as New Charterer and Assignee covering the US. flag towing vessel TOGIAK TRADER, O.N. 637310.

This document does not contain a hereafter acquired clause.

A check in the amount of \$44.00 is being forwarded. Please return the originals to:

Richard J. Schroeder  
Davis Wright Tremaine LLP  
1201 3<sup>rd</sup> Avenue, Suite 2200  
Seattle, WA 98101

Very truly yours,

Davis Wright Tremaine LLP



Richard J. Schroeder

RJS/smh  
Enclosures

April 11, 2014

**VIA FEDERAL EXPRESS**

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street SW  
Washington, DC 20024 (Express Company)

Re: Recordation of Documents – Watercraft  
Charterer/Assignor: Northland Services, Inc.  
New Charterer/Assignee: Togiak Trader, LLC

<u>Vessel Name</u>	<u>Official No.</u>
Togiak Trader	637310



Dear Section Chief:

Enclosed please find a check in the amount of \$44.00 to cover the E-Filing Recordation for the Recordation of Documents – Watercraft, **Memorandum of Assignment of Bareboat Charter** dated as of April 1, 2014. A copy of the face page is enclosed for your reference.

Please return the originals to:

Richard J. Schroeder  
Davis Wright Tremaine LLP  
1201 3<sup>rd</sup> Avenue, Suite 2200  
Seattle, WA 98101

Very truly yours,

Davis Wright Tremaine LLP

Richard J. Schroeder

RJS/smh  
Enclosures

DWT 23934017v1 0046569-000749

~~CONFIDENTIAL~~ W92A ~~FILED~~

APR 11 '14 -5 20 PM

~~SURFACE TRANSPORTATION BOARD~~

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MEMORANDUM OF ASSIGNMENT OF BAREBOAT CHARTER

between

NORTHLAND SERVICES, INC.  
("ASSIGNOR")

and

TOGIAK TRADER, LLC  
("ASSIGNEE")

APRIL 1, 2014

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Filed with the Surface Transportation Board pursuant to  
49 U.S.C. § 11301 on April   , 2014, at        a.m./p.m.  
Watercraft Recordation Number

MEMORANDUM OF ASSIGNMENT OF BAREBOAT CHARTER

THIS MEMORANDUM OF ASSIGNMENT OF BAREBOAT CHARTER is made and entered into as of April 1, 2014, by and between NORTHLAND SERVICES, INC. ("Assignor"), and TOGIAK TRADER, LLC ("Assignee").

1. Key Equipment Finance, a Division of Key Bank National Association (formerly Key Equipment Finance Inc.) as owner ("Owner") and Northland Services, Inc., as charterer ("Charterer") have heretofore entered into that certain Memorandum of Bareboat Charter dated as of April 15, 2008 (the "Memorandum of Charter Agreement") pertaining to the vessel "TOGIAK TRADER," Official No. 637310 (the "Vessel") pursuant to that certain Bareboat Charter dated as of April 15, 2008, between Owner and Charterer ("Charter Agreement").

2. The Memorandum of Charter Agreement was filed and recorded as Watercraft Recordation No. W-128 with the Surface Transportation Board pursuant to 49 U.S.C. § 11301 and 49 C.F.R. § 1177 on April 21, 2008, at 3:55 p.m. EDT.

3. Assignor has assigned to Assignee all right, title and interest of Assignor in and to the Vessel and in and to the Charter Agreement.

4. Assignor and Assignee desire to confirm of record the assignment to Assignee of the rights of Assignor under the Charter Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby confirm and agree that Assignor has assigned to Assignee all right, title and interest of Assignor in, to and under the Charter Agreement and the Vessels leased thereunder, and Assignee has accepted such assignment.

This Memorandum of Assignment of Bareboat Charter may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one Memorandum of Assignment of Charter Agreement.

[Signature Page Follows]

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

ASSIGNOR:

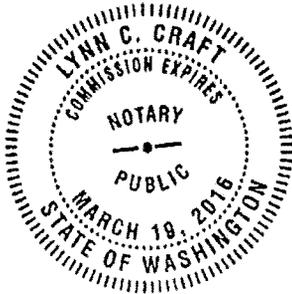
NORTHLAND SERVICES, INC.

By: [Signature]  
Name: Thomas M. Crescenti  
Title: General Manager

STATE OF WASHINGTON )  
COUNTY OF KING ) ss.

On this 1<sup>st</sup> day of April, 2014, before me appeared Thomas M. Crescenti, the person who signed this instrument, who acknowledged that (s)he is the General Manager of NORTHLAND SERVICES, INC., and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

[Signature]  
NOTARY PUBLIC for the State of Washington  
Residing at Subaru, WA  
My Commission Expires: 3-19-16



[Assignor Signature Page]

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

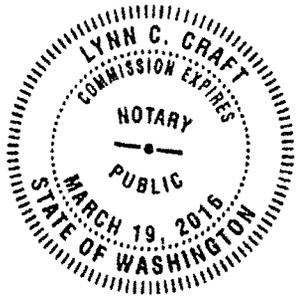
ASSIGNEE: TOGIAK TRADER, LLC

By: *E.H. Billingslea*  
Name: EVERETT H. BILLINGSLEA  
Title: Manager

STATE OF WASHINGTON )  
 ) ss.  
COUNTY OF KING )

On this 1 day of April, 2014, before me appeared <sup>Everett H.</sup> Billingslea, the person who signed this instrument, who acknowledged that (s)he is the Manager of TOGIAK TRADER, LLC, and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said company.

*Lynn C. Craft*  
NOTARY PUBLIC for the State of Washington  
Residing at Auburn, WA  
My Commission Expires: 3-19-16



[Assignee Signature Page]