



RECORDATION NO. W128-A FILED

APR 10 '14 -5 21 PM

~~SURFACE TRANSPORTATION BOARD~~

Suite 2200
1201 Third Avenue
Seattle, WA 98101-3045

Richard J. Schroeder
206.757.8139 tel
206.757.7139 fax

rickschroeder@dwt.com

April 10, 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: Polar Endurance 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 March 16, 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 W128.

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: Polar Endurance, 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 **POLAR ENDURANCE, O.N. 553402**

DWT 23922925v2 0058820-000253

Anchorage
Bellevue
Los Angeles

New York
Portland
San Francisco

Seattle
Shanghai
Washington, D.C.

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Chief, Section of Administration
April 10, 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 March 16, 2014, between Northland Services, Inc., as Charterer and Assignor, and Polar Endurance, LLC as New Charterer and Assignee covering the US. flag towing vessel POLAR ENDURANCE, O.N. 553402.

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 3rd Avenue, Suite 2200
Seattle, WA 98101

Very truly yours,

Davis Wright Tremaine LLP



Richard J. Schroeder

RJS/smh
Enclosures



Suite 2200
1201 Third Avenue
Seattle, WA 98101-3045

Richard J. Schroeder
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rickschroeder@dwt.com

April 10, 2014

VIA FEDERAL EXPRESS

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

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

<u>Vessel Name</u>	<u>Official No.</u>
Polar Endurance	553402

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 March 16, 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 3rd Avenue, Suite 2200
Seattle, WA 98101



Very truly yours,

Davis Wright Tremaine LLP

Richard J. Schroeder

RJS/smh
Enclosures

DWT 23925238v2 0058820-000253

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100%

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RECORDATION NO. W1287

APR 10 '14 -5 21 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF ASSIGNMENT OF BAREBOAT CHARTER

between

NORTHLAND SERVICES, INC.
("ASSIGNOR")

and

POLAR ENDURANCE, LLC
("ASSIGNEE")

MARCH 4, 2014

Filed with the Surface Transportation Board pursuant to
49 U.S.C. § 11301 on March __, 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 March 16, 2014, by and between NORTHLAND SERVICES, INC. ("Assignor"), and POLAR ENDURANCE, LLC ("Assignee").

1. Fifth Third Equipment Finance Company as owner ("Owner") and Northland Services, Inc., as charterer ("Charterer") have heretofore entered into that certain Memorandum of Bareboat Charter dated as of August 26, 2011 (the "Memorandum of Charter Agreement") pertaining to the vessel "POLAR ENDURANCE," Official No. 553042 (the "Vessel") pursuant to that certain Bareboat Charter dated as of August 26, 2011, 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 August 26, 2011, at 7:59 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]

