

**NOTICE OF AND CONSENT TO ASSIGNMENT**

October 12, 2005

**Local Board of Education ("LEA"):** \_\_\_\_\_

**Contact Name:** \_\_\_\_\_

**Address:** \_\_\_\_\_  
\_\_\_\_\_

**Contact Phone #:** \_\_\_\_\_

Re: Master Replacement Bus Financing Agreement dated October 12, 2005 between above named LEA and Harco Leasing Company, Inc. associated with the Master Facilitator Agreement dated October 12, 2005 made and entered into between North Carolina State Board of Education and Harco Leasing Company, Inc. (collectively the "Agreement")

---

Please be advised that Harco Leasing Company, Inc. ("Harco") has assigned all its right, title, interest and obligations in and to the above referenced Agreement, the Buses financed thereunder and the right to receive Installment Payments thereunder to Koch Energy, Inc. ("Assignee"). The Assignee has appointed Koch Financial Corporation as its fiscal agent. Pursuant to such appointment, Koch Financial Corporation will bill and service the Agreement.

Remittance: Koch Financial Corporation  
Box 70072  
Chicago, IL 60673-0072

Correspondence: Koch Financial Corporation  
17767 N. Perimeter Drive, Suite 101  
Scottsdale, AZ 85255  
(866) 545-2327

All Installment Payments, payment of the Prepayment Price (if applicable) and all other payments due under the Agreement should be made payable to Koch Financial Corporation and sent to the above address.

Please acknowledge your receipt and acceptance of the assignment by signing below.

**Harco Leasing Company, Inc.**



Name: Thomas W. Guse

Title: Authorized Representative

Date: October 12, 2005

**Koch Financial Corporation,  
agent for Koch Energy, Inc.**



Name: Cathy Jimenez

Title: VP, Operations

Date: October 12, 2005

**Assignment is acknowledged and consented to:**

**LEA:** \_\_\_\_\_

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_