

RECORDED 31299 FILED

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SURFACE TRANSPORTATION BOARD

July 14, 2014

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

Dear Section Chief:

Please find enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) one original and one copy of Exhibit A - Memorandum of Railcar Lease Agreement, dated June 26, 2014, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Tealinc, Ltd.  
1606 Rosebud Creek Road  
Forsyth, MT 59327

Lessee: The Western Sugar Cooperative  
7555 E. Hampden Avenue  
Suite 600  
Denver, CO 80231

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

Two hundred and thirty five (235) open top hoppers railcars with the numbers JOBX 1101 through JOBX 1335 as more particularly set forth in the schedule attached to the document.

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1606 Rosebud Creek Road, Forsyth, MT 59327

Ph: 406-347-5237

Fax: 406-347-5239

Email: darell@tealinc.com

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

Memorandum of Railcar Lease Agreement.

Also enclosed is our check in the amount of \$44.00 payable to the Surface Transportation Board for the required recordation fee.

Please kindly return the file-stamped copy of the enclosed document to the undersigned.

Sincerely,



Katie M. Pitkin

/tl  
Enclosures

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1606 Rosebud Creek Road, Forsyth, MT 59327

Ph: 406-347-5237

Fax: 406-347-5239

Email: [darell@tealinc.com](mailto:darell@tealinc.com)

**MEMORANDUM OF RAILCAR LEASE AGREEMENT**

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of June 26, 2014 by and between **Tealinc, Ltd.**, ("Lessor") a Montana corporation and **The Western Sugar Cooperative**, ("Lessee") a Colorado cooperative corporation, with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various Railcars pursuant to one or more Schedules to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Master Railcar Service and Lease Agreement No.030111 dated March 1, 2011 and Schedule No 060914 dated June 26, 2014 by and between Lessor and Lessee (hereinafter referred to as the "Lease").

2. Pursuant to Schedule No. 060914 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor the open top hopper Railcars bearing the reporting marks and numbers indicated on Exhibit A hereto, all as more particularly described in the Lease.

3. The Lease shall be effective as of the execution date thereof and shall be subject to the term of the Lease, as provided therein.

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

**LESSOR:**

**Tealinc, Ltd.**

**LESSEE:**

**The Western Sugar Cooperative**

Signed: Darell J. Luther

Print Name: **Darell J. Luther**  
Title: **President**

1606 Rosebud Creek Road  
Forsyth, MT 59327

Phone: 406-347-5237  
Facsimile: 406-347-5239

Signed: Sven Martinsen

Print Name: **Sven Martinsen**  
Title: **SVP - Operations**

7555 E. Hampden Avenue  
Suite 600  
Denver, CO 80231

Phone: 303-813-3552  
Facsimile: 303-813-4084

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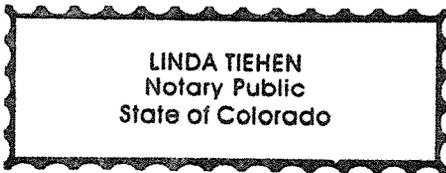
**SURFACE TRANSPORTATION BOARD**

EXHIBIT A  
To  
MEMORANDUM OF RAILCAR LEASE AGREEMENT

Railcar Marks and Numbers are JOBX 1101 through JOBX 1335 inclusive

STATE OF Colorado }  
} SS  
COUNTY OF Denver }

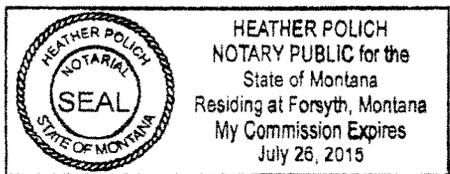
On this 10<sup>th</sup> day of June, 2014 before me personally appeared Sven Martinsen to me personally known, who being by me duly sworn says that he is the Senior Vice President Operations of The Western Sugar Cooperative, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and the acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Linda Tiehen  
(Notary Public)  
My Commission Expires: 7/20/2015

STATE OF MONTANA }  
} SS  
COUNTY OF ROSEBUD }

On this 27<sup>th</sup> day of June, 2014 before me personally appeared Darell J. Luther, to me personally known, who being by me duly sworn says that he is the President of Tealinc, Ltd., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Heather Polich  
(Notary Public)  
My Commission Expires: 7/26/2015