

RECORDATION NO. 31581 FILED
JAN 28 75 -4 44 PM
SURFACE TRANSPORTATION BOARD



January 28, 2015

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 Memorandum of Railcar Lease Agreement, dated September 22, 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: Behr Iron & Metal
1100 Seminary Street
Rockford, IL 6110

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

Twenty-nine (29) gondolas railcars with the numbers BIMX 40001 - 40030 (non-inclusive) as more particularly set forth in the schedule attached to the document.

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 \$43.00 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. Dowling

/tl
Enclosures

EXHIBIT B - MEMORANDUM OF RAILCAR LEASE AGREEMENT - MASTER LEASE NO. 081414

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of 22nd
01, 2014 by and between **Tealinc, Ltd.** ("Lessor") a Montana corporation and Behr Iron & Steel, Inc., an Illinois
corporation d/b/a **Behr Iron & Metal** ("Lessee"), 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. **081214** dated 22nd 01, 2014 between Lessor and Lessee (hereinafter referred to as the "Lease").

2. Pursuant to Schedule No. **081214** to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor the twenty-nine (29) Railcars bearing the reporting marks and numbers indicated on Exhibit B 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.

LESSEE:

Behr Iron & Metal

By: Roger Little
Print Name: Roger Little
Title: Sr VP of Administration

Address: 1100 Seminary Street

Rockford, IL 6110

Phone: 815-987-2755

Facsimile: 815-987-2756

LESSOR:

Tealinc, Ltd.

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

Address: 1606 Rosebud Creek Road
Forsyth, MT 59327

Phone: (406) 347-5237

Facsimile: (406) 347-5239

RECORDATION NO. 31581 FILED

JAN 28 '15 -4 44 PM

SURFACE TRANSPORTATION BOARD

Exhibit A to
Memorandum of Railcar Lease Agreement – Master Lease No. 081414

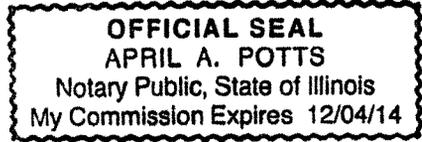
	Previous Mark	Previous Number	New Mark	New Number
1	AIGX	40001	BIMX	40001
2	AIGX	40002	BIMX	40002
3	AIGX	40003	BIMX	40003
4	AIGX	40004	BIMX	40004
5	AIGX	40005	BIMX	40005
6	AIGX	40007	BIMX	40007
7	AIGX	40008	BIMX	40008
8	AIGX	40009	BIMX	40009
9	AIGX	40010	BIMX	40010
10	AIGX	40011	BIMX	40011
11	AIGX	40012	BIMX	40012
12	AIGX	40013	BIMX	40013
13	AIGX	40014	BIMX	40014
14	AIGX	40015	BIMX	40015
15	AIGX	40016	BIMX	40016
16	AIGX	40017	BIMX	40017
17	AIGX	40018	BIMX	40018
18	AIGX	40019	BIMX	40019
19	AIGX	40020	BIMX	40020
20	AIGX	40021	BIMX	40021
21	AIGX	40022	BIMX	40022
22	AIGX	40023	BIMX	40023
23	AIGX	40024	BIMX	40024
24	AIGX	40025	BIMX	40025
25	AIGX	40026	BIMX	40026
26	AIGX	40027	BIMX	40027
27	AIGX	40028	BIMX	40028
28	AIGX	40029	BIMX	40029
29	AIGX	40030	BIMX	40030

STATE OF Illinois)
) ss.
COUNTY OF Winnebago)

On this 22nd day of September, 2014, before me personally appeared Roger Little, to me personally known, who being by me duly sworn, says that s/he is the Sr VP of Administration of Behr Iron & Steel, Inc., that the foregoing instrument was signed on behalf of said corporation for and on behalf of itself and its subsidiaries which may perform thereunder, and he acknowledged that the execution of the said instrument was his free act and deed.

April A. Potts
NOTARY PUBLIC

My commission expires: 12/04/2014



STATE OF Montana)
) ss.
COUNTY OF Rosebud)

On this 30 day of Sept, 2014, before me personally appeared Darell J. Luther, to me personally known, who being by me duly sworn, says that s/he is the President of Tealinc, Ltd. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Heather Polich
NOTARY PUBLIC

My commission expires: 7/26/15

