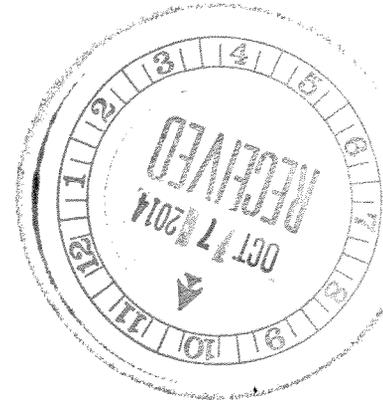


RECORDATION NO. 30327-A FILED

OCT 07 '14 -10 57 AM

~~SURFACE TRANSPORTATION BOARD~~



October 6, 2014

VIA FEDERAL EXPRESS

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

Attention: Karen January

Re: Rail Logistics, LC

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 1130 (a) is an original and two (2) copies of a Supplement to Commercial Security Agreement with exhibit, dated September 30, 2014 (the "Supplement"), a secondary document as defined in the Board's Rules for the Recordation of Documents. The Supplement is related to an original Commercial Security Agreement dated July 27, 2012 (Recordation No. 30327).

The name and address of the parties to the enclosed documents are as follows:

Borrower: Rail Logistics, LC
6600 College Boulevard, Suite 310
Overland Park, Kansas 66211

Lender: Great Western Bank
10610 Shawnee Mission Parkway
Shawnee, Kansas 66203

The description of the railroad equipment covered by the enclosed document is as follows:

Twenty-three (23) railcars marked "EAFX", Thirty-six (36) railcars marked "RRLX", Forty-two (42) railcars marked "IPFX" and Twenty-seven (27) railcars marked "NRDX". All are listed further in the attached Exhibit "A".

A short summary of the document to appear in the index is "Supplement to Commercial Security Agreement dated July 27, 2012".

In addition, we are enclosing a check in the amount of \$43, made payable to the Surface Transportation Board, covering the required Recordation Fee. Once recorded, please return

Chief
October 6, 2014
Page 2

the file stamped document to my attention at the address listed below. For your convenience, a self-addressed envelope has been enclosed.

If you have any questions or need additional information, please do not hesitate to contact me.

Sincerely,

Stinson Leonard Street LLP



Brent C. Erwood

Enclosures



**SUPPLEMENT TO
COMMERCIAL SECURITY AGREEMENT**

SURFACE TRANSPORTATION BOARD

THIS SUPPLEMENT TO COMMERCIAL SECURITY AGREEMENT (the "Supplement") is made and entered into this 30th day of September, 2014, between RAIL LOGISTICS, L.C., a Kansas limited liability company (the "Borrower"), and GREAT WESTERN BANK (the "Lender").

RECITALS

- A. Lender has extended credit to Borrower secured, in part, by a Commercial Security Agreement dated July 27, 2012 among Borrower, Rail Logistics/Cold Train, LC and Lender which was recorded with the Surface Transportation Board as Recordation No. 30327 (the "Security Agreement").
- B. The Security Agreement identified one hundred fifty-two (152) rail cars that secure all present and future indebtedness, liabilities and obligations of Borrower to Lender (the "Obligations").
- C. Lender and Borrower desire to supplement Schedule A to the Security Agreement in the manner provided below.

AGREEMENTS

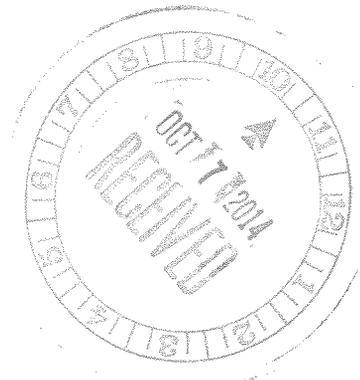
NOW, THEREFORE, in consideration of the mutual agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Rail Cars. In addition to, and not in substitution for or replacement of, the rail cars described in Schedule A of the Security Agreement, the Obligations are secured by the rail cars listed on Exhibit A attached hereto.

2. Further Assurances. Borrower agrees to do, execute, acknowledge and deliver any and all other documents and instruments and to take all such further action as shall be necessary or desirable to fully carry out this Supplement and to fully consummate and effect the amendment contemplated hereby.

3. Counterparts; Execution Via Facsimile. This Supplement may be executed in counterparts, each of which shall be deemed an original and both of which taken together shall constitute a single instrument. This Supplement may be validly executed and delivered by facsimile or other electronic transmission.

[Signature pages follow.]



BORROWER:

RAIL LOGISTICS, L.C.

By: Michael S. Lerner, Trustee

Michael Lerner, Trustee of the Michael Lerner Revocable Trust dated October 29, 2007

STATE OF Kansas)

COUNTY OF Johnson)

ss.

I, Nanci Norman, a Notary Public in and for the County in the State aforesaid, DO HEREBY CERTIFY THAT Michael Lerner, Trustee of the Michael Lerner Revocable Trust dated October 29, 2007, a member of the aforesaid limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such, appeared before me this day in person and acknowledged that he signed and delivered said instrument as his own free voluntary act and as the free and voluntary act of said limited liability company for the uses and purposes therein set forth.

NANCI L. NORMAN
Notary Public - State of Kansas
My Appt. Expires 9-30-18

Nanci L. Norman
Signature of Notary Public
Nanci L. Norman

My Commission Expires:

9-30-18

	RRLX007209	IPFX074066	NRDX095129
	RRLX007230	IPFX074067	NRDX095131
	RRLX007243	IPFX074070	
		IPFX074072	
EAFX005037	EAFX005033	IPFX074079	
EAFX005042	EAFX005155	IPFX074082	
EAFX005054		IPFX074084	
EAFX005102		IPFX074088	
EAFX005162	RRLX007048	IPFX074089	
EAFX005163	RRLX007056	IPFX074093	
EAFX016033	RRLX007066	IPFX074096	
EAFX016034	RRLX007068	IPFX074098	
RRLX004203	RRLX007076	IPFX074100	
RRLX004217	RRLX007078	IPFX074101	
RRLX004233	RRLX007085	IPFX074102	
RRLX004239	RRLX007091	IPFX074103	
RRLX005969	RRLX007097	IPFX074107	
RRLX005987	RRLX007099	IPFX074108	
RRLX005996	RRLX007111	IPFX074109	
EAFX005044	RRLX007115	IPFX074110	
EAFX005103	RRLX007120	NRDX013005	
EAFX005167		NRDX013037	
RRLX005972		NRDX013066	
RRLX005973	IPFX074002	NRDX013087	
RRLX005978	IPFX074004	NRDX013093	
RRLX005979	IPFX074009	NRDX013104	
RRLX005989	IPFX074013	NRDX013118	
RRLX005990	IPFX074017	NRDX013161	
RRLX005994	IPFX074018	NRDX013217	
RRLX005995	IPFX074019	NRDX013240	
EAFX005034	IPFX074023	NRDX013241	
EAFX005099	IPFX074026	NRDX013255	
EAFX005101	IPFX074028	NRDX013267	
EAFX005153	IPFX074030	NRDX013309	
RRLX004208	IPFX074032	NRDX013310	
RRLX004240	IPFX074034	NRDX013351	
RRLX005993	IPFX074039	NRDX013372	
RRLX007206	IPFX074041	NRDX013381	
RRLX007211	IPFX074044	NRDX013412	
EAFX005010	IPFX074045	NRDX013438	
EAFX005013	IPFX074048	NRDX013449	
EAFX005104	IPFX074052	NRDX095100	
EAFX005156	IPFX074053	NRDX095101	
EAFX005168	IPFX074056	NRDX095113	
EAFX005169	IPFX074064	NRDX095122	

CERTIFICATION

I, Brent C. Erwood, an attorney licensed to practice in the States of Missouri and Kansas, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found that copy to be complete and identical in all respects to the original document.

Date: October 6, 2014

Brent C. Erwood

Brent C. Erwood