

Tina Amico
VP, Contracts
CIT Rail



September 30, 2015

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
Washington, D.C. 20423

RECORDATION NO. 31951
FILED SEPTEMBER 30, 2015 4:54 PM
SURFACE TRANSPORTATION BOARD

RE:GPLL03001

Dear Secretary,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) is a Memorandum of Lease Agreement dated as June 24, 2015 to a primary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement.

Lessee: Green Plains Logistics LLC
9420 Underwood Ave., Suite 100
Omaha, NB 68114

Lessor: The CIT Group/Equipment Financing, Inc.
30 South Wacker Drive, Suite 2900
Chicago, IL 60606

A description of the railroad equipment covered by the enclosed document is: Railcars within the series Car # CITX 224107 through Car # PLMX 30209 as more particularly set forth in the equipment schedule attached to this document.

A short summary of the document to appear in the index is: Memorandum of Railcar Lease.

Kindly return stamped copies of the enclosed document to the undersigned.
If you have any questions or concerns, please contact Krishana Wilkerson at 312.906.5921.

Best regards,

/s

Tina Amico
VP, Contracts
CIT Rail

Enclosures

CIT RAIL
30 South Wacker Drive
Suite 3000
Chicago, IL 60606

t: 312.906.5907 f: 312.906.5833
Tina.Amico@cit.com

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 24th day of June, 2015, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC. ("CITEF"), a Delaware corporation and CIT RAILCAR FUNDING COMPANY, LLC ("CITRFC"), a Delaware limited liability company (collectively or individually, as applicable hereinafter "Lessor") with an address at 30 South Wacker Drive, Suite 2900, Chicago, Illinois 60606 (the "Lessor"), and GREEN PLAINS LOGISTICS LLC, a Delaware limited liability company, with an address at 450 Regency Parkway, Suite 400, Omaha, NE 68114 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, CITEF or CITRFC, as applicable ("Lessor") and the Lessee are parties to that certain Master Railcar Lease (the "Agreement") dated as of July 1, 2009, Schedule No. 02 thereto dated December 10, 2010, Schedule No. 05 thereto dated December 31, 2014, Schedule No. 06 thereto dated March 5, 2015, Schedule No. 001 thereto dated September 1, 2012 and Schedule No. 002 thereto dated September 1, 2012 (the "Schedules"; the Schedules and the Agreement to the extent relating to the Schedules, are hereinafter referred to as the "Lease") covering the equipment listed on Schedule A hereto (the "Equipment"), and

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the Parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written,

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: _____

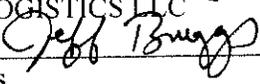
Name: _____

Title: _____

CIT RAILCAR FUNDING COMPANY, LLC
By: The CIT Group/Equipment Financing, Inc.,
as Manager

By: 
Name: John Gillman
Title: SVP - Leasing

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

GREEN PLAINS LOGISTICS LLC
By: 
Name: Jeff Briggs
Title: COO

Schedule A

<u>Quantity</u>	<u>Description</u>
40	30,000 gallon non-coiled, non-insulated general service tank cars.

Car Marks and Numbers

1	CITX	224107
2	CTCX	730871
3	CTCX	730953
4	CTCX	730991
5	CTCX	731067
6	CTCX	731385
7	CTCX	731398
8	DBUX	208888
9	DBUX	300867
10	DBUX	300868
11	DBUX	300869
12	DBUX	300870
13	DBUX	300872
14	DBUX	300873
15	DBUX	300874
16	DBUX	300888
17	DBUX	300890
18	DBUX	300891
19	DBUX	300893
20	DBUX	301488
21	DBUX	301557
22	PLMX	30176
23	PLMX	30177
24	PLMX	30178
25	PLMX	30179
26	PLMX	30180
27	PLMX	30181
28	PLMX	30182
29	PLMX	30183
30	PLMX	30184
31	PLMX	30185
32	PLMX	30194
33	PLMX	30195
34	PLMX	30197
35	PLMX	30198
36	PLMX	30200
37	PLMX	30204
38	PLMX	30205
39	PLMX	30207
40	PLMX	30209