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December 4, 2013

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Memorandum of Schedule #2 to Full Service Master
Lease Agreement dated 8/12/13

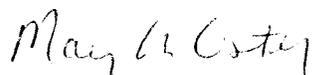
Lessor: Wells Fargo Equipment Finance, Inc. DBA
Midwest Railcar Capital Equipment Company
733 Marquette Avenue
Minneapolis, MN 55402

Co-Lessees: West Range Reclamation, LLC
Timberrail Services, LLC
266 E. Bridge Street
Hotchkiss, CO 81419

Equipment: 24, Railcars
MCEX 800253-800301, NI

Please record this agreement as a primary document. The filing fee of \$44 is enclosed.
Thank you.

Sincerely,



Mary Ann Oster
Research Consultant

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

**MEMORANDUM OF SCHEDULE #2 TO FULL SERVICE
MASTER LEASE AGREEMENT**

between

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

as Lessor

and

**WEST RANGE RECLAMATION, LLC, AND
TIMBERRAIL SERVICES, LLC (Jointly and Severally)**

as Lessee

MEMORANDUM OF SCHEDULE #2 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF SCHEDULE #2 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of August 12, 2013, by and between WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation ("Lessor"), and WEST RANGE RECLAMATION, LLC, a Colorado limited liability company and TIMBERRAIL SERVICES, LLC, a Wyoming limited liability company (jointly and severally, the "Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #2 dated August 12, 2013 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of May 6, 2013 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each railcar shall be as set forth in Schedule #2.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #2 to Full Service Master Lease Agreement to be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST
RAILCAR CAPITAL EQUIPMENT COMPANY
Lessor

By: [Signature]

Printed Name: Peter J. Naas
Sr Contract Administrator

Title: _____

Date: September 24, 2013

WEST RANGE RECLAMATION, LLC
Lessee

TIMBERRAIL SERVICES, LLC
Lessee

By: [Signature]

Printed Name: Bob Grim

Title: Manager

Date: 9/19/2013

By: [Signature]

Printed Name: Lynne Busse

Title: Office Manager

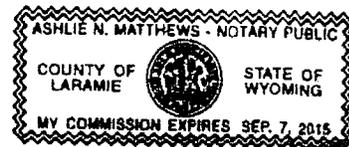
Date: 9/19/2013

State of Wyoming County of Albany

Subscribed and sworn before me

on 9/19/13
(Date)

[Signature]
Notary Signature



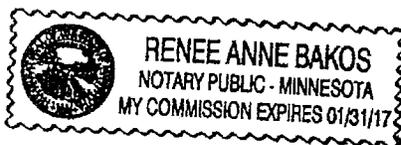
STATE OF Minnesota, COUNTY OF Hennepin, TO WIT:

On this 24th day of September, 2013 before me appeared, Peter Naas to me personally known, who being by me duly sworn, says that he is the Sr. Central Admin of WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation, that said instrument was signed on September 24, 2013 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.

Renee Anne Bakos
Notary Public

[Notarial Seal]

My commission expires: 1/31/17



STATE OF _____, COUNTY OF _____, TO WIT:

On this ___ day of _____, 2013 before me appeared, _____, to me personally known, who being by me duly sworn, says that he is the _____, of WEST RANGE RECLAMATION, LLC, a Colorado limited liability company, that said instrument was signed and sealed on _____, 2013 on behalf of said limited liability company by authority of its Members, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

[Notarial Seal]

Notary Public

My commission expires:

STATE OF _____, COUNTY OF _____, TO WIT:

On this ___ day of _____, 2013 before me appeared, _____, to me personally known, who being by me duly sworn, says that he is the _____, of TIMBERRAIL SERVICES, LLC, a Wyoming limited liability company, that said instrument was signed and sealed on _____, 2013 on behalf of said limited liability company by authority of its Members, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

[Notarial Seal]

Notary Public

My commission expires:

EXHIBIT A

DESCRIPTION OF RAILCARS

Twenty-Four (24) Railcars with the reporting following marks and numbers:

**Reporting Mark
& Number**

MCEX 800253
MCEX 800255
MCEX 800258
MCEX 800259
MCEX 800260
MCEX 800263
MCEX 800265
MCEX 800268
MCEX 800269
MCEX 800270
MCEX 800273
MCEX 800275
MCEX 800276
MCEX 800277
MCEX 800284
MCEX 800285
MCEX 800286
MCEX 800290
MCEX 800292
MCEX 800293
MCEX 800294
MCEX 800296
MCEX 800297
MCEX 800301