

Tina Amico
VP, Contracts
CIT Rail



August 15, 2016

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

RECORDATION NO. 32286
FILED AUGUST 15, 2016 12:47 PM
SURFACE TRANSPORTATION BOARD

RE:GPLL03005

Dear Secretary,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) is a Memorandum of Lease Agreement dated August 1, 2006 and effective as of September 1, 2017 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
450 Regency Parkway, Suite 400
Omaha, NE 68114

Lessor: CIT Railcar Funding Company, LLC
c/o 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 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 Connie Davis at 312-906-5781.

Best regards,

/s

Tina Amico
VP, Contracts
CIT Rail

Enclosure

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

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

Schedule A

<u>Quantity</u>	<u>Description</u>
76	30,000 gallon non-coiled non-insulated tank cars

Tina Amico
VP, Contracts
CIT Rail



=

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 1st day of August, 2016, and effective as of September 1, 2017 is made by CIT RAILCAR FUNDING COMPANY, LLC, a Delaware limited liability company, 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, Omaha, NE 68114 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

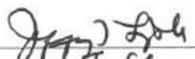
WHEREAS, the Lessor and the Lessee are parties to that certain Master Railcar Lease (the "Agreement") dated as of October 8, 2015 and effective as of September 1, 2015 and Schedule No. 05 thereto dated as of August 1, 2016 and effective as of September 1, 2017 (the "Schedule"; the Schedule and the Agreement to the extent relating to the Schedule, 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.

CIT RAILCAR FUNDING COMPANY, LLC
By: THE CIT GROUP/EQUIPMENT FINANCING, INC., as Manager

By: 
Name: Jeffrey T Lytle
Title: SVP

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>Car</u> <u>Initial</u>	<u>Car Number</u>		<u>Car</u> <u>Initial</u>	<u>Car Number</u>
1	DBUX	301344	37	DBUX	302722
2	DBUX	301393	38	DBUX	302723
3	DBUX	301402	39	DBUX	302724
4	DBUX	301403	40	DBUX	302727
5	DBUX	301427	41	DBUX	302731
6	DBUX	301563	42	DBUX	302732
7	DBUX	301576	43	DBUX	302733
8	DBUX	301592	44	DBUX	302734
9	DBUX	301641	45	DBUX	302735
10	DBUX	301643	46	DBUX	302736
11	DBUX	301648	47	DBUX	302739
12	DBUX	301654	48	DBUX	302740
13	DBUX	301662	49	DBUX	302741
14	DBUX	301674	50	DBUX	302742
15	DBUX	301676	51	DBUX	302744
16	DBUX	301683	52	DBUX	302746
17	DBUX	301694	53	DBUX	302754
18	DBUX	301704	54	DBUX	302756
19	DBUX	301710	55	DBUX	302758
20	DBUX	301718	56	DBUX	302760
21	DBUX	301726	57	DBUX	302761
22	DBUX	301727	58	CTCX	731809
23	DBUX	301731	59	CTCX	731810
24	DBUX	301741	60	CTCX	731811
25	DBUX	301746	61	CTCX	731812
26	DBUX	301751	62	CTCX	731813
27	DBUX	301759	63	CTCX	731826
28	DBUX	301766	64	CTCX	731827
29	DBUX	301769	65	CTCX	731974
30	DBUX	301775	66	CTCX	731997
31	DBUX	301776	67	CTCX	732064
32	DBUX	301778	68	CTCX	732072
33	DBUX	302691	69	CTCX	732074
34	DBUX	302692	70	CTCX	732098
35	DBUX	302714	71	CTCX	732099
36	DBUX	302719	72	CTCX	732103
			73	CTCX	732105
			74	CTCX	732106

75 CTCX 732108
76 CTCX 732125