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SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A LESTER

August 31, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Assignment of Lease, dated as of August 31, 2007, 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:

Seller: Trinity Rail Leasing Trust II
2525 Stemmons Freeway
Dallas, TX 75207

Buyer First Union Rail Corporation
One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Mr. Vernon A. Williams
August 31, 2007
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A description of the railroad equipment covered by the enclosed document
is:

50 railcars: TILX 195795 – TILX 195844.

A short summary of the document to appear in the index is:

Memorandum of Assignment of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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MEMORANDUM OF ASSIGNMENT OF LEASE
(Surface Transportation Board)

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF ASSIGNMENT OF LEASE dated as of August 31, 2007 ("Memorandum") is between Trinity Rail Leasing Trust II, a Delaware statutory trust ("Seller") and First Union Rail Corporation, a North Carolina corporation ("Buyer").

The parties to this Memorandum hereby acknowledge and confirm the following:

A. Seller, as lessor, has leased certain railroad cars more particularly described on Schedule 1 attached hereto (the "Equipment") pursuant to that certain Rider One (1) to Railroad Car Lease Agreement dated November 6, 2006 ("Rider 1") between Lansing Ethanol Services, LLC ("Lessee") and Seller (as successor in interest to Trinity Industries Leasing Company), which incorporates by reference that certain Railroad Car Lease Agreement dated November 6, 2006 (the "Master Lease") between Lessee and Seller (as successor in interest to Trinity Industries Leasing Company). Rider 1 and the Master Lease, to the extent incorporated into Rider 1 are hereinafter referred to as the "Lease Documents."

B. Buyer and Seller are parties to that certain Purchase Agreement dated August 31, 2007, and Assignment and Assumption Agreement dated August 31, 2007 pursuant to which Seller has agreed to sell to Buyer the Equipment and to assign to Buyer all of Seller's right, title and interest under the Lease Documents, and Buyer has agreed to purchase the Equipment and agreed to the assignment.

C. The parties hereto wish to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized, as of the date first above written. This Memorandum may be executed in counterparts, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

[The remainder of this page has been intentionally left blank.]

IN WITNESS WHEREOF, the parties have caused this Memorandum to be executed as of the first date herein above written (and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

TRINITY RAIL LEASING TRUST II

By: _____
Name: _____
Title: _____

FIRST UNION RAIL CORPORATION

By: Richard F. Seymour
Name: Richard F. Seymour
Title: Vice President Sales and Marketing

IN WITNESS WHEREOF, the parties have caused this Memorandum to be executed as of the first date herein above written (and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

TRINITY RAIL LEASING TRUST II

By: _____
Name: _____
Title: _____

FIRST UNION RAIL CORPORATION

By: Richard F. Seymour
Name: Richard F. Seymour
Title: Vice President Sales and Marketing

SCHEDULE 1
Description of Equipment

<u>Unit Count</u>	<u>Lessee</u>	<u>AAR Reporting Mark</u>
1	Lansing Ethanol Services, LLC	TILX 195795
2	Lansing Ethanol Services, LLC	TILX 195796
3	Lansing Ethanol Services, LLC	TILX 195797
4	Lansing Ethanol Services, LLC	TILX 195798
5	Lansing Ethanol Services, LLC	TILX 195799
6	Lansing Ethanol Services, LLC	TILX 195800
7	Lansing Ethanol Services, LLC	TILX 195801
8	Lansing Ethanol Services, LLC	TILX 195802
9	Lansing Ethanol Services, LLC	TILX 195803
10	Lansing Ethanol Services, LLC	TILX 195804
11	Lansing Ethanol Services, LLC	TILX 195805
12	Lansing Ethanol Services, LLC	TILX 195806
13	Lansing Ethanol Services, LLC	TILX 195807
14	Lansing Ethanol Services, LLC	TILX 195808
15	Lansing Ethanol Services, LLC	TILX 195809
16	Lansing Ethanol Services, LLC	TILX 195810
17	Lansing Ethanol Services, LLC	TILX 195811
18	Lansing Ethanol Services, LLC	TILX 195812
19	Lansing Ethanol Services, LLC	TILX 195813
20	Lansing Ethanol Services, LLC	TILX 195814
21	Lansing Ethanol Services, LLC	TILX 195815
22	Lansing Ethanol Services, LLC	TILX 195816
23	Lansing Ethanol Services, LLC	TILX 195817
24	Lansing Ethanol Services, LLC	TILX 195818
25	Lansing Ethanol Services, LLC	TILX 195819
26	Lansing Ethanol Services, LLC	TILX 195820
27	Lansing Ethanol Services, LLC	TILX 195821
28	Lansing Ethanol Services, LLC	TILX 195822
29	Lansing Ethanol Services, LLC	TILX 195823
30	Lansing Ethanol Services, LLC	TILX 195824
31	Lansing Ethanol Services, LLC	TILX 195825
32	Lansing Ethanol Services, LLC	TILX 195826
33	Lansing Ethanol Services, LLC	TILX 195827
34	Lansing Ethanol Services, LLC	TILX 195828
35	Lansing Ethanol Services, LLC	TILX 195829
36	Lansing Ethanol Services, LLC	TILX 195830
37	Lansing Ethanol Services, LLC	TILX 195831
38	Lansing Ethanol Services, LLC	TILX 195832
39	Lansing Ethanol Services, LLC	TILX 195833
40	Lansing Ethanol Services, LLC	TILX 195834
41	Lansing Ethanol Services, LLC	TILX 195835
42	Lansing Ethanol Services, LLC	TILX 195836
43	Lansing Ethanol Services, LLC	TILX 195837
44	Lansing Ethanol Services, LLC	TILX 195838
45	Lansing Ethanol Services, LLC	TILX 195839
46	Lansing Ethanol Services, LLC	TILX 195840
47	Lansing Ethanol Services, LLC	TILX 195841
48	Lansing Ethanol Services, LLC	TILX 195842
49	Lansing Ethanol Services, LLC	TILX 195843
50	Lansing Ethanol Services, LLC	TILX 195844

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 8/31/07



Robert W. Alvord