

RECORDATION NO. 27146 - FRED

SEP 05 '07 -10 4 6 AM

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SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

September 5, 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 Lease and Security Agreement, dated as of August 14 , 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:

Lessor: Regions Equipment Finance Corporation
Regions Plaza, 17th Floor
417 North 20th Street
Birmingham, AL 35203

Lessee: Global One Financial Services, L.P.
3340 Camp Bowie Blvd., Suite 200
Fort Worth, TX 76107

Mr. Vernon A. Williams
September 5, 2007
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A description of the railroad equipment covered by the enclosed document is:

410 railcars within the series OVEX 6001 – OVEX 6500 as more particularly set forth in the attachment to the document.

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

Memorandum of Lease and Security Agreement.

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 'Robert W. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

MEMORANDUM OF LEASE AND SECURITY AGREEMENT SEP 05 07 -10 46 AM

SURFACE TRANSPORTATION BOARD

1. Pursuant to an Equipment Lease Agreement, dated the 20th day of May, 2005, between "Regions Equipment Finance, Ltd.", assignee of Regions Bank, as Lessor, as Lessor, and "Global One Financial Services, L.P.", as Lessee (the "Lease"), Lessor has leased to Lessee the railroad cars identified on Exhibit A attached hereto and made part hereof (the "Railcars") pursuant to a lease intended as security pursuant to which Lessee grants to Lessor a security interest in all of the Railcars to secure Lessee's obligations to Lessor.

2. The addressees of the parties are as follows:

Lessor: Regions Equipment Finance, Ltd.
Regions Plaza, 17th Floor
417 North 20th Street
Mailcode: ALBHM-MO-17
Birmingham, AL 35203

Lessee: "Global One Financial Services, L.P."
3340 Camp Bowie Boulevard-Suite 200
Fort Worth, Texas 76107

3. The terms and provisions of the Lease, including the commencement date and termination date, are more particularly set forth in the Lease Agreement.

4. This Memorandum of Lease and Security Agreement may be executed in any number of counterparts, each of which so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart.

IN WITNESS WHEREOF, the parties hereto, have caused this instrument to be signed by their respective corporate officers as of the date and year first above written.

"Regions Equipment Finance, Ltd."

By: Regions Equipment Finance Corporation,

Its: General Partner

By Mary B. Lewis

Name: Mary B. Lewis

Title: ASST. VICE PRESIDENT

"Global One Financial Services, L.P."

By: GOFX, L.L.C., its General Partner

By: *Jason D. Dial*
Jason D. Dial, President

STATE OF ALABAMA)
COUNTY OF JEFFERSON) ss:

On this 14th day of August, 2007, before me personally appeared _____, to me personally known, whom being by me duly sworn, says that he/she is _____ of "Regions Equipment Finance, Ltd." that he/she executed the foregoing instrument on behalf of said company by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of the company.

Vivian Hood
NOTARY PUBLIC

My commission expires: NOTARY PUBLIC - STATE OF ALABAMA
VIVIAN HOOD
My Commission Expires May 18, 2011

THE STATE OF TEXAS §
§
COUNTY OF TARRANT §

Before me, the undersigned authority, on this day personally appeared, Jason D. Dial, President of "GOFX, L.L.C.," the General Partner of Global One Financial Services, L.P., known to me to be the person and officer whose name is subscribed on the foregoing instrument, and acknowledged to me that he executed the same on behalf of said partnership, "Global One Financial Services, L.P.," by authority of its Partners, for the purposes and consideration therein expressed and in the capacity therein expressed and in the capacity herein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 7th day of August 2007.

Soledad P. Stroud
Notary Public, State of Texas

My Commission Expires: March 26, 2011

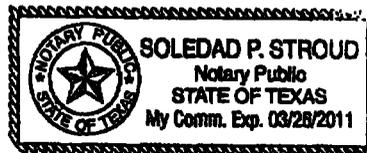


EXHIBIT A TO MEMORANDUM OF LEASE

Description of Railcars

Car Mark: OVEX

Car Numbers:

6001	6066	6118	6165	6215	6264	6315	6360	6409	6457
6003	6070	6119	6166	6216	6265	6316	6361	6410	6459
6004	6071	6120	6167	6218	6267	6317	6363	6411	6460
6005	6072	6121	6168	6220	6268	6318	6364	6412	6461
6006	6073	6122	6169	6221	6269	6319	6365	6413	6462
6007	6075	6123	6170	6222	6270	6320	6366	6415	6463
6008	6078	6124	6171	6223	6271	6321	6369	6416	6465
6009	6080	6125	6172	6224	6272	6322	6370	6417	6466
6010	6081	6126	6173	6225	6273	6323	6371	6418	6467
6011	6083	6127	6174	6227	6274	6324	6372	6419	6468
6012	6084	6128	6175	6228	6275	6326	6373	6422	6469
6014	6085	6129	6176	6229	6276	6327	6374	6423	6470
6015	6086	6130	6178	6230	6278	6328	6375	6424	6471
6016	6087	6131	6179	6231	6280	6329	6376	6425	6472
6017	6088	6132	6182	6232	6281	6330	6377	6426	6473
6022	6089	6133	6183	6233	6282	6331	6378	6427	6474
6027	6090	6135	6184	6234	6283	6332	6379	6428	6475
6028	6091	6136	6185	6236	6285	6333	6382	6429	6476
6029	6092	6137	6186	6237	6286	6334	6383	6430	6477
6030	6094	6139	6189	6238	6287	6335	6384	6431	6478
6032	6095	6140	6190	6239	6288	6336	6385	6432	6479
6033	6096	6142	6191	6240	6289	6337	6386	6434	6480
6034	6098	6143	6193	6241	6290	6338	6387	6435	6481
6039	6099	6144	6194	6243	6291	6339	6388	6436	6483
6041	6101	6145	6195	6245	6293	6340	6389	6437	6484
6044	6102	6146	6197	6246	6294	6341	6391	6438	6485
6046	6103	6147	6198	6247	6295	6342	6392	6439	6486
6047	6104	6148	6199	6248	6297	6343	6393	6440	6487
6048	6105	6149	6200	6249	6299	6344	6394	6441	6488
6051	6106	6150	6201	6250	6300	6345	6395	6442	6489
6052	6107	6151	6202	6251	6301	6346	6396	6443	6490
6054	6108	6152	6203	6252	6302	6347	6397	6444	6491
6056	6109	6153	6205	6253	6303	6348	6400	6446	6492
6057	6110	6154	6206	6254	6304	6350	6401	6448	6493
6058	6111	6155	6207	6255	6307	6351	6402	6449	6494
6059	6112	6156	6208	6256	6308	6352	6403	6450	6495
6060	6113	6158	6209	6257	6310	6353	6404	6451	6496
6061	6114	6159	6210	6258	6311	6356	6405	6453	6497
6062	6115	6160	6211	6260	6312	6357	6406	6454	6498
6063	6116	6161	6212	6262	6313	6358	6407	6455	6499
6065	6117	6163	6213	6263	6314	6359	6408	6456	6500

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: 9/5/07



Robert W. Alvord