



RECORDATION NO. 27150 FILED

SEP 0 0 07

9-10 AM

U.S. Bank National Association
PO Box 30678
Billings, MT 59115

SURFACE TRANSPORTATION BOARD

August 28, 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 11303 is one (1) fully executed and acknowledged original and two (2) photocopies of a Memorandum of Business Security Agreement dated December 2, 2004 and Term Loan Agreement dated June 7, 2007, a primary document as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The names and addresses of the parties to the enclosed document are:

Borrower: Tealinc, Ltd.
1606 Rosebud Creek Road
Forsyth, MT 59327

Secured Party: U.S. Bank, NA
303 North Broadway
PO Pox 30678
Billings, MT 59115

A description of the railroad equipment covered by the enclosed document is set forth in Exhibit 1 to the Memorandum of Business Security Agreement and Term Loan Agreement.

Enclosed is a payment of \$35 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document not needed to the undersigned.

Mr. Vernon A. Williams

August 28, 2007

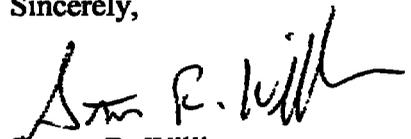
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A Short summary of the enclosed primary document to appear in the Commission's Index is:

Memorandum of Business Security Agreement dated as of December 2, 2004 and Term Loan Agreement dated as of June 7, 2007 between Tealinc Ltd., Borrower, and U.S. Bank, NA, Secured Party, covering 25 railcars as set forth in Exhibit 1 to the Memorandum of Business Security Agreement and Term Loan Agreement.

If you have any questions, please do not hesitate to call us.

Sincerely,

A handwritten signature in black ink, appearing to read "Steven R. Williams". The signature is written in a cursive style with a long horizontal flourish at the end.

**Steven R. Williams
Assistant Vice President**

SEP 06 '07

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SURFACE TRANSPORTATION BOARD

Memorandum of Business Security Agreement made and entered into as of December 2, 2004, and Term Loan Agreement made and entered into as of June 7, 2007 by and between U.S. Bank, N.A. ("Secured Party") and Tealinc LTD, a Montana Corporation ("Borrower").

WITNESSETH:

To secure all obligations of the Borrower under a certain Term Loan Agreement dated June 7, 2007 herewith and Notes issued there under, Borrower hereby assigns to Secured Party all of Borrower's right, title and interest in, whether now existing or hereafter acquired, and grants to Secured Party a security interest in the following collateral:

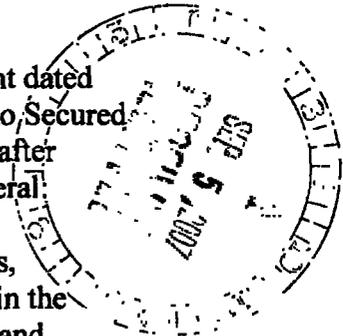
1. The railcars listed on Schedule 1 hereto, together with all improvements, replacements, substitutions, accessories and additions thereto, whether in the possession of the Borrower, warehousemen, bailee or any other person and whether located at the place of business of Borrower or elsewhere (the "Railcars"), during the period Borrower has an ownership or other interest in any of the Railcars.
2. All accounts, accounts receivable, leases, contracts, contract rights, documents, instruments, general intangibles, chattel paper, and all ledger sheets, files and other documents relating to Railcars; and
3. All proceeds of the sale, collection, exchange or other disposition of the Collateral described in 1 and 2 above, whether voluntary or involuntary, including but not limited to, returned premiums, insurance proceeds, and all rights to payment with respect of any cause of action affecting or relating thereto.

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

US Bank, National Association

By: Don R. WebbTitle Assistant V.P.Date 8-28-07

Tealinc LTD

By: Harold LutherTitle: PresidentDate 8-29-07

STATE OF Montana)
COUNTY OF Yellowstone)

On this 28th day of August, 2007, before me the undersigned Notary Public, personally appeared Steven R. Williams, personally known to me to be the person who executed the within instrument as the Assistant Vice President of U.S. Bank, N.A. and acknowledged to me that the company executed it.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

JOANNE B. CUMMINS
NOTARY PUBLIC for the State of Montana
Residing at Billings, Montana
My Commission Expires June 14, 2010

Joanne B. Cummins
Notary Public

Print Name: Joanne B. Cummins

My Commission Expires: 6-14-2010

[NOTARY SEAL]

STATE OF Montana)
COUNTY OF Rosebud)

On this 30th day of August, 2007, before me the undersigned Notary Public, personally appeared Darel W. Luther, personally known to me to be the person who executed the within instrument as the President of Tealinc LTD. and acknowledged to me that the company executed it.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.



[NOTARY SEAL]

Heather Polich
Notary Public

Print Name: _____ HEATHER POLICH
Notary Public for the State of Montana
Residing at Forsyth, Montana

My Commission Expires: _____ My Commission Expires 7/26/2011

EXHIBIT 1

Twenty five (25) 85 foot, 110-ton, Flat cars, marked and numbered UPCX 930300 through UPCX 930324, inclusive, together with all improvements, replacements, substitutions, accessories and additions thereto.

Count		
1	UPCX	930300
2	UPCX	930301
3	UPCX	930302
4	UPCX	930303
5	UPCX	930304
6	UPCX	930305
7	UPCX	930306
8	UPCX	930307
9	UPCX	930308
10	UPCX	930309
11	UPCX	930310
12	UPCX	930311
13	UPCX	930312
14	UPCX	930313
15	UPCX	930314
16	UPCX	930315
17	UPCX	930316
18	UPCX	930317
19	UPCX	930318
20	UPCX	930319
21	UPCX	930320
22	UPCX	930321
23	UPCX	930322
24	UPCX	930323
25	UPCX	930324