

RECORDATION NO 27134-A FILED

OCT 20 09

3-17 PM

VIA UPS 2nd DAY AIR

SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Tel. 847.318.7575
Fax. 847.318.7588

October 16, 2009



Ms. Anne K. Quinlan
Office of Recordation
Surface Transportation Board
395 E Street S.W., Suite 100
Washington, DC 20024

Re: Amendment to Memorandum of Assignment of Lease

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of an Amendment to Memorandum of Assignment of Lease dated October 6, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memorandum of Assignment of Lease which was duly filed with the Surface Transportation Board under Recordation Number 27134. The names and addresses of the parties to the enclosed document are:

Lessee: Ethanol Products LLC
3939 N. Webb Road
Wichita, KS 67226

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

A description of the railroad equipment covered by the enclosed document is for one hundred (100) 30,145 cu. capacity tank cars with NDYX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Amendment to Memorandum of Assignment of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read "Marcia Dunne".

Marcia Dunne
Senior Rail Documentation Specialist

Enclosures

(ETPR001)

AMENDMENT TO MEMORANDUM OF ASSIGNMENT OF LEASE
(Surface Transportation Board)

THIS AMENDMENT TO MEMORANDUM OF ASSIGNMENT OF LEASE (the "Memorandum") is made and entered into as of this the 6th day of OCT, 2009, by FIRST UNION RAIL CORPORATION (the "Lessor"), a North Carolina corporation, and ETHANOL PRODUCTS LLC (the "Lessee").

WITNESSETH:

WHEREAS, the Lessor and the Lessee entered into that certain Railroad Car Lease Agreement dated as of June 18, 2001 and Rider Ten (10) dated as of August 29, 2006 (together, the "Lease"), as assigned, amended, modified, supplemented and/or replaced from time to time, covering the railcars listed on Schedule 1 attached hereto (the "Equipment") pursuant to a Memorandum of Assignment of Lease filed with the Surface Transportation Board pursuant to Section 11301(a) of Title 49 of the *United States Code* on August 31, 2007 at 12:45 p.m. under Recordation Number 27134; and

WHEREAS, the Equipment subject to the Lease will be remarked and renumbered:

NOW THEREFORE, the Lessor and Lessee, for good and valuable consideration, agree that:

SCHEDULE 1 to the Assignment and the Lease is hereby deleted in its entirety and replaced with the attached revised SCHEDULE 1; and

Except as amended hereby, the terms and conditions of such Assignment and Lease remain in full force and effect; and

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

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

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. Seymour
Name: RICHARD F. SEYMOUR
Title: VICE PRESIDENT MARKETING

By: Susan Grokulsky
Name: SUSAN GROKULSKY
Title: ASSISTANT DIRECTOR OF DOCUMENTATION

Executed on this 12th day of October, 2009.

[CORPORATE SEAL]

STATE OF ILLINOIS
COUNTY OF COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Amendment to Memorandum of Assignment of Lease.

WITNESS my hand and official stamp or seal, this 12th day of October, 2009.

Georgia Freiburger
Notary Public

My Commission Expires:

6-2012
(Notary Public)



LESSEE:

ETHANOL PRODUCTS LLC

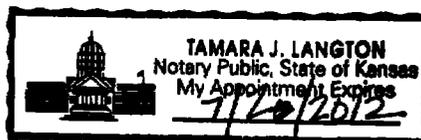
ATTEST:

By: CHRISTIAN McILWAIN
Name: CHRISTIAN McILWAIN
Title: RAIL MANAGER

By: _____
Name: _____
Title: _____

Executed on this 6 day of OCT, 2009.

[CORPORATE SEAL]



STATE OF Kansas
COUNTY OF Sedgwick

I, Tamara J Langton, a Notary Public of the County and State aforesaid, certify that Christian McIlwain personally appeared before me this day and acknowledged his/her due execution of the foregoing Amendment to Memorandum of Assignment of Lease.

WITNESS my hand and official stamp or seal, this 6 day of October, 2009.

Tamara J. Langton
Notary Public

My Commission Expires:
7/20/2012
(Notary Public)

SCHEDULE 1 – AMENDMENT TO MEMORANDUM OF ASSIGNMENT OF LEASE

NUMBER OF CARS: One hundred (100)

DESCRIPTION OF CARS: Tank cars, non-coiled, non-insulated,
30.145 cu. capacity, DOT111A100W1

CAR NUMBERS: See conversion list below:

CAR COUNT	NEW MARK/NUMBER	OLD MARK/NUMBER
1	NDYX 130000	TILX 194195
2	NDYX 130001	TILX 194196
3	NDYX 130002	TILX 194197
4	NDYX 130003	TILX 194198
5	NDYX 130004	TILX 194199
6	NDYX 130005	TILX 194200
7	NDYX 130006	TILX 194201
8	NDYX 130007	TILX 194202
9	NDYX 130008	TILX 194203
10	NDYX 130009	TILX 194204
11	NDYX 130010	TILX 194205
12	NDYX 130011	TILX 194206
13	NDYX 130012	TILX 194207
14	NDYX 130013	TILX 194208
15	NDYX 130014	TILX 194209
16	NDYX 130015	TILX 194210
17	NDYX 130016	TILX 194211
18	NDYX 130017	TILX 194212
19	NDYX 130018	TILX 194213
20	NDYX 130019	TILX 194214
21	NDYX 130020	TILX 194215
22	NDYX 130021	TILX 194216
23	NDYX 130022	TILX 194217
24	NDYX 130023	TILX 194218
25	NDYX 130024	TILX 194219
26	NDYX 130025	TILX 194220
27	NDYX 130026	TILX 194221
28	NDYX 130027	TILX 194222
29	NDYX 130028	TILX 194223
30	NDYX 130029	TILX 194224
31	NDYX 130030	TILX 194225
32	NDYX 130031	TILX 194226
33	NDYX 130032	TILX 194227
34	NDYX 130033	TILX 194228
35	NDYX 130034	TILX 194229
36	NDYX 130035	TILX 194230
37	NDYX 130036	TILX 194231

SCHEDULE 1 – AMENDMENT TO MEMORANDUM OF ASSIGNMENT OF LEASE

38	NDYX	130037	TILX	194232
39	NDYX	130038	TILX	194233
40	NDYX	130039	TILX	194234
41	NDYX	130040	TILX	194235
42	NDYX	130041	TILX	194236
43	NDYX	130042	TILX	194237
44	NDYX	130043	TILX	194238
45	NDYX	130044	TILX	194239
46	NDYX	130045	TILX	194240
47	NDYX	130046	TILX	194241
48	NDYX	130047	TILX	194242
49	NDYX	130048	TILX	194243
50	NDYX	130049	TILX	194244
51	NDYX	130050	TILX	194245
52	NDYX	130051	TILX	194246
53	NDYX	130052	TILX	194247
54	NDYX	130053	TILX	194248
55	NDYX	130054	TILX	194249
56	NDYX	130055	TILX	194250
57	NDYX	130056	TILX	194251
58	NDYX	130057	TILX	194252
59	NDYX	130058	TILX	194253
60	NDYX	130059	TILX	194254
61	NDYX	130060	TILX	194255
62	NDYX	130061	TILX	194256
63	NDYX	130062	TILX	194257
64	NDYX	130063	TILX	194258
65	NDYX	130064	TILX	194259
66	NDYX	130065	TILX	194260
67	NDYX	130066	TILX	194261
68	NDYX	130067	TILX	194262
69	NDYX	130068	TILX	194263
70	NDYX	130069	TILX	194264
71	NDYX	130070	TILX	194265
72	NDYX	130071	TILX	194266
73	NDYX	130072	TILX	194267
74	NDYX	130073	TILX	194268
75	NDYX	130074	TILX	194269
76	NDYX	130075	TILX	194270
77	NDYX	130076	TILX	194271
78	NDYX	130077	TILX	194272
79	NDYX	130078	TILX	194273
80	NDYX	130079	TILX	194274
81	NDYX	130080	TILX	194275
82	NDYX	130081	TILX	194276
83	NDYX	130082	TILX	194277
84	NDYX	130083	TILX	194278
85	NDYX	130084	TILX	194279
86	NDYX	130085	TILX	194280

SCHEDULE 1 – AMENDMENT TO MEMORANDUM OF ASSIGNMENT OF LEASE

87	NDYX	130086	TILX	194281
88	NDYX	130087	TILX	194282
89	NDYX	130088	TILX	194283
90	NDYX	130089	TILX	194284
91	NDYX	130090	TILX	194285
92	NDYX	130091	TILX	194286
93	NDYX	130092	TILX	194287
94	NDYX	130093	TILX	194288
95	NDYX	130094	TILX	194289
96	NDYX	130095	TILX	194290
97	NDYX	130096	TILX	194291
98	NDYX	130097	TILX	194292
99	NDYX	130098	TILX	194293
100	NDYX	130099	TILX	194294