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June 13, 2002

Barbara Sadler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

RECORDATION NO. 23898-A FILED

JUN 17 '02 11-50 AM

SURFACE TRANSPORTATION BOARD

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of May 14, 2002 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
1211 Avenue of the Americas, New York, NY 10036

Lessee: **ROCKY MOUNTAIN TRANSPORTATION SERVICES INC.**
6850 W. 52nd Ave., Suite 103, Arvada, CO 80002

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

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **ROCKY MOUNTAIN TRANSPORTATION SERVICES INC.**, covering 5 tank cars with reporting marks and numbers – CEFX 250265 – CEFX 250381, NOT INCLUSIVE.

Please file this memorandum as a **SECONDARY** document to Recordation #23898 dated 3/13/02 and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20100.

Thank you for your prompt assistance.

Sincerely,

Sherry Lewey



LEXIS Document Services
Research/Development Coordinator

Enclosure

RECORDATION NO. 23898-A FILED

MEMORANDUM OF RAILCAR LEASE

JUN 17 '02 11-50 AM

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 14th **SURFACE TRANSPORTATION BOARD**
MAY, 2002, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a
Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New
York, New York 10036 (the "Lessor"), and ROCKY MOUNTAIN TRANSPORTATION
SERVICES INC., a Colorado corporation, with an address at 6850 W. 52nd Ave, Suite 103,
Arvada, CO 80002 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease
(the "Lease") dated as of December 19, 2001 covering certain equipment described therein
and with respect to which a Memorandum of Railcar Lease was filed with the Surface
Transportation Board ("STB") on March 13, 2002 and given Recordation Number 23898.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and
which to show for the public record the existence of the aforesaid Schedule, the respective
interests therein of the Parties and a description of the equipment (the "Equipment") as set
forth in Schedule A hereto, 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.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Joseph L. Mankowski
Name: JOSEPH L. MANKOWSKI
Title: VICE PRESIDENT/RAIL RESOURCES

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.

ROCKY MOUNTAIN TRANSPORTATION SERVICES INC.

By: Richard P. Lane
Name: RICHARD P. LANE
Title: VICE PRESIDENT - SALES & MARKETING

Schedule A

Quantity
5

Equipment Description
25,000-27,000 gallon capacity
tank cars, exterior coiled, insulated.

<u>Car Marks & Numbers</u>	
1	CEFX 250265
2	CEFX 250456
3	CEFX 250294
4	CEFX 250304
5	CEFX 250381