



CORPORATION SERVICE COMPANY

RECORDATION NO. 26394 FILED

JUN 15 '06

2-39 PM

SURFACE TRANSPORTATION BOARD



June 12, 2006

Barbara Saddler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423
Barbara.saddler@stb.dot.gov

RE:

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of April 18, 2006 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.**
1211 Avenue of the Americas, 20th Floor New York, NY 10036

Lessee: **ALPINE PLANT FOOD dba NA-CHURS-ALPINE SOLUTIONS, INC.**
144 Goss Street, Canton, GA 30114

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: **ALPINE PLANT FOOD dba NA-CHURS-ALPINE SOLUTIONS, INC.** covering six (6) 19,000 through 21,000 gallon capacity tank cars, interior coiled, non insulated (22984/23219) as further described on the attached schedule A.
NON INCLUSIVE

Please file this memorandum as a PRIMARY document and return one (1) stamped original to my attention. A check covering the filing fee of thirty-four dollars (\$34.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 x 3753

Thank you for your prompt assistance.

Sincerely,

Beth Poani
Motor Vehicle Specialist

MEMORANDUM OF LEASE EXTENSION

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 18 day of April, 2006, 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, ALPINE PLANT FOOD dba NA-CHURS-ALPINE SOLUTIONS, INC., a OHIO corporation, with an address at 144 Goss Street, Canton, GA, 30114 (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 Lease Extension Certificate dated as of April 18, 2006 extending that Railroad Equipment Lease (the "Lease") dated as of February 6, 1996 covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties 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 extends the Lease and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Certificate, 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: Catherine Stigler
Name: Catherine Stigler
Title: Vice President

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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.

ALPINE PLANT FOOD dba NA-CHURS-ALPINE SOLUTIONS, INC.

By: Reiny Packall
Name: Reiny Packall
Title: Supply Chain Manager

Schedule A

Number of Cars

Equipment Description

6 19,000 through 21,000 gallon capacity tank cars, interior coiled, non insulated

1	HDSX	22984
2	HDSX	23105
3	HDSX	23204
4	HDSX	23208
5	HDSX	23212
6	HDSX	23219