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OF COUNSEL
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RECORDATION NO. 26040-F
JUL 14 2006 4:00 PM
SURFACE TRANSPORTATION BOARD

July 12, 2006

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, dated as of July 10, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 26040.

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

Lessor: Infinity Rail, LLC
c/o Infinity Asset Management, LLC (as
Manager)
817 West Peachtree Street, Suite M110
Atlanta, GA 30308

Lessee: Sunny Farms Landfill, LLC
c/o Regus Rail and Logistics, LLC
2730 Transit Road
Buffalo, NY 14224

Mr. Vernon A. Williams
July 12, 2006
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A description of the railroad equipment covered by the enclosed document
is:

72 flat cars: REGX 5000 - REGX 5071.

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

Memorandum of Lease.

Also enclosed is a check in the amount of \$34.00 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,



Robert W. Alvord

RWA/sem
Enclosures

JUL 14 '06 4:00 PM

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

1. Pursuant to the Lease Agreement identified below, Infinity Rail, LLC, a Georgia limited liability company ("Lessor"), as lessor, has leased to Sunny Farms Landfill, LLC, an Ohio limited liability company ("Lessee"), as lessee, the railroad cars identified on the exhibit attached hereto and entitled "Description of Railcars" (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease." "Lease Agreement" means Schedule No. 2 dated March 15, 2005 between Infinity Rail, LLC, as lessor, and Sunny Farms Landfill, LLC, as lessee (which incorporates the provisions of the Master Lease Agreement dated November 18, 2004 between the same parties).

2. The addresses of the parties are as follows:

Infinity Rail, LLC (Lessor)
c/o Infinity Asset Management, LLC as Manager
817 West Peachtree Street, Suite M110
Atlanta, Georgia 30308

Sunny Farms Landfill, LLC (Lessee)
c/o Regus Rail and Logistics, LLC
2730 Transit Road
Buffalo, New York 14224

3. The terms and provisions of the Lease are more particularly set forth in the Lease Agreement.

4. This Memorandum may be signed in counterpart or duplicate copies, and any signed counterpart or duplicate copy shall be equivalent to a signed original for all purposes.

Executed as of July 10, 2006.

INFINITY RAIL, LLC
By Infinity Asset Management, LLC as Manager

By: *Jeffrey E. Edelman*
Jeffrey E. Edelman, Vice President

Dekalb County, Georgia

On July 10, 2006, before me personally appeared Jeffrey E. Edelman, to me personally known, who being by me duly sworn says that he is Vice President of Infinity Asset Management, LLC, Manager of Infinity Rail, LLC, and that he executed the foregoing instrument on behalf of said limited liability company by authority of its board of managers, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

Stephen Casanova
Notary Public
My commission expires:

[NOTARIAL SEAL]
Notary Public, Dekalb County, Georgia
My Commission Expires Aug. 2, 2008

Description of Railcars

Description of Cars: container flat cars, upgraded to 286,000 lbs. GRL.

Quantity: seventy two (72)

Reporting marks and identifying numbers:

Count	Mark	Number	Count	Mark	Number
1	REGX	5000	39	REGX	5038
2	REGX	5001	40	REGX	5039
3	REGX	5002	41	REGX	5040
4	REGX	5003	42	REGX	5041
5	REGX	5004	43	REGX	5042
6	REGX	5005	44	REGX	5043
7	REGX	5006	45	REGX	5044
8	REGX	5007	46	REGX	5045
9	REGX	5008	47	REGX	5046
10	REGX	5009	48	REGX	5047
11	REGX	5010	49	REGX	5048
12	REGX	5011	50	REGX	5049
13	REGX	5012	51	REGX	5050
14	REGX	5013	52	REGX	5051
15	REGX	5014	53	REGX	5052
16	REGX	5015	54	REGX	5053
17	REGX	5016	55	REGX	5054
18	REGX	5017	56	REGX	5055
19	REGX	5018	57	REGX	5056
20	REGX	5019	58	REGX	5057
21	REGX	5020	59	REGX	5058
22	REGX	5021	60	REGX	5059
23	REGX	5022	61	REGX	5060
24	REGX	5023	62	REGX	5061
25	REGX	5024	63	REGX	5062
26	REGX	5025	64	REGX	5063
27	REGX	5026	65	REGX	5064
28	REGX	5027	66	REGX	5065
29	REGX	5028	67	REGX	5066
30	REGX	5029	68	REGX	5067
31	REGX	5030	69	REGX	5068
32	REGX	5031	70	REGX	5069
33	REGX	5032	71	REGX	5070
34	REGX	5033	72	REGX	5071
35	REGX	5034			
36	REGX	5035			
37	REGX	5036			
38	REGX	5037			

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: 7/12/06



Robert W. Alvord