

RECORDATION NO. 26224-67 FILED

OCT 03 '06 9-50 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
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October 3, 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 Railcar Lease, dated as of October 2, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Railcar Lease previously filed with the Board under Recordation Number 26224.

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

Lessor: The Cit Group/Equipment Financing, Inc.
1211 Avenue of the Americas, 20th Floor
New York, NY 10036

Lessee: Targa Midstream Services Limited Partnership
1000 Louisiana Street, Suite 4700
Houston, TX 77002

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A description of the railroad equipment covered by the enclosed document is:

84 pressure tank railcars within the series CPDX 180003 – CPDX 180235 as more particularly set forth in the equipment schedule attached to the document.

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

Memorandum of Railcar 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

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 2nd day of October, 2006, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and TARGA MIDSTREAM SERVICES LIMITED PARTNERSHIP, a Delaware limited partnership, with an address at 1000 Louisiana Street, Suite 4700, Houston, TX 77002 (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 27, 2005, covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board on February 28, 2006 as Recordation Number 26224.

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease and Schedule No. 08 thereto, 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 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.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: [Signature]
Name: Bradley L. Lebold
Title: Vice President



TARGA MIDSTREAM SERVICES LIMITED PARTNERSHIP

By: Targa Midstream GP LLC, its General Partner

By: _____
Name: _____
Title: _____

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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 27, 2005, covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board on February 28, 2006 as Recordation Number 26224.

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease and Schedule No. 08 thereto, 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 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.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: _____
Name: _____
Title: _____

TARGA MIDSTREAM SERVICES LIMITED PARTNERSHIP

By: Targa Midstream GP LLC, its General Partner

By:  _____
Name: **Howard M. Tate**
Title: **Vice President - Finance**

State of Texas)
)
County of Harris)

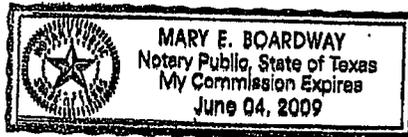
On this, the 2nd day of October, 2006, before me, a Notary Public in and for said County and State, personally appeared Howard M. Tate, the Vice President - Finance of Targa Midstream GP LLC who acknowledged himself/herself to be a duly authorized officer of said limited liability company, and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name: Mary E. Boardway
Notary Public

My Commission Expires: 06/04/09

Residing in: Houston, Texas



Schedule A

Quantity

Equipment Description

Reporting Marks and Numbers

84

33,600 gallon capacity pressure
tank car, 112J34OW

CPDX	180003	CPDX	180131
CPDX	180004	CPDX	180133
CPDX	180005	CPDX	180134
CPDX	180006	CPDX	180135
CPDX	180010	CPDX	180136
CPDX	180012	CPDX	180137
CPDX	180013	CPDX	180143
CPDX	180014	CPDX	180148
CPDX	180021	CPDX	180150
CPDX	180027	CPDX	180151
CPDX	180030	CPDX	180158
CPDX	180036	CPDX	180163
CPDX	180038	CPDX	180173
CPDX	180044	CPDX	180174
CPDX	180045	CPDX	180179
CPDX	180046	CPDX	180181
CPDX	180048	CPDX	180183
CPDX	180050	CPDX	180184
CPDX	180055	CPDX	180185
CPDX	180063	CPDX	180189
CPDX	180064	CPDX	180190
CPDX	180066	CPDX	180192
CPDX	180067	CPDX	180196
CPDX	180072	CPDX	180197
CPDX	180075	CPDX	180201
CPDX	180076	CPDX	180202
CPDX	180079	CPDX	180211
CPDX	180080	CPDX	180212
CPDX	180083	CPDX	180214
CPDX	180084	CPDX	180215
CPDX	180094	CPDX	180222
CPDX	180097	CPDX	180224
CPDX	180098	CPDX	180228
CPDX	180099	CPDX	180230
CPDX	180100	CPDX	180233
CPDX	180101	CPDX	180234
CPDX	180103	CPDX	180235
CPDX	180106		
CPDX	180108		
CPDX	180109		
CPDX	180114		
CPDX	180117		
CPDX	180121		
CPDX	180124		
CPDX	180125		
CPDX	180129		
CPDX	180130		

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: 10/3/06



Robert W. Alvord