



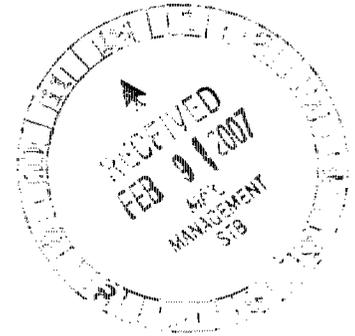
CORPORATION SERVICE COMPANY

RECORDATION NO: 23899-E FILED

FEB 12 '07

11-13 AM

SURFACE TRANSPORTATION BOARD



CSC - SPRINGFIELD  
801 Adlai Stevenson Drive  
Springfield Il 62703

800-927-9801 Ext 3813  
217-492-2727

To: SURFACE TRANSPORTATION BOARD \*\*ATTENTION BARB SADLER\*\*

From: April Oshea

Date: February 8, 2007

Order#: 749609/005

Re: CEFX75432-CEFX76091 STATE OF NORTH DAKOTA DBA NORT

Please process the enclosed documents for the service indicated below.

XX Other: Secondary Stb Filing

RECEIPT SHOULD BE IN OUR OFFICE: 02/23/2007  
PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

XX Check is enclosed in the amount of \$34.00  
Payable to: Surface Transportation Board

Mailing Instructions:

XX Return the filing acknowledgement to our office.  
XX Appropriate FedEx envelopes have been provided for your convenience. Please DO NOT use first class mail.

Special Instructions:

LESSEE  
STATE OF NORTH DAKOTA  
d/b/a NORTH DAKOTA MILL & ELEVATOR ASSOCIATION  
1823 MILL ROAD  
PO BOX 13078  
GRAND FORKS, ND 58208

LESSOR:



CORPORATION SERVICE COMPANY\*

THE CIT GROUP/EQUIPMENT FINANCING, INC.  
1211 AVENUE OF THE AMERICAS, 20TH FLOOR  
NEW YORK, NY 10036

Please call immediately if there are any problems or questions with this paperwork. Thank you for your assistance in this matter.

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 14 day of JUNE, 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 STATE OF NORTH DAKOTA d/b/a NORTH DAKOTA MILL & ELEVATOR ASSOCIATION, with an address at 1823 Mill Road P.O. Box 13078, Grand Forks, ND 58208-3078 (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 20, 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 23899.

WHEREAS, the Parties have entered into an additional schedule under the Lease and wish 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: William P. O'Brien  
Name: William P. O'Brien  
Title: Vice President

RECORDATION NO. 23899-E FILED

FEB 12 '07 11-13 AM

SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of the Industrial Commission of North Dakota 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.

STATE OF NORTH DAKOTA d/b/a  
NORTH DAKOTA MILL & ELEVATOR ASSOCIATION

By: Michael S. Jones  
Name: Michael S. Jones  
Title: Director Transportation

# Schedule A

Number of Cars

Equipment Description

8 5,660 C.F. P.D. covered hopper car - lined

1	CEFX	75432
2	CEFX	75700
3	CEFX	75709
4	CEFX	76087
5	CEFX	76088
6	CEFX	76089
7	CEFX	76090
8	CEFX	76091