

**THE
GREENBRIER
COMPANIES**

The Greenbrier Companies, Inc.

One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

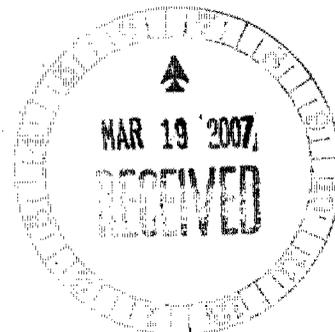
RECORDATION NO. 26867 FILED

March 15, 2007

MAR 19 '07

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SURFACE TRANSPORTATION BOARD



Mr. Vernon A. Williams
Secretary
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement for Schedule No. 1 dated February 1, 2007, effective February 1, 2005, a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

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

Lessor: Greenbrier Leasing Company LLC
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: Ackerman-Beardsley-Bennett, Inc.
168 Battery Street
Burlington, VT 05041

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

Seventy-five (75) 5,701 cubic foot, 286,000 lb. GRL covered hopper railcars with 28-inch by 48-inch gates, and trough hatches, suitable for dry distiller grain service, marked and numbered in the series GBRX 36568 through GBRX 37644, non-inclusive, more particularly described in the attached Railcar List.

Also enclosed is a payment of \$34 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document not needed for your files to the undersigned.

Mr. Vernon A. Williams

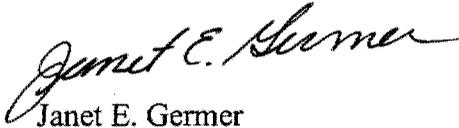
March 15, 2007

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A short summary of the enclosed primary document to appear in the Board's Index is:

Memorandum of Lease Agreement for Schedule No. 1 dated as of
February 1, 2007 effective February 1, 2005 between Greenbrier Leasing
Company LLC, Lessor, and Ackerman-Beardsley-Bennett, Inc., Lessee.

Sincerely,



Janet E. Germer
Executive Assistant

JEG
Enclosure

cc: Robert W. Alvord, Esq.

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC,
formerly known as Greenbrier Leasing Corporation ("LESSOR")

AND

ACKERMAN-BEARDSLEY-BENNETT, INC. ("LESSEE")

SCHEDULE NO. 1

DATED: FEBRUARY 1, 2007
EFFECTIVE: FEBRUARY 1, 2005

Memorandum of Schedule No. 1 dated February 1, 2007, effective as of February 1, 2005, to a Lease Agreement made and entered into on February 1, 2007, effective as of February 1, 2005, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, formerly known as Greenbrier Leasing Corporation ("Lessor") and Ackerman-Beardsley-Bennett, Inc., a Vermont corporation ("Lessee").

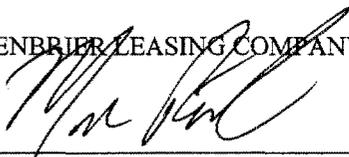
WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor seventy-five (75) 5,701 cubic foot, 286,000 lb. GRL covered hopper railcars with 28-inch by 48-inch gates, and trough hatches, suitable for dry distiller grain service, marked and numbered as shown on the attached Rail Equipment List.
2. Schedule No. 1 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 1, as each may be amended from time to time.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

LESSOR:

GREENBRIER LEASING COMPANY LLC

BY: 

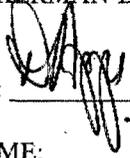
NAME: Mark Rittenbaum

TITLE: Vice President

DATE: 3/1/2007

LESSEE:

ACKERMAN-BEARDSLEY-BENNETT, INC.

BY: 

NAME: DON APPLE

TITLE: PRES

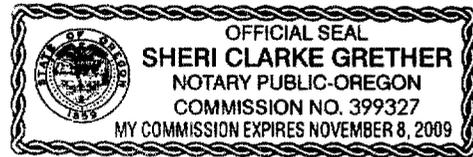
DATE: 2/1/07

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 1st day of March, 2007, before me personally appeared Mark Rittenbaum, to me personally known, who being by me duly sworn, says that ~~s~~he is the Vice President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and ~~s~~he acknowledged that the execution of the said instrument was ~~her~~his free act and deed.

Sheri Clarke Grether
NOTARY PUBLIC

My commission expires: 11/8/2009

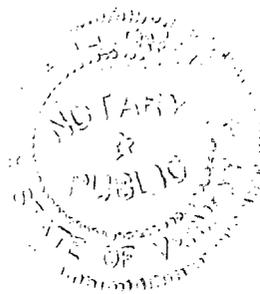


STATE OF Vermont)
) ss.
COUNTY OF Chittenden)

On this 1st day of February, 2007, before me personally appeared Don Appe, to me personally known, who being by me duly sworn, says that s/he is the President of Ackerman-Beardsley-Bennett, Inc. and that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her/his free act and deed.

James Howell
NOTARY PUBLIC

My commission expires: 2/10/07



RAIL EQUIPMENT LIST

CAR MARK	CAR NUMBER
GBRX	36568
GBRX	36664
GBRX	36684
GBRX	36731
GBRX	37002
GBRX	37006
GBRX	37008
GBRX	37017
GBRX	37020
GBRX	37033
GBRX	37036
GBRX	37041
GBRX	37043
GBRX	37049
GBRX	37050
GBRX	37052
GBRX	37061
GBRX	37108
GBRX	37120
GBRX	37146
GBRX	37170
GBRX	37180
GBRX	37227
GBRX	37240
GBRX	37242
GBRX	37259

CAR MARK	CAR NUMBER
GBRX	37266
GBRX	37293
GBRX	37299
GBRX	37303
GBRX	37312
GBRX	37325
GBRX	37329
GBRX	37336
GBRX	37354
GBRX	37367
GBRX	37378
GBRX	37383
GBRX	37406
GBRX	37407
GBRX	37416
GBRX	37419
GBRX	37435
GBRX	37438
GBRX	37451
GBRX	37454
GBRX	37462
GBRX	37492
GBRX	37495
GBRX	37501
GBRX	37510
GBRX	37513

CAR MARK	CAR NUMBER
GBRX	37514
GBRX	37516
GBRX	37517
GBRX	37519
GBRX	37531
GBRX	37533
GBRX	37537
GBRX	37539
GBRX	37541
GBRX	37550
GBRX	37564
GBRX	37567
GBRX	37568
GBRX	37570
GBRX	37571
GBRX	37592
GBRX	37593
GBRX	37606
GBRX	37611
GBRX	37623
GBRX	37632
GBRX	37643
GBRX	37644
Total Cars: 75	