



CORPORATION SERVICE COMPANY

RECORDATION NO 26922 FILED

APR 16 '07

10-25 AM

SURFACE TRANSPORTATION BOARD



April 12, 2007

Karen January
Surface Transportation Board
Recordation Office
395 East Street SW
Washington, DC 20423
202-245-0401

RE: 846977/005

Dear Karen:

Please process the enclosed documents for the service indicated below:

COMMIT DATE: 04/23/2007

PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

Primary STB Filing

A check is enclosed in the amount of \$34.00 to: Surface Transportation Board

Mailing instructions:

Forward the acknowledgement to our office. Appropriate FedEx envelopes have been provided for your use.

Special instructions:

Lessee:

Ellison Milling Company
1301-2nd Avenue South
Lethbridge, AB T1J3Z1

Lessor:

CIT Financial (Alberta) ULC
700-4th Avenue SW, Suite 1070
Calgary, AB T2P3J4

Thank you for your assistance in this matter.

Sincerely,

April O'Shea 1-800-995-5071 ext. 3813
Motor Vehicle Specialist

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 8 day of February, 2007, is made by CIT FINANCIAL (ALBERTA) ULC., an Alberta company, with an address at 700 - 4th Avenue SW., Suite 1070, Calgary, AB T2P 3J4, CANADA (the "Lessor"), and ELLISON MILLING COMPANY, a Canadian corporation, with an address at 1301 - 2nd Avenue South, Lethbridge, AB T1J 3Z1, CANADA (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

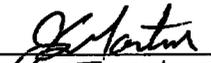
WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of February 8, 2007 covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Schedule, 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.

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.

CIT FINANCIAL (ALBERTA) ULC.

By: 
Name: JOHN MARTIN
Title: VP-LEASING

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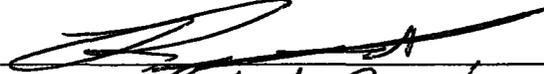
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I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ELLISON MILLING COMPANY

By: 
Name: Richard Sargent
Title: Controller

Schedule A

Number of Cars

Equipment Description

3 5,660 C.F. P.D. covered hopper car - lined

1	CEFX	77175
2	CEFX	77182
3	CEFX	77184