



CORPORATION SERVICE COMPANY

RECORDATION NO. 24390-A FILED

APR 16 '07

10-54 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: 846971/005

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.

Secondary 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:

Plains Marketing Canada LP
155 Front Street North
Sarnia, ON N7T7V8

Lessor:

The CIT Group/Equipment Financing, Inc.
30 S Wacker Drive, Suite 3000
Chicago, IL 60606

Thank you for your assistance in this matter.
Sincerely,

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

MEMORANDUM OF LEASE AMENDMENT

THIS MEMORANDUM OF LEASE dated as of this 8 day of MARCH, 2007, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 30 South Wacker Drive, Suite 3000, Chicago, IL 60606 (the "Lessor") and, PLAINS MARKETING CANADA L.P., a Canadian corporation, with an address at 155 Front Street North, Sarnia, ON N7T 7V8 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

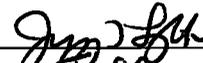
WHEREAS, the Lessor and the Lessee entered into an Amendment to Schedule No. 01 dated as of MARCH 8, 2007 covering the equipment listed on Schedule A hereto (the "Equipment") and extending a Master Railcar Lease originally dated as of December 13, 2002 (the "Lease"); pursuant to a Memorandum of Lease filed with the Surface Transportation Board on April 4, 2003 as recordation number 24390.

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Amendment, 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 extends the Lease and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Amendment, 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: 
Name: Jeffrey T. Lytle
Title: SVP Leasing

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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.

PLAINS MARKETING CANADA L.P.

By: 
Name: Ron F. Wunder
Title: Vice President, LPG

Schedule A

<u>Number of Cars</u>	<u>Equipment Description</u>	
11	33,600 gallon capacity pressure tank car, 112J34OW	
1	DBUX	340000
2	DBUX	340001
3	DBUX	340002
4	DBUX	340003
5	DBUX	340004
6	DBUX	340005
7	DBUX	340006
8	DBUX	340007
9	DBUX	340008
10	DBUX	340009
11	DBUX	340010