



CORPORATION SERVICE COMPANY

RECORDATION NO. 26205-D FILED

MAY 01 '07

2-24 PM

SURFACE TRANSPORTATION BOARD



April 30, 2007

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

RE: 875208/005

Dear Karen:

Please process the enclosed documents for the service indicated below:

**COMMIT DATE: 05/07/2007**

**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:

Elbow River Marketing Limited Partnership  
Suite 3990, 855-2<sup>nd</sup> Street SW  
Calgary, AB T2P4J7

Lessor:

The CIT Group/Equipment Financing, Inc.  
1211 Avenue of the Americas, 20<sup>th</sup> Floor  
New York, NY 10036

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 9th day of Sept, 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 ELBOW RIVER MARKETING LIMITED PARTNERSHIP, a limited partnership formed under the laws of the Province of Alberta, with an address at Suite 3990, 855-2nd St. SW, Calgary, AB T2P 4J7 (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 November 8, 2005 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on 02/21/06, 2006 and given Recordation Number 26205.

WHEREAS, the Parties have entered in to 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 for the 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.

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By: [Signature]  
Name: William P. O'Brien  
Title: Vice President

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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.

ELBOW RIVER MARKETING LIMITED PARTNERSHIP,  
by its Manager, ELBOW RIVER MARKETING CORPORATION

By: [Signature]  
Name: [Signature]  
Title: General Manager

# Schedule A

Number of Cars

Equipment Description

20 22,000 through 24,000 gallon capacity tank cars, exterior coiled, insulated

1	DBUX	230092
2	DBUX	230093
3	DBUX	230094
4	DBUX	230095
5	DBUX	230096
6	DBUX	230097
7	DBUX	230098
8	DBUX	230099
9	DBUX	230100
10	DBUX	230101
11	DBUX	230102
12	DBUX	230103
13	DBUX	230104
14	DBUX	230105
15	DBUX	230106
16	DBUX	230107
17	DBUX	230108
18	DBUX	230109
19	DBUX	230110
20	DBUX	230111