



CORPORATION SERVICE COMPANY

RECORDATION NO. 27001 FILED

JUN 08 '07

3-08 PM

SURFACE TRANSPORTATION BOARD

May 23, 2007

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

RE: 935715-005

Dear Karen:

Please process the enclosed documents for the service indicated below:

COMMIT DATE: 06/15/2007

PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

PRIMARY STB Filing

A check is enclosed in the amount of \$35.00 to: Surface Transportation Board

Mailing instructions:

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

Special instructions:

Lessee:

**TANNER INDUSTRIES
735 DAVISVILLE RD
3RD FLOOR
SOUTHAMPTON, PA 18966-3200**

Lessor:

**The CIT Group/Equipment Financing, Inc.
30 S WACKER DRIVE
STE 3000
CHICAGO, IL 60606**

Thank you for your assistance in this matter.
Sincerely,

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 22ND day of February, 2007, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and TANNER INDUSTRIES, a PA corporation, with an address at 735 Davisville Road, 3rd Floor, Southampton, PA 18966-3200 (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 2/22/2007 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.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: [Signature]
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.

TANNER INDUSTRIES

By: [Signature]
Name: RAT McCa
Title: Dir of Operations

SCHEDULE A

<u>Number of Cars</u>	<u>Equipment Description</u>	
40	33,600 gallon capacity pressure tank car	
1	PLMX	3401
2	PLMX	3419
3	PLMX	3439
4	PLMX	3441
5	PLMX	3456
6	PLMX	3458
7	PLMX	3490
8	PLMX	3496
9	PLMX	3504
10	PLMX	3510
11	PLMX	3528
12	PLMX	4516
13	PLMX	4621
14	PLMX	4530
15	PLMX	4630
16	PLMX	4646
17	PLMX	33438
18	PLMX	35626
19	PLMX	35348
20	PLMX	35532
21	PLMX	3404
22	PLMX	3516
23	PLMX	3767
24	PLMX	3960
25	PLMX	35218
26	PLMX	4538
27	PLMX	4552
28	PLMX	4649
29	PLMX	3521
30	PLMX	4502
31	PLMX	4536
32	PLMX	3508
33	PLMX	4621
34	PLMX	3972
35	CITX	35618
36	PLMX	35592
37	CITX	35623
38	PLMX	3511
39	PLMX	4519
40	PLMX	3979