

RECORDATION NO. 27261 FILED

DEC 07 '07

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SURFACE TRANSPORTATION BOARD

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December 7, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 7 2007, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: Infinity Rail, LLC
 c/o Infinity Asset Management, LLC (as
 Manager)
 1355 Peachtree Street,
 Suite 750 - South Tower
 Atlanta, GA 30308

[Lessee: Schlumberger Technology Corporation
 200 Gillingham Lane MD 11
 Sugar Land, TX 77478]

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

28 covered hopper cars: DSIX 2500 – DSIX 2529, except DSIX 2524 and DSIX 2525 (formerly LCEX 300 and LCEX 301, and 26 formerly within the series RMGX 3220 - RMGX 3542 as more particularly set forth in the schedule attached to the document).

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

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MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

1. Pursuant to the Lease Agreement identified below, Infinity Rail, LLC, a Georgia limited liability company ("Lessor"), as lessor, has leased to Schlumberger Technology Corporation ("Lessee"), as lessee, the railroad cars identified on the exhibit attached hereto and entitled "Description of Railcars" (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease." "Lease Agreement" means the Lease between Infinity Rail, LLC ("IR"), as lessor, and Schlumberger Technology Corporation ("Schlumberger"), as lessee, pursuant to the following documents, which documents are described here as they appear on their face, it being understood that the original named lessor party, NuRail USA LLC, was acting as agent for IR: Full Service Lease Agreement Rider (Deal #N00587) dated July 1, 2004 between NuRail USA LLC, as lessor, and Schlumberger Technology Corporation, as lessee (which incorporates the provisions of the Full Service Lease Agreement dated that same date between the same parties), as amended by Amendment to Lease dated February 21, 2007, between Infinity Rail, LLC, as lessor, and Schlumberger Technology Corporation, as lessee.

2. The addresses of the parties are as follows:

Infinity Rail, LLC (Lessor)
c/o Infinity Asset Management, LLC as Manager
1355 Peachtree Street
Suite 750 - South Tower
Atlanta, Georgia 30309

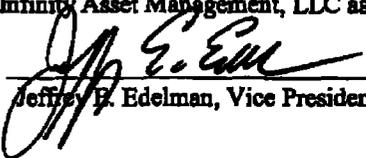
Schlumberger Technology Corporation (Lessee)
200 Gillingham Lane MD-11
Sugar Land, Texas 77478

3. The terms and provisions of the Lease are more particularly set forth in the Lease Agreement.

4. This Memorandum may be signed in counterpart or duplicate copies, and any signed counterpart or duplicate copy shall be equivalent to a signed original for all purposes.

Executed as of December 7 2007.

INFINITY RAIL, LLC
By Infinity Asset Management, LLC as Manager

By: 
Jeffrey F. Edelman, Vice President

Fulton County, Georgia

On December 3, 2007, before me personally appeared Jeffrey F. Edelman, to me personally known, who being by me duly sworn says that he is Vice President of Infinity Asset Management, LLC, Manager of Infinity Rail, LLC, and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said limited liability company.


Notary Public
My commission expires:

[NOTARIAL SEAL]

Notary Public, DeKalb County, Georgia
My Commission Expires Aug. 2, 2009

Description of Railcars

Description of Cars:

2700 cubic ft., two-pocket covered hoppers

Quantity:

twenty eight (28)

Reporting marks and identifying numbers:

Unit Count	Previous Mark	Previous Num	Current Mark	Current Num
1	LCEX	300	DSIX	2500
2	LCEX	301	DSIX	2501
3	RMGX	3220	DSIX	2502
4	RMGX	3221	DSIX	2503
5	RMGX	3222	DSIX	2504
6	RMGX	3223	DSIX	2505
7	RMGX	3224	DSIX	2506
8	RMGX	3225	DSIX	2507
9	RMGX	3226	DSIX	2508
10	RMGX	3227	DSIX	2509
11	RMGX	3228	DSIX	2510
12	RMGX	3229	DSIX	2511
13	RMGX	3453	DSIX	2512
14	RMGX	3454	DSIX	2513
15	RMGX	3455	DSIX	2514
16	RMGX	3464	DSIX	2515
17	RMGX	3465	DSIX	2516
18	RMGX	3472	DSIX	2517
19	RMGX	3473	DSIX	2518
20	RMGX	3481	DSIX	2519
21	RMGX	3485	DSIX	2520
22	RMGX	3486	DSIX	2521
23	RMGX	3489	DSIX	2522
24	RMGX	3490	DSIX	2523
25	RMGX	3528	DSIX	2526
26	RMGX	3529	DSIX	2527
27	RMGX	3541	DSIX	2528
28	RMGX	3542	DSIX	2529

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 12/7/07



Robert W. Alvord