

RECORDATION NO. 27525 FILED

JUN 10 '08 -12 00 PM

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.

SUITE 301
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

June 10, 2008

Anne K. Quinlan, Esq.
Acting Secretary
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement, dated as of June 9, 2008, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Trinity Industries Leasing Company
2525 Stemmons Freeway
Dallas, Texas 75207

[Lessee: Gateway Ethanol, L.L.C.
10333 NE 30th Street
Pratt, Kansas 67124]

Anne K. Quinlan, Esq.
June 10, 2008
Page 2

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

70 covered hopper cars within the following two series, TILX 638903 - TILX 638959 and TILX 640046 - TILX 640262.

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

Memorandum of Lease Agreement.

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 AGREEMENT

SURFACE TRANSPORTATION BOARD

Memorandum of Lease Agreement made and entered into on June 9, 2008 by Trinity Industries Leasing Company, a Delaware corporation (the "Lessor").

WITNESSETH:

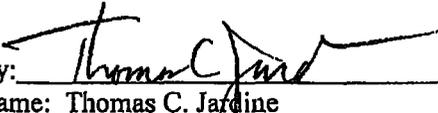
Lessor and Gateway Ethanol, L.L.C., a Kansas limited liability company (the "Lessee") are parties to that certain Railroad Car Lease Agreement (the "Lease Agreement"), dated September 11, 2007, whereby Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from Lessor certain railroad cars as listed on each rider incorporated therein.

Lessor and Lessee have executed Rider One (1) to Railroad Car Lease Agreement, effective September 11, 2007 whereby Lessor has agreed to lease to Lessee and the Lessee has agreed to lease from Lessor certain railroad cars bearing road numbers as listed on Exhibit A hereto.

[Memorandum of Lease Agreement]

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

**TRINITY INDUSTRIES LEASING
COMPANY**

By: 
Name: Thomas C. Jardine
Title: Vice President

Executed on this 9th day of June, 2008

[Memorandum of Lease Agreement]

STATE OF TEXAS)
)
COUNTY OF DALLAS)

On this, the 9th day of June, 2008, before a Notary Public in and for said County and State personally appeared Thomas C. Jardine, who being by me duly sworn, says that he is a Vice President of TRINITY INDUSTRIES LEASING COMPANY, that said instrument was signed on June 9, 2008 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above metnioned.

MY COMMISSION EXPIRES: 6/9/2012

Notary Public *Danielle Henderson*



EXHIBIT A

Equipment: 6,351 cubic foot Quadruple Covered Hopper Cars

Quantity: Seventy (70)

Road Numbers: TILX 638903, TILX 638909, TILX 638914 – 638919,
TILX 638921, TILX 638922, TILX 638925 – 638928,
TILX 638930, TILX 638932 – 638942, TILX 638944,
TILX 638947 – 638949, TILX 638951 – 638953,
TILX 638955 – 638959, TILX 640046,
TILX 640051 – 640053, TILX 640156, TILX 640182,
TILX 640183, TILX 640185, TILX 640187 – 640189,
TILX 640191 – 640197, TILX 640199 – 640201,
TILX 640204 – 640206, TILX 640208 – 640212,
TILX 640249, TILX 640251, TILX 640262

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: 6/10/08



Robert W. Alvord

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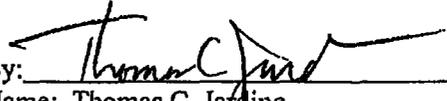
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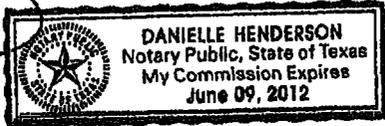


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