

RECORDATION NO. 22456-R FILED

JUN 26 '08

6-33 PM

June 26, 2008

SURFACE TRANSPORTATION BOARD

**Nathan
Sommers
Jacobs**

Surface Transportation Board
1925 K Street, N.W.
Suite 700
Washington, D.C. 20423

Re: Recordation of Sixth Amendment to Security Agreement, original Security Agreement was filed under Recordation No. 22456.

To whom it may concern:

I have enclosed one (1) original and one (1) certified copy of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The document is a sixth amendment to security agreement dated as of June 13, 2008 (the "Security Agreement"), which was executed in modification of, and not in discharge or novation of that certain Security Agreement dated as of March 15, 2002 (as amended by First Amendment to Security Agreement dated as of January 16, 2004, Second Amendment to Security Agreement dated as of March 31, 2004, Third Amendment to Security Agreement dated as of June 24, 2004, Fourth Amendment to Security Agreement dated as of February 23, 2005, and Fifth Amendment to Security Agreement dated as of November 15, 2006), which was executed in renewal, extension and modification of, and not in discharge or novation of that certain Security Agreement dated as of September 27, 1999 (as amended), and is a secondary document.

The names and addresses of the parties to the Security Agreement are as follows:

Secured Party:

Amegy Bank National Association
(formerly known as Southwest Bank of Texas, N.A.)
Five Post Oak Park
4400 Post Oak Parkway
Houston, Texas 77027

Debtor:

Southwest Rail Industries, Inc.
601 South East Street
Weimar, Texas 78962

A description of the equipment covered by the Security Agreement is as follows:

(a) Five Hundred Twenty-two (522) rail cars, specifically described on Annex "A" attached hereto (the "Railcars");

(b) all Debtor's right title and interest to all tangible personal property incorporated into the Railcars or acquired for incorporation into the Railcars, including all machinery, equipment, fixtures and other personalty of every nature and description incorporated into the Railcars or acquired for incorporation into the Railcars, whether now owned or hereafter acquired, and all appurtenances, accessions and additions thereto and substitutions and replacements therefor, wheresoever located, including all tools, parts and accessories used in connection therewith;

(c) all of Debtor's accounts, accounts receivable, contract rights, investment securities, financial assets, general intangibles, instruments, documents, chattel paper and funds on deposit with Secured Party, whether now owned or hereafter acquired, including, without limitation, all lease receivables and note receivables, all cash, notes, drafts and acceptances arising therefrom, or other proceeds of any sale, lease or other disposition of inventory, and all proceeds (including insurance proceeds) and products thereof;

(d) all of Debtors right, title and interest in and to any and all leases covering the Railcars (the "Leases");

(e) all rights, remedies and privileges of Debtor to enforce the Leases;

(f) all other general intangibles of Debtor arising from or relating to the Leases; and

(g) all products and proceeds thereof (including insurance proceeds).

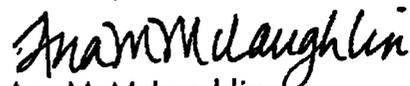
A short summary of the Fifth Amendment to Security Agreement to appear in the index is as follows:

Security Agreement dated as of October 31, 2003 between Amegy Bank National Association (formerly known as Southwest Bank of Texas, N.A.), Five Post Oak Park, 4400 Post Oak Parkway, Houston, Texas 77027 ("Secured Party") and Southwest Rail Industries, Inc., 601 South East Street, Weimar, Texas 78962 ("Debtor"), as amended by First Amendment to Security Agreement dated as of January 16, 2004, Second Amendment to Security Agreement dated as of March 31, 2004, Third Amendment to Security Agreement dated as of June 24, 2004, Fourth Amendment to Security Agreement dated as of February 23, 2005, Fifth Amendment to Security Agreement dated as of November 15, 2006, and Sixth Amendment to Security Agreement dated as of June 13, 2008, which was executed in renewal, extension and modification of, and not in discharge or novation of, that certain Security Agreement dated as of March 15, 2002, which was executed in renewal, extension and modification of, and not in discharge or novation of, that certain Security Agreement dated as of September 27, 1999, as amended by First Amendment to Security Agreement dated as of November 1, 1999, Second Amendment to Security Agreement dated as of February 15, 2000 and Third Amendment to Security Agreement dated as of November 1, 2001, and covering (a) Five

Hundred Twenty-two (522) rail cars, specifically described on Annex "A" attached hereto (the "Railcars"); (b) all Debtor's right title and interest to all tangible personal property incorporated into the Railcars or acquired for incorporation into the Railcars, including all machinery, equipment, fixtures and other personalty of every nature and description incorporated into the Railcars or acquired for incorporation into the Railcars, whether now owned or hereafter acquired, and all appurtenances, accessions and additions thereto and substitutions and replacements therefor, wheresoever located, including all tools, parts and accessories used in connection therewith; (c) all of Debtor's accounts, accounts receivable, contract rights, investment securities, financial assets, general intangibles, instruments, documents, chattel paper and funds on deposit with Secured Party, whether now owned or hereafter acquired, including, without limitation, all lease receivables and note receivables, all cash, notes, drafts and acceptances arising therefrom, or other proceeds of any sale, lease or other disposition of inventory, and all proceeds (including insurance proceeds) and products thereof; (d) all of Debtors right, title and interest in and to any and all leases covering the Railcars (the "Leases"); (e) all rights, remedies and privileges of Debtor to enforce the Leases; (f) all other general intangibles of Debtor arising from or relating to the Leases; and (g) all products and proceeds thereof (including insurance proceeds).

A fee of \$35.00 is enclosed. Please return one (1) file stamped original to the undersigned after recording.

Sincerely,



Ana M. McLaughlin
Legal Assistant

:AMM

encl
18211 50 wpd

Railcars

	Car Num	Date Purchased
105A500W		Capacity- 17,000 gallons
SRIX	17007	2/1/1996
SRIX	17008	2/1/1996
SRIX	17009	2/1/1996
SRIX	17010	2/1/1996
SRIX	17011	2/1/1996
SRIX	17012	2/1/1996
SRIX	17013	2/1/1996
SRIX	17014	2/1/1996
SRIX	17015	2/1/1996
SRIX	17016	2/1/1996
SRIX	17017	2/1/1996
SRIX	17018	2/1/1996
SRIX	17019	2/1/1996
SRIX	17020	2/1/1996
SRIX	17021	2/1/1996
SRIX	17022	2/1/1996
SRIX	17023	2/1/1996
SRIX	17024	2/1/1996
SRIX	17025	2/1/1996
SRIX	17026	2/1/1996
SRIX	17027	2/1/1996
SRIX	17028	2/1/1996
SRIX	17029	2/1/1996
SRIX	17030	2/1/1996
SRIX	17031	2/1/1996
SRIX	17053	2/1/1996
SRIX	17054	2/1/1996
SRIX	17055	2/1/1996
105J300W		Capacity - 34,000 gallons
SRIX	34004	06-05-92
SRIX	34010	08-17-92
SRIX	34011	07-08-92
SRIX	34012	07-08-92
SRIX	34013	07-08-92
SRIX	34014	11-20-92
SRIX	34015	10-19-92
SRIX	34016	11-20-92
SRIX	34017	09-08-92
SRIX	34018	07-08-92

Railcars

	Car Num	Date Purchased
SRIX	34020	10-19-92
SRIX	34060	9/14/1995
112J340W		Capacity- 33,500 gallons
SRIX	3200	11/10/1994
SRIX	33501	06-21-89
SRIX	33547	10/31/02
112J340W		Capacity- 34,000 gallons
SRIX	34075	1/3/1996
SRIX	34076	1/3/1996
SRIX	34077	1/3/1996
112J340W		33,600 Gallon
SRIX	33617	4/8/2002
SRIX	33618	4/8/2002
SRIX	33619	4/8/2002
SRIX	33620	4/8/2002
SRIX	33621	4/8/2002
SRIX	33622	4/8/2002
SRIX	33623	4/8/2002
112J400W		Capacity- 33,500 gallons
SRIX	221	09-01-92
SRIX	222	09-01-92
SRIX	223	09-01-92
SRIX	224	09-01-92
SRIX	225	09-01-92
SRIX	226	09-01-92
SRIX	227	09-01-92
SRIX	228	09-01-92
SRIX	244	9/28/93
SRIX	245	10/27/93
SRIX	246	10/27/93
SRIX	254	11/10/1994
SRIX	255	11/10/1994
SRIX	256	11/10/1994
SRIX	33020	10-22-91
SRIX	33040	10-22-91
SRIX	33050	10-22-91
SRIX	33060	10-22-91

Railcars

	Car Num	Date Purchased
SRIX	33090	10-22-91
SRIX	33130	10-22-91
SRIX	33140	10-22-91
SRIX	33170	10-22-91
SRIX	33180	10-22-91
SRIX	33200	10-22-91
SRIX	33240	10-22-91
SRIX	33270	10-22-91
112J340W	Capacity- 33,700 gallons	
SRIX	33631	11/1/2003
SRIX	33632	11/1/2003
SRIX	33633	11/1/2003
SRIX	33634	11/1/2003
SRIX	33635	11/1/2003
SRIX	33636	11/1/2003
SRIX	33637	11/1/2003
SRIX	33638	11/1/2003
SRIX	33639	11/1/2003
SRIX	33640	11/1/2003
SRIX	33641	11/1/2003
SRIX	33642	11/1/2003
SRIX	33643	11/1/2003
SRIX	33644	11/1/2003
SRIX	33645	11/1/2003
SRIX	33646	11/1/2003
SRIX	33647	11/1/2003
SRIX	33648	11/1/2003
SRIX	33649	11/1/2003
SRIX	33650	11/1/2003
SRIX	33651	11/1/2003
SRIX	33652	11/1/2003
SRIX	33653	11/1/2003
SRIX	33654	11/1/2003
SRIX	33655	11/1/2003
SRIX	33698	10/14/04
SRIX	33699	10/14/04
SRIX	33700	10/27/04
SRIX	33701	10/27/04
SRIX	33702	10/14/04
SRIX	33703	11/05/04

Railcars

	Car Num	Date Purchased
SRIX	33704	10/27/04
SRIX	33705	10/27/04
111A100W1		Capacity- 16,000 gallons exterior coiled insulated
SRIX	16101	02-24-87
SRIX	16102	02-24-87
SRIX	16103	02-24-87
SRIX	16105	02-24-87
SRIX	16106	02-24-87
SRIX	16107	02-24-87
SRIX	16110	3/24/1999
SRIX	16111	3/24/1999
SRIX	16112	3/24/1999
SRIX	16113	3/24/1999
SRIX	16114	3/24/1999
SRIX	16115	3/24/1999
SRIX	16116	3/24/1999
111A100W1		Capacity- 20,500 gallons interior coiled non insulated
SRIX	20100	3/31/2000
SRIX	20101	3/31/2000
SRIX	20102	3/31/2000
SRIX	20103	3/31/2000
SRIX	20513	12-30-91
SRIX	20514	12-30-91
SRIX	20515	12-30-91
SRIX	20516	12-30-91
SRIX	20517	12-30-91
SRIX	20518	12-30-91
111A100W1		Capacity- 20,500 gallons interior coiled non insulated
SRIX	20519	12-30-91
SRIX	20521	12-30-91
SRIX	20522	12-30-91
111A100W3		Capacity 20,500 gallons interior coiled non insulated
SRIX	21524	12-30-91
SRIX	21525	12-30-91
111A100W6		Capacity- 20700 gallons exterior coiled insulated
SRIX	20700	6/18/2003
SRIX	20701	6/18/2003

Railcars

	Car Num	Date Purchased
SRIX	20702	6/18/2003
SRIX	20703	6/18/2003
SRIX	20704	6/18/2003
SRIX	20705	6/18/2003
111A100W1		Capacity- 20,800 gallon non coiled non insulated
SRIX	20106	3/4/2003
111A100W1		Capacity- 21,000 gallons interior coiled non insulated
SRIX	37	02/01/94
SRIX	1205	03/23/94
SRIX	1207	03/23/94
SRIX	1254	1/6/1997
SRIX	1255	1/6/1997
111A100W1		Capacity- 21,000 gallons non coiled / non insulated
SRIX	21004	5/2/2003
SRIX	21005	5/2/2003
SRIX	21006	5/2/2003
SRIX	21007	5/2/2003
SRIX	21008	5/2/2003
SRIX	21009	5/2/2003
SRIX	21010	5/2/2003
SRIX	21011	5/2/2003
SRIX	21012	5/2/2003
SRIX	21013	5/2/2003
SRIX	21014	5/2/2003
SRIX	21015	5/2/2003
SRIX	21016	5/2/2003
SRIX	21017	5/2/2003
SRIX	21018	5/2/2003
SRIX	21019	5/2/2003
SRIX	21020	5/2/2003
111A100W1		Capacity- 22,000 gallons insulated non coiled
SRIX	22001	1/29/2001
111A100W1		Capacity- 22,800 gallons 2 compartment non coil non insulated
SRIX	219800	10/30/2003
SRIX	219600	10/30/2003

Railcars

	Car Num	Date Purchased
111A100W1		Capacity- 23,600 gallons 2 compartment exterior coil insulated
SRIX	252600	10/30/2003
SRIX	252700	10/30/2003
SRIX	252900	10/30/2003
SRIX	253200	10/30/2003
111A100W3		Capacity- 23,500 gallons exterior coiled insulated
SRIX	23555	10/30/2003
SRIX	23556	10/30/2003
SRIX	23557	10/30/2003
SRIX	23558	10/30/2003
SRIX	23559	10/30/2003
SRIX	23560	10/30/2003
SRIX	23561	10/30/2003
SRIX	23562	10/30/2003
SRIX	23563	10/30/2003
SRIX	23564	10/30/2003
SRIX	23565	10/30/2003
SRIX	23566	10/30/2003
SRIX	23567	10/30/2003
SRIX	23568	10/30/2003
SRIX	23569	10/30/2003
SRIX	23570	10/30/2003
SRIX	23571	10/30/2003
SRIX	23572	10/30/2003
SRIX	23573	10/30/2003
SRIX	23574	10/30/2003
SRIX	23575	10/30/2003
SRIX	23576	10/30/2003
SRIX	23577	10/30/2003
SRIX	23578	10/30/2003
SRIX	23579	10/30/2003
SRIX	23580	10/30/2003
SRIX	23581	10/30/2003
SRIX	23582	10/30/2003
SRIX	23583	10/30/2003
SRIX	23584	10/30/2003
SRIX	23585	10/30/2003
SRIX	23586	10/30/2003
SRIX	23587	10/30/2003

Railcars

	Car Num	Date Purchased
SRIX	23588	10/30/2003
SRIX	23589	10/30/2003
SRIX	23590	10/30/2003
SRIX	23591	10/30/2003
SRIX	23592	10/30/2003
SRIX	23593	10/30/2003
SRIX	23594	10/30/2003
SRIX	23595	10/30/2003
SRIX	23596	10/30/2003
SRIX	23597	10/30/2003
SRIX	23598	10/30/2003
SRIX	23599	10/30/2003

111A100W3		Capacity 23,500 gallons exterior coiled insulated
SRIX	2300	9/3/1998
SRIX	2301	9/3/1998
SRIX	2303	9/3/1998
SRIX	2304	9/3/1998
SRIX	2311	9/3/1998
SRIX	2314	9/3/1998
SRIX	2316	9/3/1998
SRIX	2317	9/3/1998
SRIX	2319	9/3/1998
SRIX	2323	9/3/1998
SRIX	2339	4/1/1999
SRIX	2349	4/1/1999
SRIX	2553	1/4/1996
SRIX	23502	9/3/1998
SRIX	23503	9/3/1998
SRIX	23504	9/3/1998
SRIX	23505	9/3/1998
SRIX	23506	9/3/1998
SRIX	23507	9/3/1998
SRIX	23530	3/31/2000
SRIX	23532	3/31/2000
SRIX	23533	3/31/2000
SRIX	23534	3/31/2000
SRIX	23535	3/31/2000
SRIX	23536	3/31/2000
SRIX	23537	3/31/2000
SRIX	23538	3/31/2000

Railcars

	Car Num	Date Purchased
SRIX	23539	3/31/2000
SRIX	23540	3/31/2000
SRIX	23541	3/31/2000
SRIX	23542	3/31/2000
SRIX	23543	3/31/2000
SRIX	23544	3/31/2000
SRIX	23549	6/9/2000
SRIX	23550	6/9/2000
SRIX	23551	6/9/2000
SRIX	23552	6/9/2000
SRIX	23553	6/9/2000
111A100W3		Capacity- 25,500 gallons exterior coiled insulated
SRIX	25011	02/01/01
SRIX	25012	02/01/01
SRIX	25013	02/01/01
SRIX	25014	02/01/01
SRIX	25015	02/01/01
SRIX	25016	02/01/01
SRIX	25017	02/01/01
SRIX	25018	02/01/01
SRIX	25020	02/01/01
SRIX	25021	7/1/1998
211A100W1		24,000 Gallon 2 compartment exterior coiled Insulated
	24003	2/1/2001
	24004	2/1/2001
Stencilled PPRX	18	2/1/2001
111A100W1		Capacity- 30,000 gallons non coiled non insulated
SRIX	30049	4/15/1997
SRIX	30050	4/15/1997
SRIX	30112	10/1/1999
SRIX	30113	10/1/1999
SRIX	30114	10/1/1999
SRIX	30115	10/1/1999
SRIX	30117	10/1/1999
SRIX	30118	10/1/1999
SRIX	30119	10/1/1999
SRIX	30120	10/1/1999
SRIX	30121	10/1/1999

Railcars

	Car Num	Date Purchased
SRIX	30122	10/1/1999
SRIX	30123	10/1/1999
SRIX	30124	10/1/1999
SRIX	30125	10/1/1999
SRIX	30126	10/1/1999
SRIX	30127	10/1/1999
SRIX	30128	10/1/1999
SRIX	30134	6/2002
SRIX	30136	6/2002
SRIX	30137	6/2002
SRIX	30138	6/2002
SRIX	30139	6/2002
SRIX	30140	6/2002
SRIX	30142	6/2002
Covered Hopper Cars		
		4650 Cu Ft Capacity
SRIX	45300	07/01/01
SRIX	45302	07/01/01
SRIX	45303	07/01/01
SRIX	45304	07/01/01
SRIX	45305	07/01/01
SRIX	45306	07/01/01
SRIX	45307	07/01/01
SRIX	45308	07/01/01
SRIX	45309	07/01/01
SRIX	45310	07/01/01
SRIX	45311	07/01/01
SRIX	45312	07/01/01
SRIX	45313	07/01/01
SRIX	45314	07/01/01
SRIX	45315	07/01/01
SRIX	45316	07/01/01
SRIX	45317	07/01/01
SRIX	45318	07/01/01
SRIX	45319	07/01/01
SRIX	45320	07/01/01
SRIX	45321	07/01/01
SRIX	45322	07/01/01
SRIX	45323	07/01/01
SRIX	45324	07/01/01
SRIX	45325	07/01/01

Railcars

	Car Num	Date Purchased
SRIX	45326	07/01/01
SRIX	45327	07/01/01
SRIX	45328	07/01/01
SRIX	45329	07/01/01
SRIX	45330	07/01/01
SRIX	45331	07/01/01
SRIX	45332	07/01/01
SRIX	45333	07/01/01
SRIX	45334	07/01/01
SRIX	45335	07/01/01
SRIX	45336	07/01/01
SRIX	45337	07/01/01
SRIX	45338	07/01/01
SRIX	45339	07/01/01
SRIX	45340	07/01/01
SRIX	45341	07/01/01
SRIX	45342	07/01/01
SRIX	45343	07/01/01
SRIX	45344	07/01/01
SRIX	45345	07/01/01
SRIX	45347	07/01/01
SRIX	45348	07/01/01
SRIX	45349	07/01/01
SRIX	45350	07/01/01
SRIX	45351	07/01/01
SRIX	45352	07/01/01
SRIX	45353	07/01/01
SRIX	45354	07/01/01
SRIX	45355	07/01/01
SRIX	45356	07/01/01
SRIX	45357	07/01/01
SRIX	45358	07/01/01
SRIX	45359	07/01/01
SRIX	45360	07/01/01
SRIX	45362	07/01/01
SRIX	45363	07/01/01
SRIX	45364	07/01/01
SRIX	45365	07/01/01
SRIX	45366	07/01/01
SRIX	45367	07/01/01
SRIX	45369	07/01/01

Railcars

	Car Num	Date Purchased	
SRIX	45370	07/01/01	
SRIX	45371	07/01/01	
SRIX	45372	07/01/01	
SRIX	45373	07/01/01	
SRIX	45374	07/01/01	
SRIX	45375	07/01/01	
SRIX	45376	07/01/01	
SRIX	45377	07/01/01	
SRIX	45378	07/01/01	
SRIX	45379	07/01/01	
SRIX	45380	07/01/01	
SRIX	45381	07/01/01	
SRIX	45382	07/01/01	
SRIX	45383	07/01/01	
SRIX	45384	07/01/01	
SRIX	45385	07/01/01	
SRIX	45386	07/01/01	
SRIX	45387	07/01/01	
SRIX	45388	07/01/01	
SRIX	45389	07/01/01	
SRIX	45390	07/01/01	
SRIX	45391	07/01/01	
SRIX	45392	07/01/01	
SRIX	45393	07/01/01	
SRIX	45394	07/01/01	
SRIX	45395	07/01/01	
SRIX	45396	07/01/01	
SRIX	45397	07/01/01	
SRIX	45398	07/01/01	
111A100W1		Capacity- 30,000 gallons non coiled non insulated	
SRIX	30129	9/28/2001	
SRIX	30130	9/28/2001	
SRIX	30131	9/28/2001	
SRIX	30132	9/28/2001	
SRIX	30133	9/28/2001	
111A100W1		Capacity- 30,000 gallons non coiled non insulated	
SRIX	30143	1/14/2004	
SRIX	30144	1/14/2004	
SRIX	30145	1/14/2004	

Railcars

	Car Num	Date Purchased
SRIX	30146	1/14/2004
SRIX	30147	1/14/2004
111A100W1		Capacity-25,500 gallons exterior coiled insulated
SRIX	25029	3/1/2004
SRIX	25030	3/1/2004
SRIX	25031	3/1/2004
SRIX	25034	3/26/2003
SRIX	25035	3/26/2003
SRIX	25036	3/26/2003
112J340W		Capacity 33,600 gallons
SRIX	33670	3/1/2004
SRIX	33671	3/1/2004
SRIX	33672	3/1/2004
SRIX	33673	3/19/2004
SRIX	33674	3/1/2004
SRIX	33675	03-19 04
SRIX	33676	3/1/2004
SRIX	33677	03-19.04
111A100W1		Capacity 30,000 gallons
SRIX	30148	3/26/2004
SRIX	30149	3/26/2004
SRIX	30150	3/26/2004
SRIX	30151	3/26/2004
SRIX	30152	3/26/2004
111A100W6		Capacity 20,000 gallons
UTLX	3261	4/5/2004
UTLX	3262	4/5/2004
UTLX	3263	4/5/2004
111A100W1		Capacity 30,000gallons
SRIX	30162	7/26/2004
SRIX	30163	7/26/2004
SRIX	30164	7/4/2004
SRIX	30165	7/4/2004
SRIX	30166	7/4/2004
SRIX	30167	7/4/2004
SRIX	30168	7/4/2004

Railcars

	Car Num	Date Purchased
	SRIX 30169	7/4/2004
	SRIX 30170	7/4/2004
	SRIX 30171	7/4/2004
	SRIX 30172	7/4/2004
	SRIX 30177	7/4/2004
	SRIX 30179	7/4/2004
	SRIX 30180	7/4/2004
	SRIX 30181	7/4/2004
112J340W		33,600 Gallon
	SRIX 33706	3/31/2006
	SRIX 33707	3/31/2006
	SRIX 33708	3/31/2006
	SRIX 33709	3/31/2006
	SRIX 33710	3/31/2006
	SRIX 33711	3/31/2006
	SRIX 33712	3/31/2006
	SRIX 33713	3/31/2006
	SRIX 33714	3/31/2006
	SRIX 33715	3/31/2006
111-A-100W		Capacity 25,500 Gallons
	SRIX 25037	9/7/2006
	SRIX 25038	9/7/2006
	SRIX 25039	11/30/2006
	SRIX 25040	11/30/2006
	SRIX 25041	11/30/2006
	SRIX 25042	11/30/2006
	SRIX 25043	11/30/2006
	SRIX 25044	11/30/2006
	SRIX 25045	11/30/2006
	SRIX 25046	11/30/2006
	SRIX 25047	11/30/2006
	SRIX 25048	11/30/2006
	SRIX 25049	11/30/2006
	SRIX 25050	11/30/2006
	SRIX 25051	11/30/2006
Covered Hopper Cars		4750 Cu Ft Capacity
	SRIX 47000	2/17/2006
	SRIX 47001	2/17/2006

Railcars

	Car Num	Date Purchased
	SRIX 47002	2/17/2006
	SRIX 47003	2/17/2006
	SRIX 47005	2/17/2006
	SRIX 47006	2/17/2006
	SRIX 47007	2/17/2006
	SRIX 47008	2/17/2006
	SRIX 47009	2/17/2006
	SRIX 47010	2/17/2006
	SRIX 47011	2/17/2006
	SRIX 47012	2/17/2006
	SRIX 47013	2/17/2006
111A100W1		18,000 Gallon Exterior coilde, Insulated
	SRIX 18001	6/18/2007
	SRIX 18002	6/18/2007
	SRIX 18003	6/18/2007
	SRIX 18004	6/18/2007
	SRIX 18005	6/18/2007
	SRIX 18006	6/18/2007
	SRIX 18007	6/18/2007
	SRIX 18008	6/18/2007
	SRIX 18009	6/18/2007
111A100W1		23,500 Gallon Interior Coiled Non Insulated
	SRIX 23600	6/18/2007
	SRIX 23601	6/18/2007
	SRIX 23602	6/18/2007
	SRIX 23603	6/18/2007
	SRIX 23604	6/18/2007
	SRIX 23605	6/18/2007
	SRIX 23606	6/18/2007
111A100W1		23,500 Gallon Interior Coiled Non Insulated
	SRIX 20523	9/27/2007
	SRIX 20524	11/14/2007
	SRIX 20525	11/14/2007
	SRIX 24011	11/14/2007
111A100W1		24,000 Gallon Interior Coiled Non Insulated
	SRIX 24005	9/27/2008
	SRIX 24006	11/14/2007

Railcars

	Car Num	Date Purchased
SRIX	24007	11/14/2007
SRIX	24008	9/27/2007
SRIX	24009	9/27/2007
SRIX	24010	9/27/2007
AAR211A100w		25,500 Gallon Exterior Coiled, Insulated
Initialed DDRX	2635	3/19/2007
Initialed DDRX	2636	3/19/2007
Initialed DDRX	2637	3/19/2007
Initialed DDRX	2638	3/19/2007
111A100W		25,500 Gallon Exterior Coiled, Insulated
SRIX	25052	06/15/08
SRIX	25053	06/15/08
SRIX	25054	06/15/08
SRIX	25055	06/15/08
SRIX	25056	06/15/08
SRIX	25057	06/15/08
SRIX	25058	06/15/08
SRIX	25059	06/15/08
SRIX	25060	06/15/08
SRIX	25061	06/15/08
AAR211A100w		24,000 Gallon Multi-compartment
	24012	06/15/08
	24013	06/15/08
	24014	06/15/08
	24015	06/15/08
	24016	06/15/08
Totals	522	

SIXTH AMENDMENT TO SECURITY AGREEMENT

SURFACE TRANSPORTATION BOARD

This SIXTH AMENDMENT TO SECURITY AGREEMENT ("Amendment"), dated as of June 13, 2008, is between SOUTHWEST RAIL INDUSTRIES, INC., a Texas corporation ("Debtor"), and AMEGY BANK NATIONAL ASSOCIATION (formerly known as Southwest Bank of Texas, N.A.), a national banking association ("Secured Party").

RECITALS:

WHEREAS, Debtor and Secured Party have entered into that certain Loan Agreement dated as of October 31, 2003, as amended by First Amendment to Loan Agreement dated as of January 16, 2004, Second Amendment to Loan Agreement dated as March 31, 2004, Third Amendment to Loan Agreement dated as June 24, 2004, Fourth Amendment to Loan Agreement dated as of February 24, 2005, Fifth Amendment to Loan Agreement dated as of November 15, 2006, and Sixth Amendment to Loan Agreement dated as of June 13, 2008 (as amended, the "Loan Agreement").

WHEREAS, pursuant to the Loan Agreement Debtor executed that certain Security Agreement, dated as of October 31, 2003, as amended by First Amendment to Security Agreement dated as of January 16, 2004, Second Amendment to Security Agreement dated as of March 31, 2004, Third Amendment to Security Agreement dated as of June 24, 2004, Fourth Amendment to Security Agreement dated as of February 24, 2005, and Fifth Amendment to Security Agreement dated as of November 15, 2006 (as amended, the "Security Agreement").

WHEREAS, the execution of this Amendment is a condition to Secured Party entering into the Sixth Amendment to Loan Agreement referred to above.

NOW, THEREFORE, for good and valuable consideration the receipt and sufficiency of which are acknowledged and agreed, Debtor and Secured Party hereby agree as follows:

ARTICLE I.Amendments

(a) Amendment to Section 1.01(a). Effective as of the date hereof, Section 1.01(a) of the Security Agreement is amended to read in its entirety as follows:

(a) Five hundred Twenty-two (522) rail cars, specifically described on Exhibit "A" attached hereto (the "Railcars");

(b) Amendment to Exhibit "A". Effective as of the date hereof, Exhibit "A" of the Security Agreement is amended to conform in its entirety as Annex "A" attached hereto.

ARTICLE II.

Additional Provisions

1. Acknowledgment by Debtor. Except as otherwise specified herein, the terms and provisions hereof shall in no manner impair, limit, restrict or otherwise affect the obligations of Debtor or any third party to Secured Party under any Loan Document (as defined in the Loan Agreement).

2. Additional Documentation. From time to time, Debtor shall execute or procure and deliver to Secured Party such other and further documents and instruments evidencing, securing or pertaining to the Security Agreement or the other Loan Documents as shall be reasonably requested by Secured Party so as to evidence or effect the terms and provisions hereof.

3. Continued Effectiveness. Except as expressly modified by the terms and provisions hereof, each of the terms and provisions of the Security Agreement and the other Loan Documents are hereby ratified and confirmed, and shall remain in full force and effect. The liens and security interests created by the Security Agreement remain in full force and effect.

4. Governing Law. THE TERMS AND PROVISIONS HEREOF SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF TEXAS.

5. Binding Agreement. This Amendment shall be binding upon the heirs, executors, administrators, personal representatives, successors and assigns of the parties hereto.

6. Counterparts. This Amendment may be executed in any number of counterparts, each of which shall be deemed an original and all of which together shall be construed as one and the same instrument.

7. No Oral Agreements. This Amendment, the Loan Agreement and the other Loan Documents embody the final, entire agreement among the parties hereto. There are no oral agreements among the parties hereto.

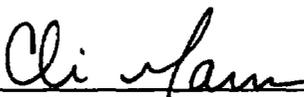
8. Imaging. Borrower understands and agrees that (i) Lender's document retention policy involves the imaging of executed loan documents and the destruction of the paper

originals, and (ii) Borrower waives any right that it may have to claim that the imaged copies of the loan documents are not originals.

EXECUTED as of the date first above written.

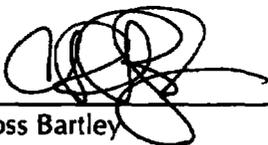
DEBTOR:

SOUTHWEST RAIL INDUSTRIES, INC.

By: 
Chris Garmoe
President

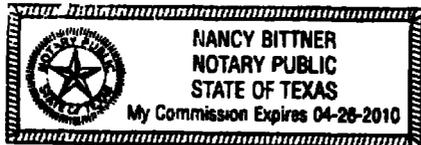
SECURED PARTY:

AMEGY BANK NATIONAL ASSOCIATION

By: 
C. Ross Bartley
Senior Vice President

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this 16th day of June, 2008, this instrument was acknowledged before me by Chris Garmoe, President of Southwest Rail Industries, Inc., a Texas corporation, on behalf of such 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.

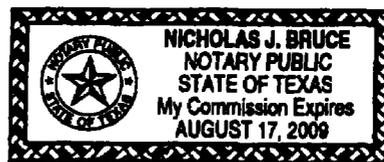


Nancy Bittner
Notary Public, State of Texas

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this 16th day of June, 2008, this instrument was acknowledged before me by C. Ross Bartley as Senior Vice President of AMEGY BANK NATIONAL ASSOCIATION, a national banking association, on behalf of such association, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Nicholas J. Bruce
Notary Public, State of Texas



Annex "A"

Railcars

Railcars

	Car Num	Date Purchased
105A500W		Capacity- 17,000 gallons
SRIX	17007	2/1/1996
SRIX	17008	2/1/1996
SRIX	17009	2/1/1996
SRIX	17010	2/1/1996
SRIX	17011	2/1/1996
SRIX	17012	2/1/1996
SRIX	17013	2/1/1996
SRIX	17014	2/1/1996
SRIX	17015	2/1/1996
SRIX	17016	2/1/1996
SRIX	17017	2/1/1996
SRIX	17018	2/1/1996
SRIX	17019	2/1/1996
SRIX	17020	2/1/1996
SRIX	17021	2/1/1996
SRIX	17022	2/1/1996
SRIX	17023	2/1/1996
SRIX	17024	2/1/1996
SRIX	17025	2/1/1996
SRIX	17026	2/1/1996
SRIX	17027	2/1/1996
SRIX	17028	2/1/1996
SRIX	17029	2/1/1996
SRIX	17030	2/1/1996
SRIX	17031	2/1/1996
SRIX	17053	2/1/1996
SRIX	17054	2/1/1996
SRIX	17055	2/1/1996
105J300W		Capacity - 34,000 gallons
SRIX	34004	06-05-92
SRIX	34010	08-17-92
SRIX	34011	07-08-92
SRIX	34012	07-08-92
SRIX	34013	07-08-92
SRIX	34014	11-20-92
SRIX	34015	10-19-92
SRIX	34016	11-20-92
SRIX	34017	09-08-92
SRIX	34018	07-08-92

Railcars

	Car Num	Date Purchased
SRIX	34020	10-19-92
SRIX	34060	9/14/1995
112J340W		Capacity- 33,500 gallons
SRIX	3200	11/10/1994
SRIX	33501	06-21-89
SRIX	33547	10/31/02
112J340W		Capacity- 34,000 gallons
SRIX	34075	1/3/1996
SRIX	34076	1/3/1996
SRIX	34077	1/3/1996
112J340W		33,600 Gallon
SRIX	33617	4/8/2002
SRIX	33618	4/8/2002
SRIX	33619	4/8/2002
SRIX	33620	4/8/2002
SRIX	33621	4/8/2002
SRIX	33622	4/8/2002
SRIX	33623	4/8/2002
112J400W		Capacity- 33,500 gallons
SRIX	221	09-01-92
SRIX	222	09-01-92
SRIX	223	09-01-92
SRIX	224	09-01-92
SRIX	225	09-01-92
SRIX	226	09-01-92
SRIX	227	09-01-92
SRIX	228	09-01-92
SRIX	244	9/28/93
SRIX	245	10/27/93
SRIX	246	10/27/93
SRIX	254	11/10/1994
SRIX	255	11/10/1994
SRIX	256	11/10/1994
SRIX	33020	10-22-91
SRIX	33040	10-22-91
SRIX	33050	10-22-91
SRIX	33060	10-22-91

Railcars

	Car Num	Date Purchased
SRIX	33090	10-22-91
SRIX	33130	10-22-91
SRIX	33140	10-22-91
SRIX	33170	10-22-91
SRIX	33180	10-22-91
SRIX	33200	10-22-91
SRIX	33240	10-22-91
SRIX	33270	10-22-91
112J340W		Capacity- 33,700 gallons
SRIX	33631	11/1/2003
SRIX	33632	11/1/2003
SRIX	33633	11/1/2003
SRIX	33634	11/1/2003
SRIX	33635	11/1/2003
SRIX	33636	11/1/2003
SRIX	33637	11/1/2003
SRIX	33638	11/1/2003
SRIX	33639	11/1/2003
SRIX	33640	11/1/2003
SRIX	33641	11/1/2003
SRIX	33642	11/1/2003
SRIX	33643	11/1/2003
SRIX	33644	11/1/2003
SRIX	33645	11/1/2003
SRIX	33646	11/1/2003
SRIX	33647	11/1/2003
SRIX	33648	11/1/2003
SRIX	33649	11/1/2003
SRIX	33650	11/1/2003
SRIX	33651	11/1/2003
SRIX	33652	11/1/2003
SRIX	33653	11/1/2003
SRIX	33654	11/1/2003
SRIX	33655	11/1/2003
SRIX	33698	10/14/04
SRIX	33699	10/14/04
SRIX	33700	10/27/04
SRIX	33701	10/27/04
SRIX	33702	10/14/04
SRIX	33703	11/05/04

Railcars

	Car Num	Date Purchased
SRIX	33704	10/27/04
SRIX	33705	10/27/04
111A100W1		Capacity- 16,000 gallons exterior coiled insulated
SRIX	16101	02-24-87
SRIX	16102	02-24-87
SRIX	16103	02-24-87
SRIX	16105	02-24-87
SRIX	16106	02-24-87
SRIX	16107	02-24-87
SRIX	16110	3/24/1999
SRIX	16111	3/24/1999
SRIX	16112	3/24/1999
SRIX	16113	3/24/1999
SRIX	16114	3/24/1999
SRIX	16115	3/24/1999
SRIX	16116	3/24/1999
111A100W1		Capacity- 20,500 gallons interior coiled non insulated
SRIX	20100	3/31/2000
SRIX	20101	3/31/2000
SRIX	20102	3/31/2000
SRIX	20103	3/31/2000
SRIX	20513	12-30-91
SRIX	20514	12-30-91
SRIX	20515	12-30-91
SRIX	20516	12-30-91
SRIX	20517	12-30-91
SRIX	20518	12-30-91
111A100W1		Capacity- 20,500 gallons interior coiled non insulated
SRIX	20519	12-30-91
SRIX	20521	12-30-91
SRIX	20522	12-30-91
111A100W3		Capacity 20,500 gallons interior coiled non insulated
SRIX	21524	12-30-91
SRIX	21525	12-30-91
111A100W6		Capacity- 20700 gallons exterior coiled insulated
SRIX	20700	6/18/2003
SRIX	20701	6/18/2003

Railcars

	Car Num	Date Purchased
SRIX	20702	6/18/2003
SRIX	20703	6/18/2003
SRIX	20704	6/18/2003
SRIX	20705	6/18/2003
111A100W1		Capacity- 20,800 gallon non coiled non insulated
SRIX	20106	3/4/2003
111A100W1		Capacity- 21,000 gallons interior coiled non insulated
SRIX	37	02/01/94
SRIX	1205	03/23/94
SRIX	1207	03/23/94
SRIX	1254	1/6/1997
SRIX	1255	1/6/1997
111A100W1		Capacity- 21,000 gallons non coiled / non insulated
SRIX	21004	5/2/2003
SRIX	21005	5/2/2003
SRIX	21006	5/2/2003
SRIX	21007	5/2/2003
SRIX	21008	5/2/2003
SRIX	21009	5/2/2003
SRIX	21010	5/2/2003
SRIX	21011	5/2/2003
SRIX	21012	5/2/2003
SRIX	21013	5/2/2003
SRIX	21014	5/2/2003
SRIX	21015	5/2/2003
SRIX	21016	5/2/2003
SRIX	21017	5/2/2003
SRIX	21018	5/2/2003
SRIX	21019	5/2/2003
SRIX	21020	5/2/2003
111A100W1		Capacity- 22,000 gallons insulated non coiled
SRIX	22001	1/29/2001
111A100W1		Capacity- 22,800 gallons 2 compartment non coil non insulated
SRIX	219800	10/30/2003
SRIX	219600	10/30/2003

Railcars

	Car Num	Date Purchased
111A100W1		Capacity- 23,600 gallons 2 compartment exterior coil insulated
SRIX	252600	10/30/2003
SRIX	252700	10/30/2003
SRIX	252900	10/30/2003
SRIX	253200	10/30/2003
111A100W3		Capacity- 23,500 gallons exterior coiled insulated
SRIX	23555	10/30/2003
SRIX	23556	10/30/2003
SRIX	23557	10/30/2003
SRIX	23558	10/30/2003
SRIX	23559	10/30/2003
SRIX	23560	10/30/2003
SRIX	23561	10/30/2003
SRIX	23562	10/30/2003
SRIX	23563	10/30/2003
SRIX	23564	10/30/2003
SRIX	23565	10/30/2003
SRIX	23566	10/30/2003
SRIX	23567	10/30/2003
SRIX	23568	10/30/2003
SRIX	23569	10/30/2003
SRIX	23570	10/30/2003
SRIX	23571	10/30/2003
SRIX	23572	10/30/2003
SRIX	23573	10/30/2003
SRIX	23574	10/30/2003
SRIX	23575	10/30/2003
SRIX	23576	10/30/2003
SRIX	23577	10/30/2003
SRIX	23578	10/30/2003
SRIX	23579	10/30/2003
SRIX	23580	10/30/2003
SRIX	23581	10/30/2003
SRIX	23582	10/30/2003
SRIX	23583	10/30/2003
SRIX	23584	10/30/2003
SRIX	23585	10/30/2003
SRIX	23586	10/30/2003
SRIX	23587	10/30/2003

Railcars

	Car Num	Date Purchased
SRIX	23588	10/30/2003
SRIX	23589	10/30/2003
SRIX	23590	10/30/2003
SRIX	23591	10/30/2003
SRIX	23592	10/30/2003
SRIX	23593	10/30/2003
SRIX	23594	10/30/2003
SRIX	23595	10/30/2003
SRIX	23596	10/30/2003
SRIX	23597	10/30/2003
SRIX	23598	10/30/2003
SRIX	23599	10/30/2003
111A100W3		Capacity 23,500 gallons exterior coiled insulated
SRIX	2300	9/3/1998
SRIX	2301	9/3/1998
SRIX	2303	9/3/1998
SRIX	2304	9/3/1998
SRIX	2311	9/3/1998
SRIX	2314	9/3/1998
SRIX	2316	9/3/1998
SRIX	2317	9/3/1998
SRIX	2319	9/3/1998
SRIX	2323	9/3/1998
SRIX	2339	4/1/1999
SRIX	2349	4/1/1999
SRIX	2553	1/4/1996
SRIX	23502	9/3/1998
SRIX	23503	9/3/1998
SRIX	23504	9/3/1998
SRIX	23505	9/3/1998
SRIX	23506	9/3/1998
SRIX	23507	9/3/1998
SRIX	23530	3/31/2000
SRIX	23532	3/31/2000
SRIX	23533	3/31/2000
SRIX	23534	3/31/2000
SRIX	23535	3/31/2000
SRIX	23536	3/31/2000
SRIX	23537	3/31/2000
SRIX	23538	3/31/2000

Railcars

	Car Num	Date Purchased
	SRIX 23539	3/31/2000
	SRIX 23540	3/31/2000
	SRIX 23541	3/31/2000
	SRIX 23542	3/31/2000
	SRIX 23543	3/31/2000
	SRIX 23544	3/31/2000
	SRIX 23549	6/9/2000
	SRIX 23550	6/9/2000
	SRIX 23551	6/9/2000
	SRIX 23552	6/9/2000
	SRIX 23553	6/9/2000
111A100W3		Capacity- 25,500 gallons exterior coiled insulated
	SRIX 25011	02/01/01
	SRIX 25012	02/01/01
	SRIX 25013	02/01/01
	SRIX 25014	02/01/01
	SRIX 25015	02/01/01
	SRIX 25016	02/01/01
	SRIX 25017	02/01/01
	SRIX 25018	02/01/01
	SRIX 25020	02/01/01
	SRIX 25021	7/1/1998
211A100W1		24,000 Gallon 2 compartment exterior coiled Insulated
	24003	2/1/2001
	24004	2/1/2001
Stencilled PPRX	18	2/1/2001
111A100W1		Capacity- 30,000 gallons non coiled non insulated
	SRIX 30049	4/15/1997
	SRIX 30050	4/15/1997
	SRIX 30112	10/1/1999
	SRIX 30113	10/1/1999
	SRIX 30114	10/1/1999
	SRIX 30115	10/1/1999
	SRIX 30117	10/1/1999
	SRIX 30118	10/1/1999
	SRIX 30119	10/1/1999
	SRIX 30120	10/1/1999
	SRIX 30121	10/1/1999

Railcars

	Car Num	Date Purchased
SRIX	30122	10/1/1999
SRIX	30123	10/1/1999
SRIX	30124	10/1/1999
SRIX	30125	10/1/1999
SRIX	30126	10/1/1999
SRIX	30127	10/1/1999
SRIX	30128	10/1/1999
SRIX	30134	6/2002
SRIX	30136	6/2002
SRIX	30137	6/2002
SRIX	30138	6/2002
SRIX	30139	6/2002
SRIX	30140	6/2002
SRIX	30142	6/2002
Covered Hopper Cars		
		4650 Cu Ft Capacity
SRIX	45300	07/01/01
SRIX	45302	07/01/01
SRIX	45303	07/01/01
SRIX	45304	07/01/01
SRIX	45305	07/01/01
SRIX	45306	07/01/01
SRIX	45307	07/01/01
SRIX	45308	07/01/01
SRIX	45309	07/01/01
SRIX	45310	07/01/01
SRIX	45311	07/01/01
SRIX	45312	07/01/01
SRIX	45313	07/01/01
SRIX	45314	07/01/01
SRIX	45315	07/01/01
SRIX	45316	07/01/01
SRIX	45317	07/01/01
SRIX	45318	07/01/01
SRIX	45319	07/01/01
SRIX	45320	07/01/01
SRIX	45321	07/01/01
SRIX	45322	07/01/01
SRIX	45323	07/01/01
SRIX	45324	07/01/01
SRIX	45325	07/01/01

Railcars

	Car Num	Date Purchased
SRIX	45326	07/01/01
SRIX	45327	07/01/01
SRIX	45328	07/01/01
SRIX	45329	07/01/01
SRIX	45330	07/01/01
SRIX	45331	07/01/01
SRIX	45332	07/01/01
SRIX	45333	07/01/01
SRIX	45334	07/01/01
SRIX	45335	07/01/01
SRIX	45336	07/01/01
SRIX	45337	07/01/01
SRIX	45338	07/01/01
SRIX	45339	07/01/01
SRIX	45340	07/01/01
SRIX	45341	07/01/01
SRIX	45342	07/01/01
SRIX	45343	07/01/01
SRIX	45344	07/01/01
SRIX	45345	07/01/01
SRIX	45347	07/01/01
SRIX	45348	07/01/01
SRIX	45349	07/01/01
SRIX	45350	07/01/01
SRIX	45351	07/01/01
SRIX	45352	07/01/01
SRIX	45353	07/01/01
SRIX	45354	07/01/01
SRIX	45355	07/01/01
SRIX	45356	07/01/01
SRIX	45357	07/01/01
SRIX	45358	07/01/01
SRIX	45359	07/01/01
SRIX	45360	07/01/01
SRIX	45362	07/01/01
SRIX	45363	07/01/01
SRIX	45364	07/01/01
SRIX	45365	07/01/01
SRIX	45366	07/01/01
SRIX	45367	07/01/01
SRIX	45369	07/01/01

Railcars

	Car Num	Date Purchased	
SRIX	45370	07/01/01	
SRIX	45371	07/01/01	
SRIX	45372	07/01/01	
SRIX	45373	07/01/01	
SRIX	45374	07/01/01	
SRIX	45375	07/01/01	
SRIX	45376	07/01/01	
SRIX	45377	07/01/01	
SRIX	45378	07/01/01	
SRIX	45379	07/01/01	
SRIX	45380	07/01/01	
SRIX	45381	07/01/01	
SRIX	45382	07/01/01	
SRIX	45383	07/01/01	
SRIX	45384	07/01/01	
SRIX	45385	07/01/01	
SRIX	45386	07/01/01	
SRIX	45387	07/01/01	
SRIX	45388	07/01/01	
SRIX	45389	07/01/01	
SRIX	45390	07/01/01	
SRIX	45391	07/01/01	
SRIX	45392	07/01/01	
SRIX	45393	07/01/01	
SRIX	45394	07/01/01	
SRIX	45395	07/01/01	
SRIX	45396	07/01/01	
SRIX	45397	07/01/01	
SRIX	45398	07/01/01	
111A100W1		Capacity- 30,000 gallons non coiled non insulated	
SRIX	30129	9/28/2001	
SRIX	30130	9/28/2001	
SRIX	30131	9/28/2001	
SRIX	30132	9/28/2001	
SRIX	30133	9/28/2001	
111A100W1		Capacity- 30,000 gallons non coiled non insulated	
SRIX	30143	1/14/2004	
SRIX	30144	1/14/2004	
SRIX	30145	1/14/2004	

Railcars

	Car Num	Date Purchased
SRIX	30146	1/14/2004
SRIX	30147	1/14/2004
111A100W1		Capacity-25,500 gallons exterior coiled insulated
SRIX	25029	3/1/2004
SRIX	25030	3/1/2004
SRIX	25031	3/1/2004
SRIX	25034	3/26/2003
SRIX	25035	3/26/2003
SRIX	25036	3/26/2003
112J340W		Capacity 33,600 gallons
SRIX	33670	3/1/2004
SRIX	33671	3/1/2004
SRIX	33672	3/1/2004
SRIX	33673	3/19/2004
SRIX	33674	3/1/2004
SRIX	33675	03-19.04
SRIX	33676	3/1/2004
SRIX	33677	03-19.04
111A100W1		Capacity 30,000 gallons
SRIX	30148	3/26/2004
SRIX	30149	3/26/2004
SRIX	30150	3/26/2004
SRIX	30151	3/26/2004
SRIX	30152	3/26/2004
111A100W6		Capacity 20,000 gallons
UTLX	3261	4/5/2004
UTLX	3262	4/5/2004
UTLX	3263	4/5/2004
111A100W1		Capacity 30,000 gallons
SRIX	30162	7/26/2004
SRIX	30163	7/26/2004
SRIX	30164	7/4/2004
SRIX	30165	7/4/2004
SRIX	30166	7/4/2004
SRIX	30167	7/4/2004
SRIX	30168	7/4/2004

Railcars

	Car Num	Date Purchased
SRIX	30169	7/4/2004
SRIX	30170	7/4/2004
SRIX	30171	7/4/2004
SRIX	30172	7/4/2004
SRIX	30177	7/4/2004
SRIX	30179	7/4/2004
SRIX	30180	7/4/2004
SRIX	30181	7/4/2004
112J340W		33,600 Gallon
SRIX	33706	3/31/2006
SRIX	33707	3/31/2006
SRIX	33708	3/31/2006
SRIX	33709	3/31/2006
SRIX	33710	3/31/2006
SRIX	33711	3/31/2006
SRIX	33712	3/31/2006
SRIX	33713	3/31/2006
SRIX	33714	3/31/2006
SRIX	33715	3/31/2006
111-A-100W		Capacity 25,500 Gallons
SRIX	25037	9/7/2006
SRIX	25038	9/7/2006
SRIX	25039	11/30/2006
SRIX	25040	11/30/2006
SRIX	25041	11/30/2006
SRIX	25042	11/30/2006
SRIX	25043	11/30/2006
SRIX	25044	11/30/2006
SRIX	25045	11/30/2006
SRIX	25046	11/30/2006
SRIX	25047	11/30/2006
SRIX	25048	11/30/2006
SRIX	25049	11/30/2006
SRIX	25050	11/30/2006
SRIX	25051	11/30/2006
Covered Hopper Cars		4750 Cu Ft Capacity
SRIX	47000	2/17/2006
SRIX	47001	2/17/2006

Railcars

	Car Num	Date Purchased
SRIX	47002	2/17/2006
SRIX	47003	2/17/2006
SRIX	47005	2/17/2006
SRIX	47006	2/17/2006
SRIX	47007	2/17/2006
SRIX	47008	2/17/2006
SRIX	47009	2/17/2006
SRIX	47010	2/17/2006
SRIX	47011	2/17/2006
SRIX	47012	2/17/2006
SRIX	47013	2/17/2006
111A100W1		18,000 Gallon Exterior coiled, Insulated
SRIX	18001	6/18/2007
SRIX	18002	6/18/2007
SRIX	18003	6/18/2007
SRIX	18004	6/18/2007
SRIX	18005	6/18/2007
SRIX	18006	6/18/2007
SRIX	18007	6/18/2007
SRIX	18008	6/18/2007
SRIX	18009	6/18/2007
111A100W1		23,500 Gallon Interior Coiled Non Insulated
SRIX	23600	6/18/2007
SRIX	23601	6/18/2007
SRIX	23602	6/18/2007
SRIX	23603	6/18/2007
SRIX	23604	6/18/2007
SRIX	23605	6/18/2007
SRIX	23606	6/18/2007
111A100W1		23,500 Gallon Interior Coiled Non Insulated
SRIX	20523	9/27/2007
SRIX	20524	11/14/2007
SRIX	20525	11/14/2007
SRIX	24011	11/14/2007
111A100W1		24,000 Gallon Interior Coiled Non Insulated
SRIX	24005	9/27/2008
SRIX	24006	11/14/2007

Railcars

	Car Num	Date Purchased
SRIX	24007	11/14/2007
SRIX	24008	9/27/2007
SRIX	24009	9/27/2007
SRIX	24010	9/27/2007
AAR211A100w 25,500 Gallon Exterior Coiled, Insulated		
Initialed DDRX	2635	3/19/2007
Initialed DDRX	2636	3/19/2007
Initialed DDRX	2637	3/19/2007
Initialed DDRX	2638	3/19/2007
111A100W 25,500 Gallon Exterior Coiled, Insulated		
SRIX	25052	06/15/08
SRIX	25053	06/15/08
SRIX	25054	06/15/08
SRIX	25055	06/15/08
SRIX	25056	06/15/08
SRIX	25057	06/15/08
SRIX	25058	06/15/08
SRIX	25059	06/15/08
SRIX	25060	06/15/08
SRIX	25061	06/15/08
AAR211A100w 24,000 Gallon Multi-compartment		
	24012	06/15/08
	24013	06/15/08
	24014	06/15/08
	24015	06/15/08
	24016	06/15/08
Totals	522	