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SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

November 12, 2008

Anne K. Quinlan, Esquire
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 Termination of Security Agreement, dated as of November 10, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 26803.

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

Debtor/Assignor: Western Fuels & Asphalt Supply, Inc.
28577 Buffalo Park Road
Suite 230
Evergreen, CO 80439

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

Anne K. Quinlan, Esquire
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A description of the railroad equipment covered by the enclosed document
is:

21 tank cars TERMINATED: SJFX 140 – SJFX 160.

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

Memorandum of Termination of Security Agreement.

Also enclosed is a check in the amount of \$41.00 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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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF TERMINATION OF SECURITY AGREEMENT

1. Pursuant to the Loan and Security Agreement, dated as of January 31, 2007 ("Security Agreement"), Western Fuels & Asphalt Supply, Inc., a Colorado corporation ("WF"), granted to The CIT Group/Equipment Financing, Inc. ("CIT"), as security for certain obligations of WF to CIT, a security interest in all of WF's right, title, and interest in and to the railroad equipment identified by car marks and road numbers SJFX 140 through SJFX 160, inclusive. The parties executed a Memorandum of Security Agreement, reflecting the foregoing, dated as of January 31, 2007, which Memorandum was filed with the Surface Transportation Board on February 13, 2007, at 11:42 AM, with the Recordation No. 26803.

2. Pursuant to an Acceptance of Prepayment and Termination of Security Interest, dated November 10, 2008, by and between WF and CIT, CIT terminated and released the security interest granted by WF to CIT under the Security Agreement in full with respect to the railroad equipment identified by car marks and road numbers SJFX 140 through SJFX 160, inclusive.

3. The addresses of the parties are as follows:

Western Fuels & Asphalt Supply, Inc. (Debtor/Assignor)
28577 Buffalo Park Rd.
Suite 230
Evergreen, CO 80439

The CIT Group/Equipment Financing, Inc.
30 S. Wacker Dr.
Suite 3000
Chicago, IL 60606

4. The terms and provisions of the above-referenced security interest are more particularly set forth in the above-referenced Security Agreement.

5. This Memorandum of Termination of Security Agreement 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.

[Execution on next page; remainder of this page intentionally left blank]

THE CIT GROUP/EQUIPMENT FINANCING,
INC.


By: _____

Name: Richard A. Rossi
Title: Senior Director

STATE OF ILLINOIS)
) ss:
COUNTY OF COOK)

On November 7, 2008, personally appeared before me Richard A. Rossi, to me personally known, who being by me duly sworn, said that he is a Senior Director of The CIT Group/Equipment Financing, Inc., that such instrument was signed on behalf of such corporation by the authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.



Notary Public
My commission expires:

[NOTARIAL SEAL]



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: 11/12/08



Robert W. Alvord