

RECORDATION NO 27223-C FILED

NOV 13 '09

10-51 AM

SURFACE TRANSPORTATION BOARD

NOV 12 2009
RECEIVED

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Tel. 847.318.7575
Fax. 847.318.7588

VIA UPS 2nd DAY AIR

November 9, 2009

Ms. Anne K. Quinlan
Surface Transportation Board
395 E Street, Suite 100
Washington, D. C. 20024
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are one (1) original and two (2) copies of a Memorandum of Lease dated October 23, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Surface Transportation Board under Recordation Number 27223.

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

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: CGB Enterprises, Inc.
1127 East Service Rd
Hwy 190
Covington, LA 70433

A description of the railroad equipment covered by the enclosed document is for twenty five (25) 4550/4750 cu. ft. capacity, covered hopper cars; having FURX and NDYX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

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 one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne
Senior Rail Documentation Specialist

Enclosures
(CGBE005)

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ASSGN. NO.: CGBE005

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 23rd day of October, 2009, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and CGB Enterprises, Inc. ("Lessee"), a Louisiana corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of October 24, 2007, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 5 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of October 23, 2009 and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR
Title: VICE PRESIDENT SALES & MARKETING

ATTEST:

By: Susan Grokulska
Name: SUSAN GROKULSKY
Title: ASSISTANT DIRECTOR OF DOCUMENTATION

Executed on this 23rd day of October, 2009.

[CORPORATE SEAL]

STATE OF ILLINOIS
COUNTY OF COOK

I, GEORGIA FREIBURGER a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 23rd day of October, 2009.

Georgia Freiburger
Notary Public

My Commission Expires:
6-2012
(Notary Public)



LESSEE:

CGB ENTERPRISES, INC.

ATTEST:

By: [Signature]
Name: CHARLE THROCKEL
Title: GM. TRANSPORTATION

By: _____

Name: _____

Title: _____

Executed on this 15 day of October, 2009.

[CORPORATE SEAL]

STATE OF LOUISIANA
~~PALISOL~~
COUNTY OF ST. TAMMANY

I, Scott G. Burke, a Notary Public of the ~~County~~ PALISOL and State aforesaid, certify that CHARLES THROCKEL personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 15 day of October, 2009

[Signature]
Notary Public

Commission Expires:

(Notary Public)

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Twenty-five (25)

DESCRIPTION OF CARS: 4550-4750 cu. ft. capacity, non-lined covered hopper cars with 263,000-268,000 GRL. (Car type C113).

CAR NUMBERS:

FURX	821972
FURX	822013
FURX	823358
FURX	824671
FURX	827015
FURX	827150
FURX	828269
FURX	828531
FURX	828537
FURX	828618
FURX	828620
FURX	828687
FURX	828879
FURX	829025
FURX	830618
FURX	830646
FURX	839427
NDYX	825067
NDYX	825405
NDYX	827481
NDYX	829032
NDYX	829215
NDYX	830728
RUSX	485008
RUSX	486593