

RECORDATION NO. 29274 FILED

MAY 13 '10 -9 00 AM

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SURFACE TRANSPORTATION BOARD

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May 13, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D C 20423

Contract 8-7910 Rider 1

Dear Section Chief,

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 May 11, 2010, 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 American Railcar Leasing LLC
620 North Second Street
St. Charles, Missouri 63301

[Lessee. NGL Supply Co. Ltd.
435 4th Avenue SW
Calgary, Alberta T8H 1B4
Canada]

Section Chief
May 13, 2010
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A description of the railroad equipment covered by the enclosed document is:

25 railcars within the series ACFX 220104 - ACFX 220139 as more particularly set forth in the attachment 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 \$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,

A handwritten signature in black ink, appearing to read "Alvord", with a horizontal line extending to the right.

Robert W. Alvord

RWA/sem
Encl

MAY 13 '10 -9 00 AM

MEMORANDUM OF LEASE**SURFACE TRANSPORTATION BOARD**

This Memorandum of Lease is prepared and filed by American Railcar Leasing LLC, a Delaware limited liability company, on behalf of (i) itself as lessor and/or as assignee of ACF Industries, Incorporated, ACF Industries LLC, American Railcar Industries, Inc., and/or ACF Acceptance LLC as the sole member of various ACF Acceptance entities, and/or (ii) as manager for one or more of the following affiliated lessors: ARI First LLC, ARI Second LLC, ARI Third LLC, ARL II Funding LLC, ARL Fifth LLC and Shippers Third LLC, all with respect to NGL Supply Co. Ltd., a Alberta Canada Corporation ("Lessee").

American Railcar Leasing LLC (as assignor or lessor, herein, "Lessor") and Lessee have entered into that certain **Master Service Contract as identified on Schedule A** (as amended, changed, assigned, modified and supplemented from time to time, together with any schedules and exhibits thereto, the "Lease"), pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein, and from time to time may lease other railcars bearing the reporting marks **SHPX and/or ACFX**.

Schedule A

Equipment

NGL Supply Company Ltd.

Contract 8-7910 rider 1 *dtg 6/2/08*

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	ACFX	220104
	Tank	ACFX	220106
	Tank	ACFX	220107
	Tank	ACFX	220109
	Tank	ACFX	220111
	Tank	ACFX	220112
	Tank	ACFX	220115
	Tank	ACFX	220119
	Tank	ACFX	220120
	Tank	ACFX	220121
	Tank	ACFX	220122
	Tank	ACFX	220123
	Tank	ACFX	220125
	Tank	ACFX	220126
	Tank	ACFX	220129
	Tank	ACFX	220130
	Tank	ACFX	220131
	Tank	ACFX	220132
	Tank	ACFX	220133
	Tank	ACFX	220134
	Tank	ACFX	220135
	Tank	ACFX	220136
	Tank	ACFX	220137
	Tank	ACFX	220138
	Tank	ACFX	220139

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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 5/13/10



Robert W Alvord