RECORDATION NO. 28054-H
FILED September 21, 2012 02:40 PM
SURFACE TRANSPORTATION BOARD

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

September 21, 2012

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

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 Amended and Restated Security Agreement, dated as of September 21, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement filed with the Board under Recordation Number 28054.

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

Secured Party:	Wells Fargo Capital Finance, LLC (f/k/a Wells Fargo Foothill, LLC) 1421 Dallas Parkway, Suite 1300 Dallas, TX 75254
Debtor:	ARL II Funding LLC 620 North Second Street St. Charles, Missouri 63301

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

588 railcars as more particularly set forth in the attachment to the document:

SHPX 208497
SHPX 208504 – SHPX 208509
SHPX 208655
SHPX 208658
SHPX 208691
SHPX 208851 – SHPX 208915
SHPX 209058 – SHPX 209400 (not inclusive)
SHPX 209727 – SHPX 209796 (not inclusive)
SHPX 210251 – SHPX 210350 (not inclusive)
SHPX 210482 – SHPX 210496
SHPX 221881
SHPX 221891 – SHPX 222052 (not inclusive)
EAGX 286000 – EAGX 286027
SHPX 432887 – SPHX 432926
SHPX 450497
SHPX 45098
SHPX 450633 –SHPX 450856 (not inclusive)
SHPX 454608
SHPX 454609
SHPX 458911 – SHPX 458950

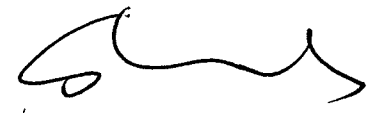
A short summary of the document to appear in the index is:

Memorandum of Amended and Restated Security Agreement.

Also enclosed is a check in the amount of $42.00 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,



Edward M. Luria

RECORDATION NO. 28054-H
FILED September 21, 2012 02:40 PM
SURFACE TRANSPORTATION BOARD

MEMORANDUM OF AMENDED AND RESTATED SECURITY AGREEMENT

This Memorandum of Amended and Restated Security Agreement (this "***Memorandum***") is made and entered into as of September 21, 2012, by and between ARL II FUNDING LLC, a Delaware limited liability company ("***Borrower***") and WELLS FARGO CAPITAL FINANCE, LLC (f/k/a Wells Fargo Foothill, LLC), a Delaware limited liability company ("***Lender***") with respect to that Amended and Restated Security Agreement - Chattel Mortgage, dated as of September 21, 2012 (as from time to time amended, modified or supplemented, the "***Security Agreement***") between Borrower and Lender.

Borrower and Lender hereby affirm and acknowledge that Borrower has granted a first priority security interest to Lender in certain assets of Borrower, including without limitation, the certain railroad equipment described on and bearing railcar identification marks as described on Exhibit A (the "***Railcars***") and the leases relating to such Railcars also as described on Exhibit A (the "***Equipment Leases***") pursuant to the Security Agreement. The Security Agreement amends and restates that certain Security Agreement - Chattel Mortgage, dated as of October 2, 2009 (as amended, modified or supplemented through the date hereof, the "***Prior Security Agreement***"), a memorandum of which was filed with the Surface Transportation Board under Recordation Number 28054 and with the Registrar General of Canada under Recordation Number 20201 (the "***Prior Memorandum***"). This Memorandum amends and restates in its entirety the Prior Memorandum and Exhibit A attached thereto together with all Supplements and Releases filed in connection therewith.

The purpose of the Memorandum is to give record notice of the existence of the security interest of Lender in the Railcars and the Equipment Leases, and all terms and conditions of the Security Agreement are incorporated by reference herein.

This Memorandum is prepared only for the public record and is being recorded with the Surface Transportation Board pursuant to 49 U.S.C. Section 11301(a) and the Registrar General of Canada pursuant to Section 105 of the Canada Transportation Act.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, each of the parties hereto, pursuant to due corporate authority, has caused this Memorandum of Amended and Restated Security Agreement to be duly executed in its corporate name by its officers, thereunto duly authorized, all as of the date first above written.

ARL II FUNDING LLC

By: _____

Name: Umesh Choksi

Title: President and Chief Executive Officer

ACKNOWLEDGEMENT

STATE OF MISSOURI)
) ss.:
COUNTY OF ST. CHARLES)

On this 13th day of September, 2012, before me, Nancy Netsch, a Notary Public in and for said state, personally appeared Umesh Choksi, the President and Chief Executive Officer of ARL II FUNDING LLC, known to me to be the person who executed the within Memorandum of Amended and Restated Security Agreement on behalf of said limited liability company and acknowledged to me that he executed the same for the purposes therein stated.

NANCY NETSCH
Notary Public - Notary Seal
State of Missouri
Commissioned for St. Charles County
My Commission Expires: August 02, 2016
Commission Number: 12499131

Nancy Netsch
Notary Public

WELLS FARGO CAPITAL FINANCE, LLC
(f/k/a Wells Fargo Foothill, LLC),
as Lender

By: _____
Name: Jason K. Farr
Title: Vice President

ACKNOWLEDGEMENT

STATE OF Texas)
) ss.:
COUNTY OF Dallas)

On this 12th day of September, 2012, before me, Jennifer S. Nester, a Notary Public in and for said state, personally appeared Jason K. Farr, a Vice President of WELLS FARGO CAPITAL FINANCE, LLC, known to me to be the person who executed the within Memorandum of Security Agreement on behalf of said limited liability company and acknowledged to me that he executed the same for the purposes therein stated.

Notary Public

EXHIBIT A

LIST OF RAILCAR AND EQUIPMENT LEASES

[See attached.]

Lessee Code	Contract	Car Mark	Car Number
1860	87950003	SHPX	208497
1860	87950003	SHPX	208504
1860	87950003	SHPX	208505
1860	87950003	SHPX	208506
1860	87950003	SHPX	208507
1860	87950003	SHPX	208508
1860	87950003	SHPX	208509
1863	88030007	SHPX	208655
1863	88030007	SHPX	208658
1863	88030007	SHPX	208691
1780	84450001	SHPX	208851
1780	84450001	SHPX	208852
1780	84450001	SHPX	208853
1780	84450001	SHPX	208854
1780	84450001	SHPX	208855
1780	84450001	SHPX	208856
1780	84450001	SHPX	208857
1780	84450001	SHPX	208858
1780	84450001	SHPX	208859
1780	84450001	SHPX	208860
1780	84450001	SHPX	208861
1780	84450001	SHPX	208862
1780	84450001	SHPX	208863
1780	84450001	SHPX	208864
1780	84450001	SHPX	208865
1780	84450001	SHPX	208866
1780	84450001	SHPX	208867
1780	84450001	SHPX	208868
1780	84450001	SHPX	208869
1780	84450001	SHPX	208870
1780	84450001	SHPX	208871
1780	84450001	SHPX	208872
1780	84450001	SHPX	208873
1780	84450001	SHPX	208874
1780	84450001	SHPX	208875
1780	84450001	SHPX	208876
1780	84450001	SHPX	208877
1780	84450001	SHPX	208878
1780	84450001	SHPX	208879
1780	84450001	SHPX	208880
1780	84450001	SHPX	208881
1780	84450001	SHPX	208882
1780	84450001	SHPX	208883
1780	84450001	SHPX	208884
1780	84450001	SHPX	208885
1780	84450001	SHPX	208886
1780	84450001	SHPX	208887
1780	84450001	SHPX	208888
1780	84450001	SHPX	208889
1780	84450001	SHPX	208890
1780	84450001	SHPX	208891
1780	84450001	SHPX	208892
1780	84450001	SHPX	208893

Lessee Code	Contract	Car Mark	Car Number
1780	84450001	SHPX	208894
1780	84450001	SHPX	208895
1780	84450001	SHPX	208896
1780	84450001	SHPX	208897
1780	84450001	SHPX	208898
1780	84450001	SHPX	208899
1780	84450001	SHPX	208900
1780	84450001	SHPX	208901
1780	84450001	SHPX	208902
1780	84450001	SHPX	208903
1780	84450001	SHPX	208904
1780	84450001	SHPX	208905
1780	84450001	SHPX	208906
1780	84450001	SHPX	208907
1780	84450001	SHPX	208908
1780	84450001	SHPX	208909
1780	84450001	SHPX	208910
1780	84450001	SHPX	208911
1780	84450001	SHPX	208912
1780	84450001	SHPX	208913
1780	84450001	SHPX	208914
1780	84450001	SHPX	208915
1720	82500004	SHPX	209058
1720	82500004	SHPX	209059
491	42070018	SHPX	209110
491	42070018	SHPX	209111
491	42070018	SHPX	209112
491	42070018	SHPX	209113
491	42070018	SHPX	209114
491	42070018	SHPX	209115
491	42070018	SHPX	209116
491	42070018	SHPX	209117
491	42070018	SHPX	209118
1523	77530002	SHPX	209119
1523	77530002	SHPX	209120
1838	87010005	SHPX	209128
1523	77530002	SHPX	209130
1523	77530002	SHPX	209131
1523	77530002	SHPX	209134
1523	77530002	SHPX	209138
1523	77530002	SHPX	209142
1523	77530002	SHPX	209143
1523	77530002	SHPX	209144
1523	77530002	SHPX	209146
1523	77530002	SHPX	209147
1523	77530002	SHPX	209148
1523	77530002	SHPX	209149
1523	77530002	SHPX	209150
1523	77530002	SHPX	209151
1523	77530002	SHPX	209152
1523	77530002	SHPX	209154
1838	87010005	SHPX	209160
1523	77530002	SHPX	209163

Lessee Code	Contract	Car Mark	Car Number
1523	77530002	SHPX	209165
1523	77530002	SHPX	209387
170	79630009	SHPX	209390
170	79630009	SHPX	209392
170	79630009	SHPX	209394
170	79630009	SHPX	209395
170	79630009	SHPX	209400
1446	87730000	SHPX	209727
1446	87730000	SHPX	209728
1446	87730000	SHPX	209729
1446	87730000	SHPX	209730
1446	87730000	SHPX	209731
1446	87730000	SHPX	209732
1446	87730000	SHPX	209733
1446	87730000	SHPX	209734
1446	87730000	SHPX	209735
1446	87730000	SHPX	209736
1446	87730000	SHPX	209737
1446	87730000	SHPX	209738
1446	87730000	SHPX	209739
1446	87730000	SHPX	209740
1446	87730000	SHPX	209741
1446	87730000	SHPX	209742
1446	87730000	SHPX	209743
1446	87730000	SHPX	209744
1446	87730000	SHPX	209745
1446	87730000	SHPX	209746
1446	87730000	SHPX	209747
1446	87730000	SHPX	209748
1446	87730000	SHPX	209749
1540	79650003	SHPX	209750
1540	79650003	SHPX	209751
1852	87640001	SHPX	209764
1852	87640001	SHPX	209765
1852	87640001	SHPX	209766
1852	87640001	SHPX	209767
1852	87640001	SHPX	209768
1852	87640001	SHPX	209769
1852	87640001	SHPX	209770
1852	87640001	SHPX	209771
1852	87640001	SHPX	209772
1852	87640001	SHPX	209773
1852	87640001	SHPX	209774
1852	87640001	SHPX	209775
1852	87640001	SHPX	209776
1241	87460000	SHPX	209777
1241	87460000	SHPX	209778
1241	87460000	SHPX	209779
1241	87460000	SHPX	209780
1241	87460000	SHPX	209781
1241	87460000	SHPX	209782
1241	87460000	SHPX	209783
1241	87460000	SHPX	209784

Lessee Code	Contract	Car Mark	Car Number
1241	87460000	SHPX	209785
1241	87460000	SHPX	209786
1241	87460000	SHPX	209787
1241	87460000	SHPX	209788
1241	87460000	SHPX	209789
1241	87460000	SHPX	209790
1241	87460000	SHPX	209791
1241	87460000	SHPX	209792
1241	87460000	SHPX	209793
1241	87460000	SHPX	209794
1241	87460000	SHPX	209795
1241	87460000	SHPX	209796
1540	79650003	SHPX	210251
1540	79650003	SHPX	210252
1540	79650003	SHPX	210253
1540	79650003	SHPX	210254
1540	79650003	SHPX	210255
1540	79650003	SHPX	210256
1540	79650003	SHPX	210257
1540	79650003	SHPX	210258
1540	79650003	SHPX	210259
1540	79650003	SHPX	210260
1540	79650003	SHPX	210261
1540	79650003	SHPX	210262
1540	79650003	SHPX	210263
1540	79650003	SHPX	210264
1540	79650003	SHPX	210265
1540	79650003	SHPX	210266
1540	79650003	SHPX	210267
1540	79650003	SHPX	210268
1540	79650003	SHPX	210269
1540	79650003	SHPX	210270
1540	79650003	SHPX	210271
1540	79650003	SHPX	210272
1540	79650003	SHPX	210273
1540	79650003	SHPX	210274
1540	79650003	SHPX	210275
1871	88320001	SHPX	210276
1871	88320001	SHPX	210277
1871	88320001	SHPX	210278
1871	88320001	SHPX	210279
1871	88320001	SHPX	210280
1871	88320001	SHPX	210281
1871	88320001	SHPX	210282
1871	88320001	SHPX	210283
1871	88320001	SHPX	210284
1871	88320001	SHPX	210285
1871	88320001	SHPX	210286
1871	88320001	SHPX	210287
1871	88320001	SHPX	210288
1871	88320001	SHPX	210289
1871	88320001	SHPX	210290
1871	88320001	SHPX	210291

Lessee Code	Contract	Car Mark	Car Number
1871	88320001	SHPX	210292
1871	88320001	SHPX	210293
1871	88320001	SHPX	210294
1871	88320001	SHPX	210295
1871	88320001	SHPX	210296
1871	88320001	SHPX	210297
1871	88320001	SHPX	210298
1871	88320001	SHPX	210299
1871	88320001	SHPX	210300
1540	79650003	SHPX	210343
1540	79650003	SHPX	210344
1540	79650003	SHPX	210345
1540	79650003	SHPX	210346
1540	79650003	SHPX	210347
1540	79650003	SHPX	210348
1540	79650003	SHPX	210349
1540	79650003	SHPX	210350
536	88800000	SHPX	210482
536	88800000	SHPX	210483
536	88800000	SHPX	210484
536	88800000	SHPX	210485
536	88800000	SHPX	210486
536	88800000	SHPX	210487
536	88800000	SHPX	210488
536	88800000	SHPX	210489
536	88800000	SHPX	210490
536	88800000	SHPX	210491
536	88800000	SHPX	210492
536	88800000	SHPX	210493
536	88800000	SHPX	210494
536	88800000	SHPX	210495
536	88800000	SHPX	210496
303	86010002	SHPX	221881
303	86010002	SHPX	221891
303	86010002	SHPX	221892
303	86010002	SHPX	221893
303	86010002	SHPX	221894
303	86010002	SHPX	221895
303	86010002	SHPX	221896
303	86010002	SHPX	221897
303	86010002	SHPX	221898
303	86010002	SHPX	221899
303	86010002	SHPX	221900
303	86010002	SHPX	221901
303	86010002	SHPX	221902
303	86010002	SHPX	221903
303	86010002	SHPX	221904
303	86010002	SHPX	221905
303	86010002	SHPX	221906
303	86010002	SHPX	221907
303	86010002	SHPX	221908
303	86010002	SHPX	221909
303	86010002	SHPX	221910

Lessee Code	Contract	Car Mark	Car Number
303	86010002	SHPX	221911
303	86010002	SHPX	221912
303	86010002	SHPX	221913
303	86010002	SHPX	221914
303	86010002	SHPX	221915
303	86010002	SHPX	221916
303	86010002	SHPX	221917
303	86010002	SHPX	221918
303	86010002	SHPX	221919
303	86010002	SHPX	221920
303	86010002	SHPX	221921
303	86010002	SHPX	221922
303	86010002	SHPX	221923
303	86010002	SHPX	221924
303	86010002	SHPX	221925
303	86010002	SHPX	221926
303	86010002	SHPX	221927
303	86010002	SHPX	221928
303	86010002	SHPX	221929
303	86010002	SHPX	221931
303	86010002	SHPX	221932
303	86010002	SHPX	221933
303	86010002	SHPX	221934
303	86010002	SHPX	221935
303	86010002	SHPX	221936
303	86010002	SHPX	221937
303	86010003	SHPX	221942
303	86010003	SHPX	221943
303	86010003	SHPX	221945
303	86010003	SHPX	221946
303	86010003	SHPX	221947
303	86010003	SHPX	221948
303	86010003	SHPX	221949
303	86010003	SHPX	221950
303	86010003	SHPX	221951
303	86010003	SHPX	221952
303	86010003	SHPX	221953
303	86010003	SHPX	221954
303	86010003	SHPX	221955
303	86010003	SHPX	221956
303	86010003	SHPX	221957
303	86010003	SHPX	221958
303	86010003	SHPX	221959
303	86010003	SHPX	221960
303	86010003	SHPX	221961
1059	85060003	SHPX	221978
1059	85060003	SHPX	221979
1059	85060003	SHPX	221980
1059	85060003	SHPX	221981
1059	85060003	SHPX	221982
1059	85060003	SHPX	221983
1059	85060003	SHPX	221984
1059	85060003	SHPX	221985

Lessee Code	Contract	Car Mark	Car Number
1059	85060003	SHPX	221986
1059	85060003	SHPX	221987
1059	85060003	SHPX	221988
1059	85060003	SHPX	221989
1059	85060003	SHPX	221990
1059	85060003	SHPX	221991
1059	85060003	SHPX	221992
1059	85060003	SHPX	221993
1059	85060003	SHPX	221994
1059	85060003	SHPX	221995
1059	85060003	SHPX	221996
1059	85060003	SHPX	221997
1059	85060003	SHPX	221998
1059	85060003	SHPX	221999
1059	85060003	SHPX	222000
1059	85060003	SHPX	222001
1059	85060003	SHPX	222002
1788	84560002	SHPX	222028
1788	84560002	SHPX	222029
1788	84560002	SHPX	222030
1788	84560002	SHPX	222031
1788	84560002	SHPX	222032
1788	84560002	SHPX	222033
1788	84560002	SHPX	222034
1788	84560002	SHPX	222035
1788	84560002	SHPX	222036
1788	84560002	SHPX	222037
1788	84560002	SHPX	222038
1788	84560002	SHPX	222039
1788	84560002	SHPX	222040
1788	84560002	SHPX	222041
1788	84560002	SHPX	222042
1788	84560002	SHPX	222043
1788	84560002	SHPX	222044
1788	84560002	SHPX	222045
1788	84560002	SHPX	222046
1788	84560002	SHPX	222047
1788	84560002	SHPX	222048
1788	84560002	SHPX	222049
1788	84560002	SHPX	222050
1788	84560002	SHPX	222051
1788	84560002	SHPX	222052
1697	500100000	EAGX	286000
1697	500100000	EAGX	286001
1697	500100000	EAGX	286003
1697	500100000	EAGX	286004
1697	500100000	EAGX	286005
1697	500100000	EAGX	286006
1697	500100000	EAGX	286007
1697	500100000	EAGX	286008
1697	500100000	EAGX	286009
1697	500100000	EAGX	286010
1697	500100000	EAGX	286011

Lessee Code	Contract	Car Mark	Car Number
1697	500100000	EAGX	286012
1697	500100000	EAGX	286013
1697	500100000	EAGX	286014
1697	500100000	EAGX	286015
1697	500100000	EAGX	286016
1697	500100000	EAGX	286017
1697	500100000	EAGX	286018
1697	500100000	EAGX	286019
1697	500100000	EAGX	286020
1697	500100000	EAGX	286021
1697	500100000	EAGX	286022
1697	500100000	EAGX	286023
1697	500100000	EAGX	286024
1697	500100000	EAGX	286025
1697	500100000	EAGX	286026
1697	500100000	EAGX	286027
1747	63040037	SHPX	432887
1747	63040037	SHPX	432888
1747	63040037	SHPX	432889
1747	63040037	SHPX	432890
1747	63040037	SHPX	432891
1747	63040037	SHPX	432892
1747	63040037	SHPX	432893
1747	63040037	SHPX	432894
1747	63040037	SHPX	432895
1747	63040037	SHPX	432896
1747	63040037	SHPX	432897
1747	63040037	SHPX	432898
1747	63040037	SHPX	432899
1747	63040037	SHPX	432900
1747	63040037	SHPX	432901
1747	63040037	SHPX	432902
1747	63040037	SHPX	432903
1747	63040037	SHPX	432904
1747	63040037	SHPX	432905
1747	63040037	SHPX	432906
1747	63040037	SHPX	432907
1747	63040037	SHPX	432908
1747	63040037	SHPX	432909
1747	63040037	SHPX	432910
1747	63040037	SHPX	432911
1747	63040037	SHPX	432912
1747	63040037	SHPX	432913
1747	63040037	SHPX	432914
1747	63040037	SHPX	432915
1747	63040037	SHPX	432916
1747	63040037	SHPX	432917
1747	63040037	SHPX	432918
1747	63040037	SHPX	432919
1747	63040037	SHPX	432920
1747	63040037	SHPX	432921
1747	63040037	SHPX	432922
1747	63040037	SHPX	432923

Lessee Code	Contract	Car Mark	Car Number
1747	63040037	SHPX	432924
1747	63040037	SHPX	432925
1747	63040037	SHPX	432926
1658	85550000	SHPX	450497
1658	85550000	SHPX	450498
119	86740000	SHPX	450633
119	86740000	SHPX	450634
119	86740000	SHPX	450635
119	86740000	SHPX	450636
119	86740000	SHPX	450637
119	86740000	SHPX	450638
119	86740000	SHPX	450639
119	86740000	SHPX	450640
119	86740000	SHPX	450641
119	86740000	SHPX	450642
119	86740000	SHPX	450643
119	86740000	SHPX	450644
119	86740000	SHPX	450645
119	86740000	SHPX	450646
119	86740000	SHPX	450647
119	86740000	SHPX	450648
119	86740000	SHPX	450649
119	86740000	SHPX	450650
119	86740000	SHPX	450651
119	86740000	SHPX	450652
119	86740000	SHPX	450653
119	86740000	SHPX	450654
119	86740000	SHPX	450655
119	86740000	SHPX	450656
119	86740000	SHPX	450657
168	77300083	SHPX	450765
168	77300083	SHPX	450766
168	77300083	SHPX	450767
168	77300083	SHPX	450768
168	77300083	SHPX	450769
168	77300083	SHPX	450770
168	77300083	SHPX	450771
168	77300083	SHPX	450772
168	77300083	SHPX	450773
168	77300083	SHPX	450774
168	77300083	SHPX	450775
168	77300083	SHPX	450776
168	77300083	SHPX	450777
168	77300083	SHPX	450778
168	77300083	SHPX	450779
168	77300083	SHPX	450780
168	77300083	SHPX	450781
168	77300083	SHPX	450782
168	77300083	SHPX	450783
168	77300083	SHPX	450784
168	77300083	SHPX	450785
168	77300083	SHPX	450786
168	77300083	SHPX	450787

Lessee Code	Contract	Car Mark	Car Number
168	77300083	SHPX	450788
168	77300083	SHPX	450789
168	77300083	SHPX	450790
168	77300083	SHPX	450791
168	77300083	SHPX	450792
168	77300083	SHPX	450793
168	77300083	SHPX	450794
168	77300083	SHPX	450795
168	77300083	SHPX	450796
168	77300083	SHPX	450797
168	77300083	SHPX	450798
168	77300083	SHPX	450799
168	77300083	SHPX	450800
168	77300083	SHPX	450801
168	77300083	SHPX	450802
168	77300083	SHPX	450803
168	77300083	SHPX	450804
168	77300083	SHPX	450805
168	77300083	SHPX	450806
168	77300083	SHPX	450807
168	77300083	SHPX	450808
168	77300083	SHPX	450809
168	77300083	SHPX	450810
168	77300083	SHPX	450811
168	77300083	SHPX	450812
168	77300083	SHPX	450813
168	77300083	SHPX	450814
168	77300083	SHPX	450815
168	77300083	SHPX	450816
168	77300083	SHPX	450817
168	77300083	SHPX	450818
168	77300083	SHPX	450819
168	77300083	SHPX	450820
168	77300083	SHPX	450821
168	77300083	SHPX	450822
168	77300083	SHPX	450823
168	77300083	SHPX	450824
168	77300083	SHPX	450825
168	77300083	SHPX	450826
168	77300083	SHPX	450827
168	77300083	SHPX	450828
168	77300083	SHPX	450829
168	77300083	SHPX	450830
168	77300083	SHPX	450831
1847	87380002	SHPX	450832
1847	87380002	SHPX	450833
1847	87380002	SHPX	450834
1847	87380002	SHPX	450835
1847	87380002	SHPX	450836
1847	87380002	SHPX	450837
1847	87380002	SHPX	450838
1847	87380002	SHPX	450839
1847	87380002	SHPX	450840

Lessee Code	Contract	Car Mark	Car Number
1847	87380002	SHPX	450841
1847	87380002	SHPX	450842
1847	87380002	SHPX	450843
1847	87380002	SHPX	450844
1847	87380002	SHPX	450845
1847	87380002	SHPX	450846
1847	87380002	SHPX	450847
1847	87380002	SHPX	450848
1847	87380002	SHPX	450849
1847	87380002	SHPX	450850
1847	87380002	SHPX	450851
1847	87380002	SHPX	450852
1847	87380002	SHPX	450853
1847	87380002	SHPX	450854
1847	87380002	SHPX	450855
1847	87380002	SHPX	450856
1663	78980007	SHPX	454608
1663	78980007	SHPX	454609
230	87680000	SHPX	458911
230	87680000	SHPX	458912
230	87680000	SHPX	458913
230	87680000	SHPX	458914
230	87680000	SHPX	458915
230	87680000	SHPX	458916
230	87680000	SHPX	458917
230	87680000	SHPX	458918
230	87680000	SHPX	458919
230	87680000	SHPX	458920
230	87680000	SHPX	458921
230	87680000	SHPX	458922
230	87680000	SHPX	458923
230	87680000	SHPX	458924
230	87680000	SHPX	458925
230	87680000	SHPX	458926
230	87680000	SHPX	458927
230	87680000	SHPX	458928
230	87680000	SHPX	458929
230	87680000	SHPX	458930
230	87680000	SHPX	458931
230	87680000	SHPX	458932
230	87680000	SHPX	458933
230	87680000	SHPX	458934
230	87680000	SHPX	458935
230	87680000	SHPX	458936
230	87680000	SHPX	458937
230	87680000	SHPX	458938
230	87680000	SHPX	458939
230	87680000	SHPX	458940
230	87680000	SHPX	458941
230	87680000	SHPX	458942
230	87680000	SHPX	458943
230	87680000	SHPX	458944
230	87680000	SHPX	458945

Lessee Code	Contract	Car Mark	Car Number
230	87680000	SHPX	458946
230	87680000	SHPX	458947
230	87680000	SHPX	458948
230	87680000	SHPX	458949
230	87680000	SHPX	458950
	Total Number of Railcars:		**588**

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 9/21/12

Edward M. Luria