

RECORDATION NO 30470

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ALVORD AND ALVORD SURFACE TRANSPORTATION BOARD

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November 2, 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 Lease Agreement, dated as of November 5, 2012, 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: Infinity Transportation, LLC
1355 Peachtree Street
Suite 750 - South Tower
Atlanta, GA 30309

[Lessee: Grain Processing Corporation
1600 Oregon Street
Muscatine IA 52761]

Chief
Section of Administration
November 2, 2012
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A description of the railroad equipment covered by the enclosed document is:

31 covered hopper railcars within the series ITFX 56271 - ITFX 56393 as more particularly set forth on the attachment to the document.

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

Memorandum of Lease 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,

A handwritten signature in black ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE AGREEMENT

Memorandum of Lease Agreement dated as of November 5, 2012 by Infinity Transportation, LLC, a Delaware limited liability company (the "Lessor").

WITNESSETH:

Lessor (as assignee of the CIT Group/Equipment Financing, Inc.) and Grain Processing Corporation (the "Lessee") are parties to that certain Master Railcar Service and Lease Agreement No. 0351831 (as may be amended, modified and assigned, the "Lease Agreement"), dated as of April 30, 1999, whereby Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from Lessor certain railroad cars as listed on each Schedule incorporated therein.

Lessor and Lessee have executed Schedule No. 002 to Master Railcar Service and Lease Agreement No. 0351831, dated as of May 17, 1999, as amended by that certain Amendment No. 001 to Schedule No. 002, dated as of April 7, 2006, and as further amended by that certain Amendment to Lease, dated as of September 9, 2011, whereby Lessor has agreed to lease to Lessee and the Lessee has agreed to lease from Lessor certain railroad cars bearing the reporting marks and numbers as listed on Exhibit A hereto.

[signature page follows]

[Memorandum of Lease Agreement]

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

INFINITY TRANSPORTATION, LLC

By: *Jeffrey E. Edelman*
Jeffrey E. Edelman, President

Executed on this ___ day of _____, 2012

STATE OF GEORGIA)
) SS:
COUNTY OF FULTON)

On this, the 5th day of November 2012, before a Notary Public in an for said State, personally appeared Jeffrey E. Edelman, who being by me duly sworn, says that he is the President of Infinity Transportation, LLC, that said instrument was signed on _____, 2012 on behalf of said limited liability company and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Stephanie M. Cassamas
Name: _____
Notary Public
My Commission Expires _____


EXHIBIT A

Thirty one (31) railcars (5650 cubic foot, 286 GRL pressure differential covered hoppers), bearing the following reporting marks and road numbers:

Unit #	Car Mark	Car Number
1	ITFX	56271
2	ITFX	56274
3	ITFX	56288
4	ITFX	56307
5	ITFX	56308
6	ITFX	56317
7	ITFX	56322
8	ITFX	56327
9	ITFX	56331
10	ITFX	56341
11	ITFX	56346
12	ITFX	56349
13	ITFX	56353
14	ITFX	56354
15	ITFX	56355
16	ITFX	56368
17	ITFX	56371
18	ITFX	56373
19	ITFX	56375
20	ITFX	56376
21	ITFX	56377
22	ITFX	56378
23	ITFX	56379
24	ITFX	56381
25	ITFX	56382
26	ITFX	56383
27	ITFX	56385
28	ITFX	56388
29	ITFX	56389
30	ITFX	56391
31	ITFX	56393

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: 11/2/12

Edward M Luria
Edward M. Luria