

RECORDATION NO 30797 FILED
June 19, 2013 01:00 PM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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June 19, 2013

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 January 20, 2009, 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 is:

Lessor: Infinity Rail II, LLC
1355 Peachtree Street
Suite 750 - South Tower
Atlanta, GA 30309

[Lessee: Cedar Rapids and Iowa City Railway Company
2330 12th Street SW
Cedar Rapids, IA 52404]

Section Chief
June 19, 2013
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A description of the railroad equipment covered by the enclosed document is:

19 boxcars: ATW 163698, ATW 163699 and within the series CLC 3690 – CLC 3709 as set forth in 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 effective as of January 20, 2009 by Infinity Rail II, LLC, a Georgia limited liability company (the “**Lessor**”).

W I T N E S S E T H:

Lessor and Cedar Rapids and Iowa City Railway Company (the “**Lessee**”) are parties to that certain Lease Agreement, dated as of January 20, 2009 (as may be amended, modified, supplemented and assigned, the “**Lease**”), whereby Lessor has agreed to lease to the 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.

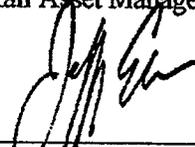
[signature page follows]

[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 RAIL II, LLC

By: Infinity Rail Asset Management, LLC,
as Manager

By: 
Name: Jeffrey E. Edelman
Title: President

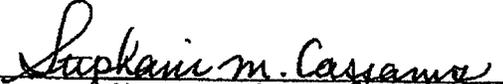
Executed on this 18th day of June, 2013

STATE OF GEORGIA)
) SS:
COUNTY OF FULTON)

On this, the 18th day of June, 2013, before a Notary Public in and for said County and State, personally appeared Jeffrey E. Edelman, who being by me duly sworn, says that he is the President of Infinity Rail Asset Management, LLC, the Manger of Infinity Rail II, LLC, that said instrument was signed on June 18, 2013 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.




Name: Stephanie M. Cassamas
Notary Public

My Commission Expires: 08/13/2013
Residing in DeKalb Co, Georgia

Exhibit A

Cars

Description of Cars:

Plate F, 52 foot 6 inch, 100 Ton (263 GRL), Cushioned Boxcars with 8 Ft. Staggered Double Plug Doors - Pacific Car and Foundry built

Quantity (number of Cars):

Nineteen (19)

Reporting marks and road numbers:

	Car Mark	Car Num
1	CLC	3690
2	CLC	3691
3	CLC	3692
4	CLC	3693
5	CLC	3695
6	CLC	3696
7	CLC	3697
8	CLC	3700
9	CLC	3701
10	CLC	3702
11	CLC	3703
12	CLC	3704
13	CLC	3705
14	CLC	3706
15	CLC	3707
16	CLC	3708
17	CLC	3709
18	ATW	163698
19	ATW	163699

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: 6/19/13

Edward M Luria
Edward M. Luria