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SURFACE TRANSPORTATION BOARD

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URBAN A. LESTER

January 13, 2010

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

Contract 4-7728 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 December 21, 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 are:

Lessor: American Railcar Leasing LLC
620 North Second Street
St. Charles, Missouri 63301

[Lessee: LCI Limited
889 South Brentwood Blvd
Clayton, MO]

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

32 railcars within the series SHPX 204516 - SHPX 204548 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 "R. Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

JAN 13 '10

12-00 PM

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 and Shippers Third LLC, all with respect to LCI Limited, a New York 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

LCI Limited

Contract 4-7728 rider 1 *dated 2/1/08*

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	204516
	Tank	SHPX	204517
	Tank	SHPX	204518
	Tank	SHPX	204519
	Tank	SHPX	204520
	Tank	SHPX	204521
	Tank	SHPX	204522
	Tank	SHPX	204523
	Tank	SHPX	204524
	Tank	SHPX	204526
	Tank	SHPX	204527
	Tank	SHPX	204528
	Tank	SHPX	204529
	Tank	SHPX	204530
	Tank	SHPX	204531
	Tank	SHPX	204532
	Tank	SHPX	204533
	Tank	SHPX	204534
	Tank	SHPX	204535
	Tank	SHPX	204536
	Tank	SHPX	204537
	Tank	SHPX	204538
	Tank	SHPX	204539
	Tank	SHPX	204540
	Tank	SHPX	204541
	Tank	SHPX	204542
	Tank	SHPX	204543
	Tank	SHPX	204544
	Tank	SHPX	204545
	Tank	SHPX	204546
	Tank	SHPX	204547
	Tank	SHPX	204548

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:

1/13/2010



Robert W. Alvord