

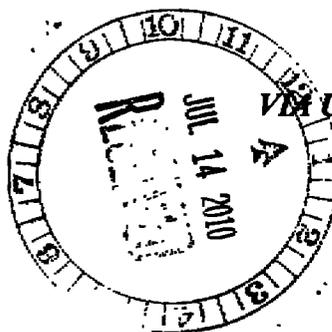
JUL 14 '10 -2 50 PM

SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Tel 847.318.7575
Fax 847.318.7588



July 12, 2010

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Re: Documents for Rail Recordation

Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated June 28, 2010 a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

| | | | |
|---------|-------------------------------|---------|-----------------------------|
| Lessor: | First Union Rail Corporation | Lessee: | Sazerac North America, Inc. |
| | One O'Hare Centre | | 2001 US Highway 60 E |
| | 6250 N River Road, Suite 5000 | | Owensboro, KY 42303 |
| | Rosemont, IL 60018 | | |

A description of the railroad equipment covered by the enclosed document is for two (2) tank cars, having FURX and NATX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: 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 one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne
Senior Documentation Specialist

Enclosure

(SANO001)

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ASSGN. NO.: SANO001

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 27th day of April, 2010, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Sazerac North America, Inc. ("Lessee"), a Louisiana corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of June 28, 2010, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of May 1, 2010, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR
VICE PRESIDENT SALES & MARKETING

Title: _____

ATTEST:

By: Janice Enolva

Name: Janice Enolva

Title: Manager of Documentation

Executed on this 27th day of June, 2010.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, GEORGIA FREIBURGER a Notary Public of the County and State aforesaid, certify that RICHARD F SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 27th day of JUNE, 2010.

[Signature]
Notary Public

My Commission Expires:

6-2012
(Notary Public)



LESSEE:

SAZERAC NORTH AMERICA, INC.

ATTEST:

By: Donald L Kelley

Name: DONALD L KELLEY

Title: V.P. QUM. MANAGER

By: Sara Shively
Name: SARA S SHIVELY

Title: ADMIN ASST

Executed on this 5 day of May, 2010.

[CORPORATE SEAL]

STATE OF KY

COUNTY OF DAVIESS

I, SARA S SHIVELY, a Notary Public of the County and State aforesaid, certify that DONALD L KELLEY personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 5 day of May, 2010.

Sara Shively
Notary Public

Commission Expires:

12-27-10
(Notary Public)

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Two (2)

DESCRIPTION OF CARS: 10,000-20,000 gallon multiple compartment stainless steel tank cars. 1973-74 built currently in Lessee's service.

CAR NUMBERS: FURX 124100 & NATX 28205 (NATX will be remarked to FURX 124102)