

RECORDATION NO. 29518 FILED

OCT 27 '10 -10 00 AM

~~Surface~~ TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

October 27, 2010

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 Security Agreement, dated as of October 20, 2010, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lender:	Chicago Freight Car Leasing Co. One O'Hare Center 6250 North River Road - Suite 7000 Rosemont, Illinois 60018
Debtor:	STI-American Asset Management, Inc. P.O. Box 1269, West Perth 6872 Western Australia, Australia

Chief, Section of Administration  
October 27, 2010  
Page 2

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

1 passenger car: RPCX 2434.

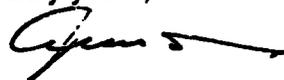
A short summary of the document to appear in the index is:

Memorandum of Security Agreement.

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 "Robert W. Alvord", with a long horizontal stroke extending to the right.

Robert W. Alvord

RWA/bhs  
Enclosures

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**MEMORANDUM OF SECURITY AGREEMENT**

**SURFACE TRANSPORTATION BOARD**

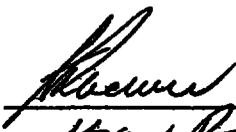
This Memorandum of Security Agreement is made and entered into as of October 20, 2010, by and among STI-AMERICAN ASSET MANAGEMENT, INC. (hereinafter the "Debtor"), and CHICAGO FREIGHT CAR LEASING CO. (hereinafter referred to as the "Lender"), respecting that certain Security Agreement dated as of October 20, 2010 (hereinafter referred to as the "Security Agreement"), entered into between the Debtor and the Lender.

Debtor and Lender hereby affirm and acknowledge that: Lender may from time to time make loans to the Debtor and the Debtor may from time to time borrow from the Lender, and the Debtor has agreed to grant the Lender, its successors and assigns, a security interest in certain railroad equipment bearing reporting marks and road numbers as listed on Exhibit A attached hereto in order to secured Debtor's performance of its obligations as described in the Security Agreement.

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

BORROWER:

STI-AMERICAN ASSET  
MANAGEMENT, INC.

By:   
Name: NEVIN REICHERT  
Title: DIRECTOR

LENDER

CHICAGO FREIGHT CAR  
LEASING CO.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

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

**BORROWER:**

**STI-AMERICAN ASSET  
MANAGEMENT, INC.**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**LENDER:**

**CHICAGO FREIGHT CAR  
LEASING CO.**

By:  \_\_\_\_\_

Name: SHARI PETERSON

Title: COO

STATE OF Illinois )  
COUNTY OF Cook )

On this 22<sup>nd</sup> of October, 2010, before me personally appeared Shad Peterson to me personally known, who being duly sworn, stated that he is COO of CHICAGO FREIGHT CAR LEASING CO., that said instrument was signed on behalf of said corporation by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Jay Wilensky  
Notary Public

My Commission Expires:



Certification

I, KEVIN REICHELT, certify that I am A DIRECTOR of STI-AMERICAN ASSET MANAGEMENT, INC., that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the corporation. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on 21 OCTOBER, 2010.



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Schedule A

ITEM	DESCRIPTION
1	Railroad Passenger Car #2434 "Pacific Plateau", UMLER Registration RPCX 2434

**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: 10/27/10



\_\_\_\_\_  
Robert W. Alvord