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LAW OFFICES OF
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SURFACE TRANSPORTATION BOARD

THE ADAMS BUILDING, SUITE 301
600 BALTIMORE AVENUE
TOWSON, MARYLAND 21204-4022
(202) 466-6532
FAX (410) 332-0885

April 8, 2011

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
Washington, DC 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a primary document, dated as of April 1, 2011. We request that this document be given the next available recordation number.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

Banc of America Leasing & Capital, LLC
2059 Northlake Parkway, 4 South
Tucker, GA 30084

Lessee:

Swift Beef Company
1770 Promontory Circle
Greeley, CO 80631

A description of the equipment covered by the Memorandum of Lease Agreement consists of one (1) Shuttlewagon SWX420 SN: 42011002.

Ms. Brown
April 8, 2011
Page 2

A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between Banc of America Leasing & Capital, LLC, 2059 Northlake Parkway, 4th Floor, Tucker, GA 30084-4431, and Swift Beef Company, 1770 Promontory Circle, Greeley, CO 80631 to lease one (1) Shuttlewagon SWX420 SN 42011002.

Very Truly Yours,

Melanie Yasbin

Enclosures

RECORDATION NO. 29742 FILED

APR 08 '11 -3 49 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

dated as of April 1, 2011

between

BANC OF AMERICA LEASING & CAPITAL, LLC
as Lessor

and

SWIFT BEEF COMPANY
as Lessee

MEMORANDUM OF LEASE AGREEMENT

This MEMORANDUM OF LEASE AGREEMENT is made and entered into as of April 1, 2011 between BANC OF AMERICA LEASING & CAPITAL, LLC ("Lessor") and SWIFT BEEF COMPANY ("Lessee") with reference to the following:

1. Pursuant to a Master Lease Agreement No. 20387-90000 dated as of April 30, 2009, and Schedule Number 90014 thereto dated April 1, 2011, the Lessor has agreed to lease to Lessee the one Shuttlewagon SWX420 SN: 42011002.

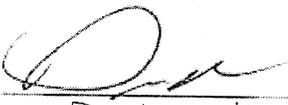
4. This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

BANC OF AMERICA LEASING & CAPITAL, LLC
as Lessor

By: _____
Name: _____
Title: _____

SWIFT BEEF COMPANY
as Lessee

By:  _____
Name: Dennis Reerty
Title: Treasurer

STATE OF GEORGIA)
) ss.
County of Dekalb)

On this ___ day of April, 2011, before me, _____, the undersigned Notary Public, personally appeared _____ personally known to me to be the person who executed the within instrument as _____ on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Notary Public for _____
My Commission expires _____

STATE OF ~~TEXAS~~)
 Colorado) ss.
County of ~~Wade~~ Weld)

On this 8th day of April, 2011, before me, Carol E. Moment, the undersigned Notary Public, personally appeared Dennis Roerty personally known to me to be the person who executed the within instrument as Treasurer on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Carol E. Moment

Notary Public for State of Colorado
My Commission expires April 09, 2014

CAROL E. MOMENT
Notary Public
State of Colorado

My Commission Expires April 09, 2014

MEMORANDUM OF LEASE AGREEMENT

dated as of April 1, 2011

between

BANC OF AMERICA LEASING & CAPITAL, LLC
as Lessor

and

SWIFT BEEF COMPANY
as Lessee

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1. Pursuant to a Master Lease Agreement No. 20387-90000 dated as of April 30, 2009, and Schedule Number 90014 thereto dated April 1, 2011, the Lessor has agreed to lease to Lessee the one Shuttlewagon SWX420 SN: 42011002.

4. This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

BANC OF AMERICA LEASING & CAPITAL, LLC
as Lessor

By: [Signature]
Name: Shelley W. Lygin
Title: VP & Assistant

SWIFT BEEF COMPANY
as Lessee

By: _____
Name: _____
Title: _____

STATE OF GEORGIA)
) ss.
County of Dekalb)

On this 7th day of April, 2011, before me, JEANNE MARIE MARTELL, the undersigned Notary Public, personally appeared LAUREY LACORNIN personally known to me to be the person who executed the within instrument as VOE PRESIDENT on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Jeanne Marie Martell
Notary Public for GWINNETT COUNTY, GA
My Commission expires JULY 9, 2011

JEANNE MARIE MARTELL NOTARY PUBLIC Gwinnett County - State of Georgia My Comm. Expires July 9, 2011

STATE OF TEXAS)
) ss.
County of Moore)

On this ___ day of April, 2011, before me, _____, the undersigned Notary Public, personally appeared _____ personally known to me to be the person who executed the within instrument as _____ on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Notary Public for _____
My Commission expires _____