

RECORDATION NO. 29790 FILED

MAY 24 '11 -2 48 PM

SURFACE TRANSPORTATION BOARD

OSTER RESEARCHING SERVICES
12897 Colonial Drive
Mt. Airy, Maryland 21771
(301) 253-6040
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May 24, 2011

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

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board is one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Memorandum of Security Agreement dated 4/19/11

Secured Party: Wells Fargo Equipment Finance, Inc.
733 Marquette Avenue
Minneapolis, MN 55402

Debtor: Jed W. Helmcamp
23501 Cinco Ranch Blvd., Suite G215
Katy, TX 77494

Equipment: 5, Tank Cars
TEIX 033486-033490

Please record this agreement as a primary document. The filing fee of \$41 is enclosed.
Thank you.

Sincerely,



Mary Ann Oster
Research Consultant

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Wells Fargo Equipment Finance
Investors Building, Suite 700
733 Marquette Ave So
Minneapolis, MN 55402

RAILROAD TRANSPORTATION BOARD

Memorandum of Security Agreement

THIS MEMORANDUM OF SECURITY AGREEMENT (this "Memorandum") is made this 19th day of April, 2011, by and between Jed W. Helmcamp, an Individual ("Debtor"), and WELLS FARGO EQUIPMENT FINANCE, INC, a Minnesota Corporation ("Secured Party").

A. The Debtor is indebted to the Secured Party pursuant to that certain Promissory Note dated as of April 19, 2011 (the "Note") executed by the Debtor in favor of the Secured Party.

B. To secure the Debtor's obligations to the Secured Party, the Debtor executed and delivered to the Secured Party a Security Agreement dated April 19, 2011 pursuant to which the Debtor granted to the Secured Party a continuing, first priority security interest in and to, and lien on, the following collateral:

Five (5) 2010

(a) ~~Eight (8) 2005~~ Built Tank Cars with the following markings described on Schedule A attached hereto (each, a "Railcar", collectively, the "Railcars") and all replacements and substitutions thereof;

(b) all improvements, additions, modifications, accessions, attachments, appurtenances and parts appertaining or attached to the Railcars, whether now owned or hereafter acquired;

(c) all logs, books and records pertaining to the use, operation and/or maintenance of the Railcars or otherwise relating to any of the collateral described herein;

(d) all rights, claims and causes of action, if any, which the Debtor may have now or in the future against any manufacturer, rebuilder or seller of the Railcars (or any component thereof) or any other Person, by contract or otherwise, in respect of any defect in the Railcars or any part thereof;

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

Wells Fargo Equipment Finance, Inc.

Jed W. Helmcamp

By: 

By: 

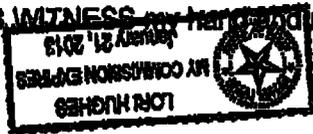
Its: Peter J. Naas
Sr. Contract Administrator

Its: _____

STATE OF TEXAS
COUNTY OF HARRIS

On this 25th day of April, 2011, before me, a Notary Public of the City and State aforesaid, personally appeared Jan Hweamp, to me personally known, who being by me duly sworn, says that he is the V of _____, an _____ corporation, the foregoing 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.

AS WITNESS my hand and notarial seal.



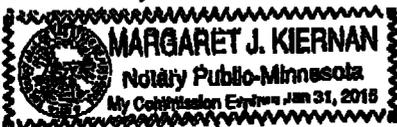
[Signature]
Notary Public

My commission expires: 1-21-2013

STATE OF Minnesota
COUNTY OF Hennepin

On this 24th day of May, 2011, before me a Notary Public of the City and State aforesaid, personally appeared Peter Neast, to me personally known who being by me duly sworn, says that (he/she) is a Sr. Contract Admin. of Wells Fargo Equit Finance that foregoing instrument is/was signed on behalf of said corporation by authority of its Board of Directors, and (he/she) acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

AS WITNESS my hand and notarial seal.



[Signature]
Notary Public

(Seal)

My commission expires:

1-31-2015