

SEP 30 2011 2 55 PM

SURFACE TRANSPORTATION BOARD

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September 30, 2011

Ms Cynthia T Brown  
Chief of the Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 "E" Street, S W  
Washington, D C 20423

Dear Ms Brown

Enclosed for recordation pursuant to the provisions of 49 U S C Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement, dated as of September 30, 2011, 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

Lessor	Trinity Industries Leasing Company 2525 Stemmons Freeway Dallas, TX 75207
[Lessee	Roquette America, Inc 1417 Exchange St Keokuk, IA 52632]

Ms Cynthia T Brown  
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A description of the railroad equipment covered by the enclosed document  
is

49 tank railcars within the series TILX 170086 – TILX 170249 as more  
particularly set forth in the attachment to the document

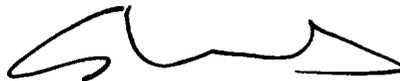
A short summary of the document to appear in the index is

Memorandum of Lease 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,



Edward M Luria

EML/bhs  
Enclosures

**MEMORANDUM OF LEASE AGREEMENT**

**SURFACE TRANSPORTATION BOARD**

Memorandum of Lease Agreement dated as of September 30, 2011 by Trinity Industries Leasing Company, a Delaware corporation (the "Lessor")

WITNESSETH.

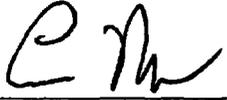
Lessor and Roquette America, Inc , a Delaware corporation (the "Lessee") are parties to that certain Railroad Car Lease Agreement (the "Lease Agreement"), dated May 21, 1984, whereby Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from Lessor certain railroad cars as listed on each Rider incorporated therein.

Lessor and Lessee have executed Rider Five (5) to Railroad Car Lease Agreement, effective June 15, 2010 whereby Lessor has agreed to lease to Lessee and the Lessee has agreed to lease from Lessor certain railroad cars bearing road numbers as listed on Exhibit A hereto.

[Memorandum of Lease Agreement]

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

**TRINITY INDUSTRIES LEASING  
COMPANY**

By: 

Name: Eric Marchetto

Title: Vice President

Executed on this 29<sup>th</sup> day of September, 2011

[Memorandum of Lease Agreement]

STATE OF TEXAS            )  
  ) SS:  
COUNTY OF DALLAS        )

On this, the 29<sup>th</sup> day of September 2011, before a Notary Public in an for said County and State, personally appeared Eric Marchetto, who being by me duly sworn, says that he is the Vice President of Trinity Industries Leasing Company, that said instrument was signed on September 29, 2011 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.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Mary E. Koftan  
Name:  
Notary Public

My Commission Expires: March 7, 2013  
Residing in Tarrant County



[Memorandum of Lease Agreement]

**EXHIBIT A**

**Equipment:** 17,600 nominal gallon capacity, DOT 111A100W1  
insulated and exterior coiled tank cars

**Quantity:** Forty-nine (49)

**Road Numbers:** See attached

**Road Numbers**

TILX 170086  
TILX 170087  
TILX 170088  
TILX 170096  
TILX 170100  
TILX 170101  
TILX 170104  
TILX 170202  
TILX 170203  
TILX 170205  
TILX 170206  
TILX 170207  
TILX 170208  
TILX 170209  
TILX 170210  
TILX 170211  
TILX 170212  
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TILX 170224  
TILX 170226  
TILX 170227  
TILX 170228  
TILX 170229  
TILX 170230  
TILX 170231  
TILX 170232  
TILX 170233  
TILX 170234  
TILX 170235  
TILX 170236  
TILX 170237  
TILX 170238  
TILX 170239  
TILX 170240

[Memorandum of Lease Agreement]

TILX 170241

TILX 170242

TILX 170243

TILX 170244

TILX 170245

TILX 170247

TILX 170248

TILX 170249

CERTIFICATION

I, Edward M Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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 9/30/11

Edward M Luria  
Edward M Luria