

Tina Amico
VP, Contracts
CIT Rail

SURFACE TRANSPORTATION BOARD



September 18, 2013

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
Washington, D.C. 20423

RE: CGLQ02011

Dear Secretary,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) is a Memorandum of Lease Agreement dated as July 24, 2008, a primary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement.

Lessee: Centennial Energy, LLC
3773 Cherry Creek Drive North, Suite 665
Denver, CO 80209

Lessor: The CIT Group/Equipment Financing, Inc.
30 South Wacker Drive, Suite 2900
Chicago, IL 60606

A description of the railroad equipment covered by the enclosed document is: Railcars within the series CTCX 784025 through CTCX 784099, non-inclusive, as more particularly set forth in the equipment schedule attached to this document.

A short summary of the document to appear in the index is: Memorandum of Railcar Lease.

Kindly return stamped copies of the enclosed document to the undersigned.

Best regards,

/s

Tina Amico
VP, Contracts
CIT Rail

Enclosures

CIT RAIL
30 South Wacker Drive
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Chicago, IL 60606

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RECORDATION NO. 30925
FILED SEPTEMBER 18, 2013 01:05 PM
SURFACE TRANSPORTATION BOARD

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 24th day of July, 2008, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 30 S. Wacker Drive, Suite 3000, Chicago, IL 60606 (the "Lessor"), and CENTENNIAL ENERGY, LLC, with an address at 3773 Cherry Creek Drive, North, Suite 665, Denver, CO 80209 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of June 1, 2006, covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on June 08, 2007 and given Recordation Number 27002.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interest therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor 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 Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: 
Name: Jeffrey T. Lytle
Title: SVP Leasing

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee 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 Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

CENTENNIAL ENERGY, LLC

By: 
Name: Debbie Hughes
Title: Transportation Manager

Schedule A

Quantity

72

Description

33,500 USG pressure tank cars

Reporting Marks and Numbers

CTCX	784025	CTCX	784052	CTCX	784076
CTCX	784026	CTCX	784053	CTCX	784077
CTCX	784028	CTCX	784054	CTCX	784078
CTCX	784030	CTCX	784055	CTCX	784079
CTCX	784031	CTCX	784056	CTCX	784080
CTCX	784033	CTCX	784057	CTCX	784081
CTCX	784034	CTCX	784058	CTCX	784082
CTCX	784035	CTCX	784059	CTCX	784083
CTCX	784036	CTCX	784060	CTCX	784084
CTCX	784037	CTCX	784061	CTCX	784085
CTCX	784038	CTCX	784062	CTCX	784086
CTCX	784039	CTCX	784063	CTCX	784087
CTCX	784040	CTCX	784064	CTCX	784088
CTCX	784041	CTCX	784065	CTCX	784089
CTCX	784042	CTCX	784066	CTCX	784090
CTCX	784043	CTCX	784067	CTCX	784091
CTCX	784044	CTCX	784068	CTCX	784092
CTCX	784045	CTCX	784069	CTCX	784093
CTCX	784046	CTCX	784070	CTCX	784094
CTCX	784047	CTCX	784071	CTCX	784095
CTCX	784048	CTCX	784072	CTCX	784096
CTCX	784049	CTCX	784073	CTCX	784097
CTCX	784050	CTCX	784074	CTCX	784098
CTCX	784051	CTCX	784075	CTCX	784099