



State of Rhode Island
and Providence Plantations
Office of the Secretary of State

A. Ralph Mollis, Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02904-2615
401.222.3040

LIMITED LIABILITY COMPANY ANNUAL REPORT FOR THE YEAR 2008

Filing Period: September 1 - November 1 • **Filing Fee:** \$50.00* • **THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK.**

* In accordance with R.I.G.L. 7-16-66 (d), each limited liability company failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-16-66 (b)(6)) is subject to a penalty fee of \$25.00.

1. ID No. 1105142		2. Exact name of the limited liability company All Capital Rail 2007-1, LLC			
3. State of Formation Delaware		4. Brief description of the character of the business which is actually conducted in Rhode Island Rail Car Rental			
5. Principal office address 153 E 53rd St. 55th Floor			City New York	State NY	Zip 10022
6. MAILING ADDRESS OF LIMITED LIABILITY COMPANY AND NAME OR TITLE OF CONTACT PERSON:					
Contact Name Terrill Jordan			Contact Title		
Street Address 153 E 53rd. 55th Floor			City New York	State NY	Zip 10022
7. NAME AND ADDRESS OF EACH MANAGER OF THE LIMITED LIABILITY COMPANY, IF APPLICABLE - DO NOT LIST MEMBERS FILL IN SPACES BEFORE USING ATTACHMENTS (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/>					
Manager Name Mark Worrall			Manager Name Daren Castle		
Street Address Level 24, 1 Macquarie			Street Address Level 24, 1 Macquarie Place		
City Sydney	State NSW	Zip Australia 2000	City Sydney	Country NSW Australia	Zip 2000
Manager Name Desmond Hayes			Manager Name Marc Mangot		
Street Address 601 Montgomery Street Ste. 325			Street Address 153 E. 53rd Street 55th Flr.		
City San Francisco	State CA	Zip 94111	City New York	State NY	Zip 10022
8. RESIDENT AGENT IN RHODE ISLAND					
This information is currently of record in the Office of the Secretary of State. Changes require filing of Form 642 - R.I.G.L. 7-16-11					

This report must be executed by an authorized person pursuant to R.I.G.L. 7-16-66 (b).

FILED	
File Date	OCT 9 1 2008
Check No.	By <u>[Signature]</u>
By:	
FOR SECRETARY OF STATE USE ONLY	

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 10/23/08
Signature of Authorized Person Date
TERRELL JORDAN
Print or Type Name of Authorized Person

AllCapital Rail 2007-1, LLC ID No. 165142

Additional Manager:

Terrill Jordan
153 East 53rd, 55th Floor
New York, NY 10022

FILED
OCT 31 2008
By LOH