



RECORDATION NO. 31913
FILED SEPTEMBER 11, 2015 2:30 PM
SURFACE TRANSPORTATION BOARD

September 11, 2015

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

Dear Section Chief:

Please find attached one original of the Memorandum of Railroad Equipment Lease Agreement dated as of July 28, 2015 between the following parties:

Lessee: Aggregates USA Holdings, LLC
 1263 Lite-N-Tie Road
 Macon, GA 31211

Lessor: The David J. Joseph Company
 300 Pike Street
 Cincinnati, OH 45202

Please see Exhibit A for the equipment, (38) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated as of July 28, 2015 related to thirty-eight (38) railcars bearing reporting marks: DJRX200-254, sporadic.

Please file this agreement as a primary document. The filing fee in the amount of \$43.00 can be charged to our account. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6294.

Sincerely,

Lindsay Ross
Rail Operations Analyst

**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 28th day of August, 2015, is intended to evidence the lease dated as of August 28, 2015, (the "Lease"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **AGGREGATES USA HOLDINGS, LLC**, a Delaware limited liability company ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the thirty eight (38) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

THE DAVID J. JOSEPH COMPANY

By: Kelly C. Poellein
Name: Kelly C. Poellein
Title: Vice President Finance, Brokerage
Date: August 28, 2015

AGGREGATES USA HOLDINGS, LLC

By: [Signature]
Name: Jeff Ferrell
Title: U.P. Sales
Date: 9-4-15

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 28th day of August, 2015, by Kelly C. Poellein the Vice President Finance, Brokerage of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Julie M Woodard
Notary Public

My Commission expires:
9-24-17



Julie M. Woodard
Notary Public, State of Ohio
My Commission Expires 09-24-2017

STATE OF _____)
)
COUNTY OF _____) SS:

The foregoing instrument was acknowledged before me this _____ day of _____, 2015, by _____, the _____ of Aggregates USA Holdings, LLC, a Delaware limited liability company, on behalf of the corporation.

Notary Public

My Commission expires:

EXHIBIT A

To the Memorandum of Lease dated August 28, 2015, between The David J. Joseph Company and Aggregates USA Holdings, LLC.

DESCRIPTION OF UNITS

Thirty-eight (38) railcars bearing reporting marks:

DJRX 200	DJRX 230
DJRX 201	DJRX 233
DJRX 202	DJRX 235
DJRX 204	DJRX 236
DJRX 205	DJRX 237
DJRX 207	DJRX 238
DJRX 208	DJRX 239
DJRX 210	DJRX 240
DJRX 211	DJRX 241
DJRX 212	DJRX 242
DJRX 214	DJRX 243
DJRX 217	DJRX 245
DJRX 221	DJRX 246
DJRX 223	DJRX 247
DJRX 224	DJRX 248
DJRX 226	DJRX 250
DJRX 227	DJRX 251
DJRX 228	DJRX 253
DJRX 229	DJRX 254