

ALVORD AND ALVORD PLLC
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036
PHONE: (202) 393-2266
FAX: 1-855-600-2836
E-MAIL: alvord@alvordlaw.com
WEBSITE: www.alvordlaw.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

August 10, 2016

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

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Amended and Restated Memorandum of Lease Agreement, dated as of July 27, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 31212.

The names and addresses of the parties to the enclosed document are:

Lessor:	The Huntington National Bank 105 East Fourth Street, Suite 200C Cincinnati, OH 45202
Lessee:	R.E.L.A.M., Inc. 7695 Bond Street Glenwillow, Ohio 44139

Section Chief
August 10, 2016
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A description of the railroad equipment covered by the enclosed document is:

2 pieces of Maintenance of Way Equipment RELEASED: Pettibone Traverse Lift LLC Speedswing 445E S/N SS10178-14 and Nordco Spike Puller SP2R S/N 310293; and 2 pieces ADDED: Knox Kershaw Inc. Kribber/Adzer S/N KKA1050-076-16 and Knox Kershaw Inc. Regulator S/N KBR860-542-16.

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

Amended and Restated Memorandum of Lease Agreement,.

Also enclosed is a check in the amount of \$44.00 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/sem
Enclosures

AMENDED AND RESTATED MEMORANDUM OF LEASE AGREEMENT

dated as of July 27, 2016

between

R.E.L.A.M., INC.,
as Lessee

and

THE HUNTINGTON NATIONAL BANK
as Lessor

FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C.
§11301

on _____, 2016 at ____:____.m.

AMENDED AND RESTATED MEMORANDUM OF LEASE AGREEMENT

THIS AMENDED AND RESTATED MEMORANDUM OF LEASE AGREEMENT is made and entered into as of July 27, 2016, by and between R.E.L.A.M., INC. ("Lessee") and THE HUNTINGTON NATIONAL BANK ("Lessor"), with reference to the following:

1. Lessor and Lessee have heretofore executed that certain Schedule No. 006 dated as of May 27, 2014 (the "Schedule"), incorporating by reference the terms and conditions of that certain Master Lease Agreement No. 74403 dated as of May 21, 2010 (the "Master Agreement"), pertaining to the rail equipment more fully described in the Schedule (the "Equipment"). The Schedule, and, to the extent incorporated therein by reference, the Master Agreement, together with all of the riders, schedules and other attachments thereto, are collectively referred to herein as the "Lease".
2. A Memorandum of Lease Agreement dated as of May 27, 2014 (the "Memorandum of Lease") between Lessor and Lessee covering the Lease and the Equipment was recorded with the Surface Transportation Board on May 27, 2014 under Recordation No. 31212.
3. Lessor and Lessee have entered into that certain Collateral Substitution Agreement dated as of June 22, 2016 (the "Collateral Agreement") pursuant to which the parties agreed to release from the Memorandum of Lease that certain rail equipment described on Exhibit No. 1 attached hereto (the "Released Equipment") and to include under the Memorandum of Lease that certain rail equipment described on Exhibit No. 2 attached hereto (the "Substituted Equipment").
4. The parties hereto wish to show for public record this Amended and Restated Memorandum of Lease Agreement to provide notice of the substitution in the Equipment made pursuant to the Collateral Agreement.

This Amended and Restated Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Amended and Restated Memorandum of Lease Agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Amended and Restated Memorandum of Lease Agreement to be executed as of the date first above written.

THE HUNTINGTON NATIONAL BANK

By: Lucy van Melle
Name: Lucy van Melle
Title: Authorized Signer

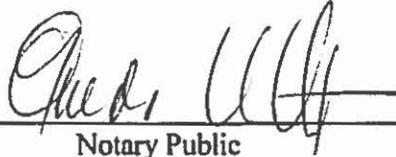
R.E.L.A.M., INC.

By: D.M. Horth
Name: D.M. Horth
Title: V. President

STATE OF OHIO)
) ss.
COUNTY OF CUYAHOGA)

I HEREBY CERTIFY, that on this 27th day of July, 2016, before me, the undersigned, a Notary Public of the State of OHIO, personally appeared D.M. HORTH, who acknowledged himself/herself to be the V. PRESIDENT of R.E.L.A.M., INC., known (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that he/she executed the same for the purposes therein contained as the duly authorized AUTHORIZED SIGNER of said company by signing the name of the company by himself/herself as the AUTHORIZED SIGNER

AS WITNESS my hand and notarial seal.



Notary Public

My commission expires: 8/26/17.



LINDA L. ERTEL
Notary Public - State of Ohio
My Commission Expires 8/26/17

IN WITNESS WHEREOF, the parties hereto have executed or caused this Amended and Restated Memorandum of Lease Agreement to be executed as of the date first above written.

THE HUNTINGTON NATIONAL BANK

By: Lucy van Melle
Name: Lucy van Melle
Title: Authorized signer

R.E.L.A.M., INC.

By: _____
Name:
Title:

STATE OF Ohio)
) ss.
COUNTY OF Hamilton)

I HEREBY CERTIFY, that on this 18 day of July, 2016, before me, the undersigned, a Notary Public of the State of Ohio, personally appeared Lucy van Melle, who acknowledged himself/herself to be the Authorized Signer of THE HUNTINGTON NATIONAL BANK, known (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that he/she executed the same for the purposes therein contained as the duly authorized Authorized Signer of said national banking association by signing the name of the association by himself/herself as the Authorized Signer

AS WITNESS my hand and notarial seal.



Notary Public

My commission expires: N/A.



ALEXANDRA DRESSMAN
Attorney at Law
Notary Public, State of Ohio
My Comm. has no Expiration Date
Section 147.03 O.R.C.

EXHIBIT NO. 1
TO AMENDED AND RESTATED MEMORANDUM OF LEASE AGREEMENT
DESCRIPTION OF RELEASED EQUIPMENT

<u>VENDOR</u>	<u>EQUIPMENT</u>	<u>S/N</u>	<u>LOCATION</u>
Pettibone Traverse Lift LLC	Speedswing 445E	SS10162-14	2025 McCowan Road, Scarborough, ON, Canada
Nordco	Spike Puller SP2R	310293	2025 McCowan Road, Scarborough, ON, Canada

EXHIBIT NO. 2
TO AMENDED AND RESTATED MEMORANDUM OF LEASE AGREEMENT

DESCRIPTION OF SUBSTITUTED EQUIPMENT

<u>VENDOR</u>	<u>EQUIPMENT</u>	<u>S/N</u>	<u>LOCATION</u>
Knox Kershaw Inc.	Kribber/Adzer	KKA1050-076-16	2595 Deacon Street Abbotsford, BC V2T 6L4, Canada
Knox Kershaw Inc.	Regulator	KBR860-542-16	436 MDOT Porter Street Battlecreek, MI 49017

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: August 10, 2016

Edward M. Luria

Edward M. Luria