



RECORDATION NO. 32155
FILED APRIL 5, 2016 10:10 AM
SURFACE TRANSPORTATION BOA

April 5, 2016

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 Rider No. 2 to the Master Lease Agreement dated as of March 24, 2016 between the following parties:

Lessee: Commercial Metals Company
1 Steel Mill Drive
Sequin, TX 78156

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

Please see Exhibit A for the equipment, (26) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum Rider No. 2 to the Master Lease Agreement dated as of March 24, 2016 related to twenty-six (26) railcars bearing reporting marks: SMIX9500-9529, except SMIX9507, SMIX9508, SMIX9514 and SMIX9527.

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 RIDER NO. 2 TO THE
MASTER LEASE AGREEMENT**

This **MEMORANDUM OF RIDER NO. 2 TO THE MASTER LEASE AGREEMENT** ("Memorandum of Lease") entered into this 24th day of March, 2016, is intended to evidence the Master Lease Agreement dated as of February 18, 2008 and subsequent Rider No. 2 to the Master Lease Agreement dated as of March 24, 2016 (collectively, the "Lease"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **COMMERCIAL METALS COMPANY**, a Delaware corporation ("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 twenty six (26) 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, pursuant to due corporate authority, have executed this Memorandum of Lease on the date indicated below each signature.

THE DAVID J. JOSEPH COMPANY

By: *Kelly C. Poellein*
Name: *Kelly C. Poellein*
Title: *VP Finance, Brokerage*
Date: *April 4, 2016*

COMMERCIAL METALS COMPANY

By: *Carey J. Dubois*
Name: *Carey J. Dubois*
VP & Treasurer
Title: _____
Date: _____

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 4 day of ^{April} ~~March~~, 2016, by Kelly C. Poellein, the VP Finance 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 TEXAS)
)
COUNTY OF DALLAS) SS:

The foregoing instrument was acknowledged before me this 31 day of March, 2016, by CAREY J. Dubois, the VP + TREASURER of Commercial Metals Company, a Delaware corporation, on behalf of the corporation.

Danna Cary
Notary Public

My Commission expires:
6/18/17

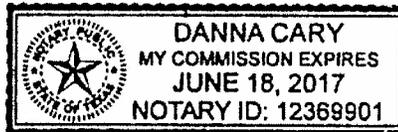


EXHIBIT A

To the Memorandum of Lease dated March 24, 2016, between The David J. Joseph Company and Commercial Metals Company.

DESCRIPTION OF UNITS

Twenty six (26) railcars bearing reporting marks:

SMIX 9500	SMIX 9516
SMIX 9501	SMIX 9517
SMIX 9502	SMIX 9518
SMIX 9503	SMIX 9519
SMIX 9504	SMIX 9520
SMIX 9505	SMIX 9521
SMIX 9506	SMIX 9522
SMIX 9509	SMIX 9523
SMIX 9510	SMIX 9524
SMIX 9511	SMIX 9525
SMIX 9512	SMIX 9526
SMIX 9513	SMIX 9528
SMIX 9515	SMIX 9529