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

December 23, 2014

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 Memorandum of Lease Agreement, dated as of December 9, 2014, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor:	Fifth Third Bank 38 Fountain Square Plaza Cincinnati, Ohio 45263
Lessee:	R.E.L.A.M., Inc. 7695 Bond Street Glenwillow, Ohio 44139

A description of the equipment covered by the enclosed document is:

3 pieces of maintenance of way equipment: 1 Knox Kershaw 49019 Final Assembly – KTC1200-219, S/N: 1200-219-14; 1 Pettibone Traverse 482514 445 Speedswing, S/N: SS10191-14; 1 Pettibone Traverse 410814 445 Speedswing, S/N: SS10195-15.

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

Memorandum of Lease Agreement.

Section Chief
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Also enclosed is a check in the amount of \$43.00 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,



for

Edward M. Luria

EML/cem
Enclosures

MEMORANDUM OF LEASE AGREEMENT

(Equipment Schedule No. 001)

Dated as of December 9, 2014

between

FIFTH THIRD BANK

Lessor

and

R.E.L.A.M., Inc.

Lessee

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT dated as of December 9, 2014, is made by and between **R.E.L.A.M., INC.**, an Ohio corporation ("Lessee"), and **FIFTH THIRD BANK** an Ohio banking corporation ("Lessor").

WITNESSETH

1. Pursuant to a Master Equipment Lease Agreement, dated December 9, 2014, together with Equipment Schedule - No. 001 dated December 9, 2014 (together the "Lease Agreement"), Lessor has agreed to lease to Lessee, and the Lessee has agreed to lease from Lessor the equipment as set forth on Exhibit A attached hereto.

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the terms in the Lease Agreement and extension of such term to the extent provided in the Lease Agreement.

3. This Memorandum of Lease Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

[Signature page follows]

EXHIBIT A
DESCRIPTION OF EQUIPMENT

Manuf. and/or Vendor Name & Invoice No.	Description of Equipment	Equipment Location
Knox Kershaw 49019	Final Assembly – KTC1200-219, S/N: 1200-219-14	Highway 352, Firdale, MB
Pettibone Traverse 482514	445 Speedswing, S/N: SS10191-14	191 Victoria Street, Farnham, QC
Pettibone Traverse 410814	445 Speedswing, S/N: SS10195-15	12623 Coleraine Drive, Caledon, ON

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: 12/23/2014

Edward M Luria
Edward M. Luria