

August 5, 2015 03:15 PM

ALVORD AND ALVORD PLLC SURFACE TRANSPORTATION BOARD

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](mailto:alvord@alvordlaw.com)

WEBSITE: [www.alvordlaw.com](http://www.alvordlaw.com)

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

August 5, 2015

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 April 30, 2015, 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: Greenbrier Leasing Company LLC  
One Centerpointe Drive, Suite 200  
Lake Oswego, OR 97035

Lessee: KES Acquisition Company, d/b/a  
Kentucky Electric Steel Co.  
2704 Big Run Road West  
Ashland, KY 41102

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

2 railcars: AOKX 286280 and AOKX 286303.

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

Memorandum of Lease Agreement.

Section Chief  
August 5, 2015  
Page 2

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,

A handwritten signature in black ink, appearing to read "Claire E. Murphy". The signature is written in a cursive style with a large, looping "M".

Claire E. Murphy

CEM  
Enclosures

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*MEMORANDUM OF LEASE AGREEMENT*

*BETWEEN*

*GREENBRIER LEASING COMPANY LLC ("LESSOR")*

*AND*

*KES ACQUISITION COMPANY,  
dba KENTUCKY ELECTRIC STEEL CO. ("LESSEE")*

*APRIL 30, 2015*

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This Memorandum of a lease agreement is made and entered into as of April 30, 2015, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and KES Acquisition Company, a Delaware corporation, dba Kentucky Electric Steel Co. ("Lessee").

**WITNESSETH:**

1. Pursuant to that certain letter agreement between Lessor and Lessee dated April \_\_\_\_, 2015 (the "Lease Agreement"), Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor two (2) 52-foot gondola railcars with 5-foot 6-inch sides, 286,000 lbs. GRL, marked and numbered as reflected in the Rail Equipment List attached hereto as Exhibit A ("the Cars").
2. The Lease Agreement is effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement, as it may be amended from time to time.

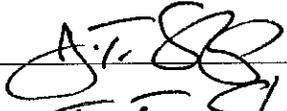
IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

KES ACQUISITION COMPANY,  
dba KENTUCKY ELECTRIC STEEL CO.

BY: 

BY: 

NAME: J. T. Sharp

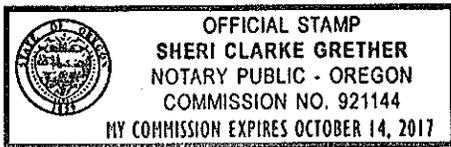
NAME: John H. Scheel

TITLE: President

TITLE: V.P. / Gen. Mgr.

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

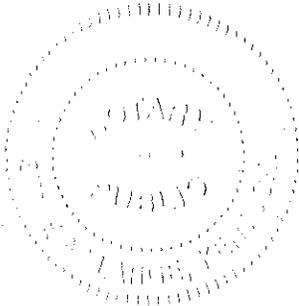
On this 26<sup>th</sup> day of May, 2015, before me personally appeared J.T. Snags, to me personally known, who being by me duly sworn, says that s/he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was ~~her~~ or his free act and deed.



Sheri Clarke Grether  
NOTARY PUBLIC  
My commission expires: October 14, 2017

STATE OF Kentucky )  
 ) ss.  
COUNTY OF Boyd )

On this 6<sup>th</sup> day of May, 2015, before me personally appeared John H. Scheel, to me personally known, who being by me duly sworn, says that s/he is the V.P./Gen. mgr. of KES ACQUISITION COMPANY, dba KENTUCKY ELECTRIC STEEL CO., and that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Karen Young  
NOTARY PUBLIC  
My commission expires: 12/14/2015

EXHIBIT A

RAIL EQUIPMENT LIST

MARK	NUMBER
AOKX	286280
AOKX	286303

2 cars TOTAL

**CERTIFICATION**

I, Claire E. Murphy, an attorney licensed to practice in the State of New Jersey, 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 5, 2015

  
\_\_\_\_\_  
Claire E. Murphy