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June 1, 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 May 29, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 31532.

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:

8 pieces of maintenance of way equipment: Nordco, Inc. SP2R Spike Puller, S/N: 310336; Nordco, Inc. SP2R Spike Puller, S/N: 310342; Knox Kershaw KBR-860 Ballast Regulator, S/N: 860-510-15; Knox Kershaw KBR-925 Ballast Regulator, S/N: 925-155-15; Harsco Rail 3000 Tamper, S/N: 153796; Harsco Rail 6700SJ2 Tamper, S/N: 153791; Harsco Rail

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Mark IV Tamper, S/N: 7114255; Pettibone/Traverse 445E Speedswing,
S/N SS10225-15.

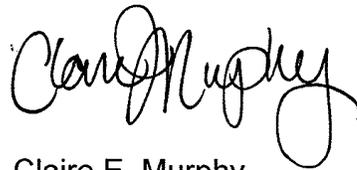
A short summary of the document to appear in the index is:

Memorandum of Lease Agreement.

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

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT dated as of May 29, 2015, 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. 008 dated May 29, 2015 (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	Description of Equipment	Equipment Location
Nordco, Inc. 481307	SP2R Spike Puller, s/n: 310336	CN Rail Yard, Grand Prairie, AB T8V 6W3
Nordco, Inc. 481174	SP2R Spike Puller, s/n: 310342	QSNL Project, #1 Rue Retty, Sept, Iles G4R 3C7
Knox Kershaw 53822	KBR-860 Ballast Regulator, s/n: 860- 510-15	QSNL Project, #1 Rue Retty, Sept, Iles G4R 3C7
Knox Kershaw 53352	KBR-925 Ballast Regulator, s/n: 925- 155-15	351 Saskatchewan Avenue, Spruce Grove, AB T7X 1J8
Harsco Rail	3000 Tamper, s/n: 153796	301 Normanskill, Albany, Albany County, NY 12202
Harsco Rail	6700SJ2 Tamper, s/n: 153791	201 Industrial Park Road, Pearl, Rankin County, MS 39208
Harsco Rail	Mark IV Tamper, s/n: 7114255	1700 Cobham Avenue, Cranbrook, BC V1C 6T3
Pettibone/Traverse 451315	445E Speedswing, s/n: SS10225-15	QSNL Project, #1 Rue Retty, Sept, Iles G4R 3C7

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: June 1, 2015



Claire E. Murphy