



# LEXIS Document Services

~~February 23, 1999~~

June 14, 1999

Janice Fort

Surface Transportation Board

Recordation Office

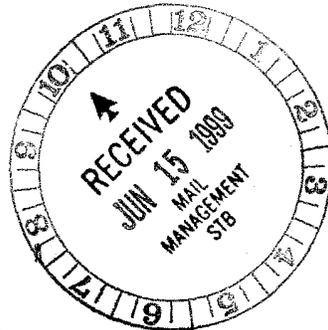
1925 K Street, N.W., Suite 701

Washington D.C. 20423



RECORDATION NO.

FILED



JUN 15 '99

10-15 AM

Dear Janice,

Enclosed are three (3) originals of the Memorandum of Railcar Lease Agreement dated as of 6/3/99 between the following parties: This is a primary document.

Lessor: CIT Group/Equipment Financing, Inc.

Lessee: Mineral Solutions, Inc.

The equipment involved in this transaction is as follows:

Equipment: 25 3230 c.f. Pressure Differential covered railcars

Please file this Memorandum and return two (2) stamped originals to my attention. A check covering the filing fee of \$26.00 is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20254.

Thank you for your prompt assistance.

Sincerely,

Rebecca Heisler  
Administrator

## MEMORANDUM OF RAILCAR LEASE

JUN 15 '99

10-15 AM

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 3<sup>rd</sup> day of June, 1999 is made by The CIT Group/Equipment Financing, Inc., a New York corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and Mineral Solutions, Inc., a Delaware corporation, with an address at 855 Apollo Road, Egan, MN 55121 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of June 3, 1999 covering the equipment listed on Schedule A hereto (the "Equipment");

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the Parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

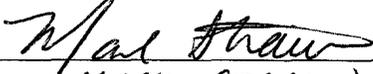
NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

IN WITNESS WHEREOF, the undersigned has caused this Document to be executed by a duly authorized officer as of the day and year first above written.

THE CIT GROUP/EQUIPMENT FINANCING, INC.,

By:   
Name: LAWRENCE E. LITTLEFIELD  
Title: Vice President

MINERAL SOLUTIONS, INC.

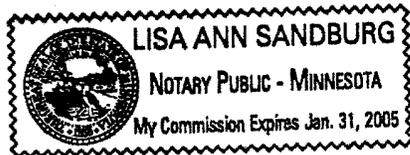
By:   
Name: MARK STRAWN  
Title: Operations Manager

STATE OF )  
 ) SS:  
COUNTY OF )

On this 4<sup>th</sup> day of June, 1999 before me personally appears Mark Strawn, to me personally known, who by me duly sworn, says that he/she is the Operations Manager of MINERAL SOLUTIONS, INC. (the "Company"), that the foregoing instrument was signed on behalf of the said Company by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of the said Company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Lisa Sandburg  
Notary Public



[SEAL]

My Commission expires:

STATE OF NEW YORK )  
 ) SS:  
COUNTY OF NEW YORK )

On this 3<sup>rd</sup> day of June, 1999 before me personally appears Lawrence Kitzel, to me personally known, who by me duly sworn, says that he/she is the Vice President of THE CIT GROUP/EQUIPMENT FINANCING, INC. (the "Company"), that the foregoing instrument was signed on behalf of the said Company by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of the said Company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Barbara Garner  
Notary Public

[SEAL]

My Commission expires

BARBARA GARNER  
Notary Public, State of New York  
No. 01GA5065133  
Qualified in Nassau County  
Certificate filed in New York County  
Commission Expires Sept. 3, 2000

Schedule A

| <u>Quantity</u> | <u>Equipment Description</u>                           | <u>Reporting Marks<br/>and Numbers</u>   |
|-----------------|--|--|
| 25              | 3230 c.f. Pressure<br>Differential covered<br>railcars | CEFX 95003<br>CEFX 95065<br>CEFX 95066<br>CEFX 95069<br>CEFX 95070<br>CEFX 95074<br>CEFX 95075<br>CEFX 95076<br>CEFX 95077<br>CEFX 95078<br>CEFX 95079<br>CEFX 95081<br>CEFX 95083<br>CEFX 95085<br>CEFX 95086<br>CEFX 95087<br>CEFX 95088<br>CEFX 95089<br>CEFX 95090<br>CEFX 95091<br>CEFX 95092<br>CEFX 95093<br>CEFX 95098<br>CEFX 95099<br>CEFX 95103 |