



# LEXIS® Document Services

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May 18, 1999

Janice Fort  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423

RECORDATION NO. 22168 FILED

MAY 19 '99 11-00AM

Dear Janice,

Enclosed are three (3) originals of the Memorandum of Railcar Lease Agreement dated as of April 20, 1999 between the following parties:

Lessor: CIT Group/Equipment Financing Inc

Lessee: Waste Research & Recovery Inc.

The equipment involved in this transaction is as follows:

Equipment: 15- 3230 c.f. Pressure Differential hopper railcars

Please file this Memorandum and return two (2) stamped original 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

MAY 19 '99

11-00AM

## MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 20th day of April, 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 Waste Research & Recovery Inc., a GA corporation, with an address at 6075 The Corners Parkway, Suite 207, Norcross, GA 30092-3329 (the "Lessee" and, together with the Lessor, the "Parties").

## KNOW ALL PERSONS BY THESE PRESENTS THAT:

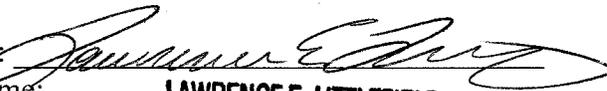
WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of April 20th, 1999 covering the equipment listed on Schedule A hereto (the "Equipment");

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.

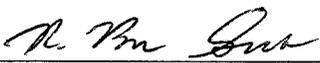
NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee 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

WASTE RESEARCH &amp; RECOVERY INC.

By:   
Name: R. Bruce Smith  
Title: President

STATE OF )  
 ) SS:  
COUNTY OF )

On this 20th day of April, 1999 before me personally appears R. Bruce Smith, to me personally known, who by me duly sworn, says that he/she is the president of WASTE RESEARCH & RECOVERY 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.

Flonda Coleman  
Notary Public

[SEAL]

My Commission expires:

**Notary Public, Forsyth County, Georgia**  
**My Commission Expires May 8, 2001**

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

On this 20<sup>th</sup> day of April, 1999 before me personally appears Lawrence Littlefield, 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>Reporting Marks and Nos.</u>	<u>Equipment Description</u>
1	CEFX 95050	New 3230 c.f. Pressure
2	CEFX 95051	Differential covered
3	CEFX 95052	hopper railcars
4	CEFX 95053	
5	CEFX 95054	
6	CEFX 95055	
7	CEFX 95056	
8	CEFX 95057	
9	CEFX 95058	
10	CEFX 95059	
11	CEFX 95060	
12	CEFX 95061	
13	CEFX 95062	
14	CEFX 95063	
15	CEFX 95067	