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• 19498

June 28, 1995

Louis E. Gitomer
Direct Dial: (202)466-6532

Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Secretary Williams:

I have enclosed two originals of each of the two documents described below, to be recorded pursuant to 49 U.S.C. § 11303.

I. The first document is a **Memorandum of Lease Agreement**, a primary document, dated as of June 28, 1995. We request that this document be recorded under the next available Recordation Number.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

Signet Leasing and Financial Corporation
7 St. Paul Street
Baltimore, MD 21203

Lessee:

Centex Construction Products, Inc.
3333 Lee Parkway, Suite 500
Dallas, TX 75219

A description of the equipment covered by the Memorandum of Lease Agreement consists of 120 115-ton twin covered hopper cars numbered NVCX 9500-9619, inclusive.

Countersignature - [Signature]

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OFFICE OF THE
SECRETARY
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Honorable Vernon A. Williams
June 28, 1995
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II. The second document is a **Memorandum of Sublease Agreement**, a secondary document, dated as of June 28, 1995. We request that this document be recorded under the "A" suffix of the Recordation Number assigned to the Memorandum of Lease Agreement.

The names and addresses of the parties to the Memorandum of Sublease Agreement are:

Lessor:

Centex Construction Products, Inc.
3333 Lee Parkway, Suite 500
Dallas, TX 75219

Lessee:

Nevada Cement Company
3333 Lee Parkway, Suite 500
Dallas, TX 75219

A description of the equipment covered by the Memorandum of Sublease Agreement consists 120 115-ton twin covered hopper cars numbered NVCX 9500-961975, inclusive.

A fee of \$42.00 is enclosed. Please return one original of each document to:

Louis E. Gitomer
Of Counsel
Ball, Janik & Novack
Suite 1035
1101 Pennsylvania Avenue, N.W.
Washington, DC 20004

A short summary of the documents to appear in the index follows: (1) a Memorandum of Lease Agreement between Signet Leasing and Financial Corporation, 7 St. Paul Street, Baltimore, MD 21203, and Centex Construction Products, Inc., 3333 Lee Parkway, Suite 500, Dallas, TX 75219; and (2) a Memorandum of Sublease Agreement between Centex Construction Products, Inc., 3333 Lee Parkway, Suite 500, Dallas, TX 75219, and Nevada Cement Company, 3333 Lee Parkway, Suite 500, Dallas, TX 75219,

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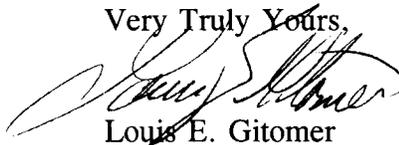
Honorable Vernon A. Williams

June 28, 1995

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both covering 120 115-ton twin covered hopper cars numbered NVCX 9500-961975,
inclusive.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Louis E. Gitomer", written in a cursive style.

Louis E. Gitomer

Enclosures



Interstate Commerce Commission
Washington, D.C. 20423-0001

6/28/98

Office Of The Secretary

Louis E. Gitomer
Ball, Janik & Novack
1101 Pennsylvania Ave., NW., Ste. 1038
Washington, DC., 20004

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/28/98st 3:40PM, and assigned recordation number(s) 19498-19498-A.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

(0100670046)

\$ 42.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

MEMORANDUM OF LEASE AGREEMENT

19498

dated as of June 18, 1995

between

CENTEX CONSTRUCTION PRODUCTS, INC.

as Lessee,

and

SIGNET LEASING AND FINANCIAL CORPORATION

as Lessor

FILED WITH THE INTERSTATE COMMERCE COMMISSION
PURSUANT TO 49 U.S.C. § 11303
on June __, 1995 at __: __ .m.

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of June 28, 1995, by and between SIGNET LEASING AND FINANCIAL CORPORATION, a Maryland corporation ("Lessor"), and CENTEX CONSTRUCTION PRODUCTS, INC., a Delaware corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, 120 Trinity 115-ton twin covered hopper cars bearing reporting marks and running numbers NVCX9500 through NVCX9619, inclusive, described in that certain Master Lease Agreement No. 2140, dated as of January 31, 1995, and Schedule No. 1 thereto and incorporating the terms thereof, dated as of June 28, 1995 (collectively, the "Lease"), between Lessor and Lessee.
2. The Lease shall be effective as of the Acceptance Date (as defined in the Lease) and shall be subject to the Lease Term and any Renewal Term, if applicable (as each such capitalized term is defined in the Lease).

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

SIGNET LEASING AND FINANCIAL CORPORATION

By: *H. Clifton*
Title: Vice President

CENTEX CONSTRUCTION PRODUCTS, INC.

By: _____
Title: _____

STATE OF MARYLAND)
CITY OF BALTIMORE) ss.

On this the 27th day of June, 1995 before me appeared *H. Clifton* GOTTWALS, the person who signed this instrument, who acknowledged that (s)he is the VICE PRESIDENT of SIGNET LEASING AND FINANCIAL CORPORATION and that being duly authorized (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

Cynthia A. Brown
Notary Public

My commission expires:

11/1/95

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

SIGNET LEASING AND FINANCIAL CORPORATION

By: _____
Title: _____

CENTEX CONSTRUCTION PRODUCTS, INC.

By: Richard D. Jones Jr.
Title: Executive Vice President - Chief Operating Officer

STATE OF MARYLAND)
) ss.
CITY OF BALTIMORE)

On this the ____ day of June, 1995 before me appeared _____, the person who signed this instrument, who acknowledged that (s)he is the _____ of SIGNET LEASING AND FINANCIAL CORPORATION and that being duly authorized (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

Notary Public

My commission expires:

STATE OF TEXAS)
) ss.
COUNTY OF DALLAS)

On this the 28th day of June, 1995 before me appeared Richard D. Jones, Jr. the person who signed this instrument, who acknowledged that (s)he is the EVP & COO of CENTEX CONSTRUCTION PRODUCTS, INC. and that being duly authorized (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

Deborah Pearcy
Notary Public

My commission expires:

10-21-96

