

3-110A003

# Taylor, Morell & Gitomer

April 20, 1993

Suite 210  
919 18th St., N.W.  
Washington, DC 20006  
(202) 466-6530/FAX (202) 466-6528

Suite 230  
310 Golden Shore  
Long Beach, CA 90802  
(310) 436-2519/FAX (310) 436-5393

Direct Dial: (202) 466-6532

RECORDATION NO. 18202 FILED 1425

APR 20 1993 12:55 PM

INTERSTATE COMMERCE COMMISSION

Honorable Sidney L. Strickland  
Secretary  
Interstate Commerce Commission  
Washington, DC 20423

Dear Secretary Strickland:

I have enclosed an original and certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11303.

The document is a Memorandum of Lease, dated as of March 31, 1993, a primary document. We request that this document be recorded under a new Recordation Number.

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

Lessor:

General Electric Railcar Leasing Services Corporation  
33 West Monroe Street  
Suite 2400  
Chicago, IL 60603

Lessee:

Trona Railway Company  
13068 Matin Street  
Trona, CA 93562

A description of the equipment covered by the document consists of 650 covered triple hopper cars numbered DGHX 3000-3649, inclusive, and 50 covered triple hopper cars numbered DGHX 4000-4049, inclusive.

A fee of \$16.00 is enclosed. Please return the original to:

Louis E. Gitomer  
Taylor, Morell & Gitomer  
Suite 210  
919 18th Street, N.W.  
Washington, DC 20006

*Louis E. Gitomer*

APR 20 12 55 PM '93  
RECEIVED

Honorable Sidney L. Strickland, Jr.  
April 20, 1993  
Page 2

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

Memorandum of Lease, dated as of March 31, 1993, between General Electric Railcar Leasing Services Corporation, 33 West Monroe Street, Suite 2400, Chicago, IL 60603, and Trona Railway Company, 13068 Martin Street, Trona, CA 93562, covering 650 covered triple hopper cars numbered DGHX 3000-3649, inclusive, and 50 covered triple hopper cars numbered DGHX 4000-4049, inclusive.

Very Truly Yours,



Louis E. Gitomer  
Counsel for  
General Electric Railcar Leasing  
Services Corporation

MEMORANDUM OF LEASE APR 20 1993 12:55 PM

INTERSTATE COMMERCE COMMISSION

This Memorandum of Lease is dated as of the 31, day of March, 1993 by GENERAL ELECTRIC RAILCAR LEASING SERVICES CORPORATION, a Delaware corporation ("Lessor") having an address at 33 West Monroe Street, Suite 2400, Chicago, Illinois 60603 and TRONA RAILWAY COMPANY, a California corporation ("Lessee"), having an address at 13068 Martin Street, Trona, CA 93562.

1. Lessor has leased to Lessee and Lessee has leased from Lessor certain covered hopper cars as more fully described on Schedule 1 attached hereto and made a part hereof (the "Units") pursuant to a Lease Agreement between Lessor and Lessee of even date herewith (the "Lease Agreement").
2. The Lease Agreement provides the terms and conditions under which the Units are leased to Lessee, including, without limitation, the lease term, the rental rate and terms relating to maintenance and risk of loss.
3. The purpose of this Memorandum is to provide notice of the foregoing lease arrangement. As between Lessor and Lessee, if this Memorandum conflicts with the Lease Agreement, the Lease Agreement will control.

IN WITNESS WHEREOF, Lessor and Lessee have executed this Memorandum as of the day and year first above written.

GENERAL ELECTRIC RAILCAR LEASING SERVICES CORPORATION

By: Ted F. Weiland  
Name: Ted F. Weiland  
Title: Senior Vice President

TRONA RAILWAY COMPANY

By: Mark C. Demotte  
Name: Mark C. Demotte  
Title: President

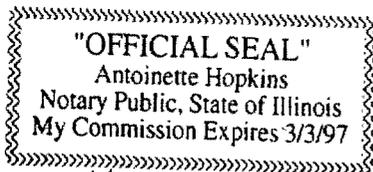
STATE OF ILLINOIS )  
 ) SS.  
COUNTY OF COOK )

I, the undersigned, a Notary Public in and for the County and State aforesaid, do hereby certify that Teed F. Weiland, a Senior Vice President of GENERAL ELECTRIC RAILCAR LEASING SERVICES CORPORATION, personally known to me to be the person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered this instrument at his free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 31, day of March, 1993.

Antoinette Hopkins  
Notary Public

My commission expires:

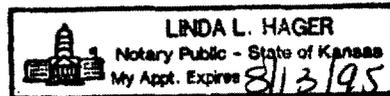


STATE OF Kansas )  
 ) SS  
COUNTY OF Johnson )

I, the undersigned, a Notary Public in and for the County and State aforesaid, do hereby certify that Mark C. Demetree, a President of TRONA RAILWAY COMPANY, personally known to me to be the person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered this instrument at his free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 31, day of March, 1993.

Linda Hager  
Notary Public



My commission expires: 8/13/95

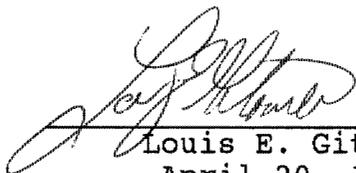
SCHEDULE 1

THE UNITS

| <u>Number<br/>of<br/>Cars</u> | <u>Type and Description</u>  | <u>Approximate<br/>Capacity<br/>(gallage or<br/>cubic feet)</u> |
|-------------------------------|--|---|
| 650                           | Covered triple hopper cars equipped with<br>trough hatches and gravity outlets<br>Specification L-30102A,<br>revised September 11, 1992<br><br>(DGHX 3000 through 3649)                    | 4,750 CF  |
| 50                            | Covered triple hopper cars equipped with<br>trough hatches and gravity pneumatic outlet<br>gates<br>Specifications L-30102A, revised<br>September 11, 1992<br><br>(DGHX 4000 through 4049) | 4,750 CF  |

**CERTIFICATION**

I, LOUIS E. GITOMER, have compared this copy of the original Memorandum of Lease dated as of March 31, 1993, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



---

Louis E. Gitomer  
April 20, 1993