

LAW OFFICES

ROSS & HARDIES

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

150 NORTH MICHIGAN AVENUE
CHICAGO, ILLINOIS 60601-7567
312-558-1000

TWX NUMBER
910-221-1154
TELECOPIER
312-750-8600

529 FIFTH AVENUE
NEW YORK, NEW YORK 10017-4608
212-949-7075

580 HOWARD AVENUE
SOMERSET, NEW JERSEY 08875-6739
201-563-2700

888 SIXTEENTH STREET, N.W.
WASHINGTON, D.C. 20006-4103
202-296-8600

SUSAN G. LICHTENFELD

0-320A062

November 15, 1990

RECORDATION NO 17083 FILED 1425

NOV 16 1990 3 17 PM

INTERSTATE COMMERCE COMMISSION

NOV 16 3 17 PM '90
RECORDATION UNIT

Ms. Noreta R. McGee
Secretary
INTERSTATE COMMERCE COMMISSION
12th Street & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are one original executed copy and three photostatic copies of a Memorandum of Lease Agreement, dated as of October 11, 1990, a primary document as defined in the Commission's Rules for the Recordation of Documents.

The name and address of the parties to the enclosed Memorandum of Lease Agreement are:

Lessor: Citicorp Railmark, Inc.
601 Midland Avenue
Rye, NY 10580

Lessee: JTM Industries, Inc.
Ash Management Division
1000 Cobb Place Boulevard
Building 400
Kennesaw, GA 30144

A description of the equipment covered by the enclosed document is set forth in Exhibit A to the Memorandum of Lease Agreement, a copy of which is attached to this letter.

Also enclosed is a check in the amount of \$15.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

November 15, 1990

Page 2

Kindly return the stamped original executed copy and two stamped photostatic copies of the enclosed document and the stamped photostatic copy of this letter to me at Ross & Hardies, 150 North Michigan Avenue, Chicago, Illinois 60601.

Following is a short summary of the enclosed documents:

Document to be Recorded

Memorandum of Lease Agreement dated as of October 11, 1990 between Citicorp Railmark, Inc., Lessor and JTM Industries, Inc., Ash Management Division, Lessee, covering 15 pressure differential covered hopper cars.

Very truly yours,


Susan G. Lichtenfeld

SGL:ssb

enc.

cc: Harry Toll
Tom McClusky
Steven Benza
Robert W. Kleinman

EXHIBIT A

**EQUIPMENT DESCRIPTION AND SCHEDULE OF RAILROAD CARS LEASED
BY
JTM INDUSTRIES, INC., ASH MANAGEMENT DIVISION,
FROM
CITICORP RAILMARK, INC.**

Fifteen (15) 3,000 c.f. capacity Pressure Differential Covered Hopper Cars, bearing road numbers (all inclusive):

EXISTING CAR MARKS & NUMBERS

NEW CAR MARKS & NUMBERS

PC 898074
PC 898080
PC 898009
PC 898055
PC 898046
CR 898016
PC 898008
CR 898083
PC 898031
CR 898087
CR 898029
CR 898063
CR 898071
CR 898007
CR 898070

CRIX 1540
CRIX 1541
CRIX 1542
CRIX 1543
CRIX 1544
CRIX 1545
CRIX 1546
CRIX 1547
CRIX 1548
CRIX 1549
CRIX 1550
CRIX 1551
CRIX 1552
CRIX 1553
CRIX 1554

Interstate Commerce Commission
Washington, D.C. 20423

11/19/90

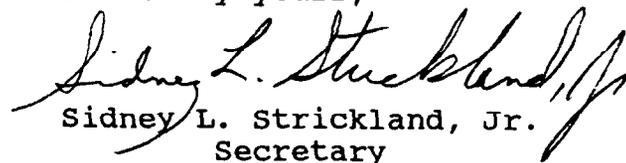
OFFICE OF THE SECRETARY

Susan G. Lichtenfeld
Ross & Hardies
150 North Michigan Avenue
Chicago, Illington 60601-7567

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 11/16/90 at 3:25pm , and assigned recordation number(s). 17083

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

MEMORANDUM OF LEASE AGREEMENT

Memorandum of Lease Agreement for fifteen (15) 100-ton 3,000 c.f. capacity Pressure Differential Covered Hopper Cars ("Lease Agreement") made and entered into as of October 11, 1990 by and between JTM Industries, Inc., Ash Management Division, a Texas corporation ("Lessee"), and Citicorp Railmark, Inc., a Delaware corporation ("Lessor").

RECORDATION NO 17083 FILED 1425

W I T N E S S E T H

NOV 16 1990 -3 30 PM

INTERSTATE COMMERCE COMMISSION

- 1. Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor fifteen (15) 100-ton 3,000 c.f. capacity Pressure Differential Covered Hopper Cars bearing the existing railroad reporting markings set forth on Exhibit A hereto.
- 2. The Lease Agreement shall be effective as of the date first set forth herein above and shall terminate on the later of (i) October 31, 1993 and (ii) compliance by Lessee with all of the terms of the Lease Agreement with respect to any Car; provided, however, that the Lease Agreement is subject to earlier termination as provided therein.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of this 11 date of October, 1990.

JTM INDUSTRIES, INC.
Ash Management Division

BY: *Dennis Z. Kudler*
ITS: Executive V.P.

CITICORP RAILMARK, INC.

BY: *Harry Victor Toll*
ITS: EXECUTIVE V.P.

EXHIBIT A

EQUIPMENT DESCRIPTION AND SCHEDULE OF RAILROAD CARS LEASED
BY
JTM INDUSTRIES, INC., ASH MANAGEMENT DIVISION,
FROM
CITICORP RAILMARK, INC.

Fifteen (15) 3,000 c.f. capacity Pressure Differential Covered
Hopper Cars, bearing road numbers (all inclusive):

EXISTING CAR MARKS & NUMBERS

NEW CAR MARKS & NUMBERS

PC 898074	CRIX 1540
PC 898080	CRIX 1541
PC 898009	CRIX 1542
PC 898055	CRIX 1543
PC 898046	CRIX 1544
CR 898016	CRIX 1545
PC 898008	CRIX 1546
CR 898083	CRIX 1547
PC 898031	CRIX 1548
CR 898087	CRIX 1549
CR 898029	CRIX 1550
CR 898063	CRIX 1551
CR 898071	CRIX 1552
CR 898007	CRIX 1553
CR 898070	CRIX 1554

STATE OF NEW YORK)
)
COUNTY OF WESTCHESTER)

SS:

On this 15th day of ~~October~~ November, 1990, before me personally appeared Harry Vicker Toll, to me personally known, who being duly sworn, says that he is an Executive V.P. of CITICORP RAILMARK, INC., that said instrument was signed and sealed on ~~October~~ November 15, 1990 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Thomas A. Matamoros
Notary Public

THOMAS A. MATAMOROS
Notary Public, State of New York
No 31-4723452
Qualified in New York County
Cert. Filed in Westchester County

[NOTARIAL SEAL]

My Commission Expires 12/31/92

STATE OF Georgia)
)
COUNTY OF Cobb)

SS:

On this 12th day of October, 1990, before me personally appeared Dennis L Kinder, to me personally known, who being duly sworn, says that he is an Executive Vice President of JTM INDUSTRIES, INC., Ash Management Division, that said instrument was signed and sealed on October 12, 1990 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Brandon C. Badley
Notary Public

[NOTARIAL SEAL]

My Commission Expires:

Notary Public, Paulding County, Georgia
My Commission Expires Aug. 21, 1993