

**BALL JANIK LLP**

A T T O R N E Y S

1455 F STREET, NW, SUITE 225  
WASHINGTON, D.C. 20005

www.balljanik.com

TELEPHONE 202-638-3307  
FACSIMILE 202-783-6947

LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

RECORDATION NO. 23296-F FILED

MAR 30 '01 10:20 AM

SURFACE TRANSPORTATION BOARD

lgitomer@bjllp.com

March 30, 2001

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

Dear Secretary Williams:

I have enclosed two originals of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a secondary document, dated as of March 30, 2001. The primary document to which this is connected is recorded under Recordation No. 23296. We request that one copy of this document be recorded under Recordation No. 23296-F.

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

Lessor:

LaSalle National Leasing Corporation  
One West Pennsylvania Avenue, Suite 1000  
Towson, MD 21204

Lessees:

Formosa Plastics Corporation, U.S.A.  
Formosa Transrail Corporation  
9 Peach Tree Hill Road  
Livingston, NJ 07039

A description of the equipment covered by the Memorandum of Lease Agreement consists of 160 286,000 pound 6,221 cubic feet specialty covered hopper cars numbered FPAX 200185, 200212, 200214, 200284, 200286, 200287, 200290, 200292, 200294, 200306, 200311, 200312, 200314-200357, inclusive, 200359, 200361-200373, inclusive, 200375-200377, inclusive, 200379, 200384-200388, inclusive, 200390, 200392, 200399-200401, inclusive,

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Honorable Vernon A. Williams  
March 30, 2001  
Page 2

200403, 200405, 200407, 200408, 200411, 200591, 201107-201171, inclusive, 201173, 201437, 201441, 201442, and 201444.

A fee of \$ 28.00 is enclosed. Please return one original to:

Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between LaSalle National Leasing Corporation, One West Pennsylvania Avenue, Suite 1000, Towson, MD 21204, and Formosa Plastics Corporation, U.S.A., and Formosa Transrail Corporation, 9 Peach Tree Hill Road, Livingston, NJ 07039, covering 160 286,000 pound 6,221 cubic feet specialty covered hopper cars numbered FPAX 200185, 200212, 200214, 200284, 200286, 200287, 200290, 200292, 200294, 200306, 200311, 200312, 200314-200357, inclusive, 200359, 200361-200373, inclusive, 200375-200377, inclusive, 200379, 200384-200388, inclusive, 200390, 200392, 200399-200401, inclusive, 200403, 200405, 200407, 200408, 200411, 200591, 201107-201171, inclusive, 201173, 201437, 201441, 201442, and 201444.

Very Truly Yours,



Louis E. Gitomer

Enclosures

RECORDATION NO. 23296-F FILED

MAR 30 2001 9-26 AM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

dated as of March 30, 2001

between

FORMOSA PLASTICS CORPORATION, U.S.A. AND FORMOSA  
TRANSRAIL CORPORATION  
as Lessees,

and

LASALLE NATIONAL LEASING CORPORATION, ITS SUCCESSORS  
AND ASSIGNS  
as Lessor

FILED WITH THE SURFACE TRANSPORTATION BOARD  
PURSUANT TO 49 U.S.C. § 11301  
on \_\_\_\_\_, 2001 at \_\_:\_\_.m.

## MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of March 30, 2001, by and between LASALLE NATIONAL LEASING CORPORATION, ITS SUCCESSORS AND ASSIGNS ("Lessor"), and FORMOSA PLASTICS CORPORATION, U.S.A. and FORMOSA TRANSRAIL CORPORATION, their successors and assigns (each a "Co-Lessee", and hereinafter collectively referred to as, "Lessee"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain railcars described on Schedule A attached hereto.

All of such railcars are more fully described in that certain Railcar Master Lease Agreement dated as of September 29, 2000, and Schedule No. 5 thereto and incorporating the terms thereof, dated as of March 30, 2001 (together with all of the riders, schedules and other attachments thereto, collectively, the "Lease"), each between Lessor and Lessee (and the Obligations thereunder and with respect thereto being the joint and several obligations of the Co-Lessees).

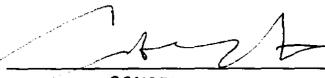
2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.

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.

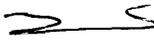
LASALLE NATIONAL LEASING CORPORATION

By:   
Name: CONSTANCE W. LANCASTER  
Title: 1st VICE PRESIDENT

FORMOSA PLASTICS CORPORATION, U.S.A.

By:   
Name: T.Y. Liao  
Title: AVP & Treasurer

FORMOSA TRANSRAIL CORPORATION

By:   
Name: T.Y. Liao  
Title: AVP & Treasurer

STATE OF MARYLAND )  
 ) ss.  
COUNTY OF Baltimore )

On this 29<sup>th</sup> day of March, 2001 before me appeared Constance W. Lancaster, the person who signed this instrument, who acknowledged that (s)he is the 1<sup>st</sup> Vice President of LASALLE NATIONAL LEASING CORPORATION and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

[Seal] REGINA M. MCMANUS  
NOTARY PUBLIC  
BALTIMORE COUNTY

Regina M. McManus  
Notary Public

My commission expires:

10/1/04

STATE OF New Jersey )  
 ) ss.  
COUNTY OF Essex )

On this 29<sup>th</sup> day of March, 2001 before me appeared T.Y. Liao, the person who signed this instrument, who acknowledged that the is the AVP & Treasurer of FORMOSA PLASTICS CORPORATION, U.S.A. and that, being duly authorized, he signed such instrument as a free act on behalf of said corporation.

[Seal]

[Signature]  
Notary Public

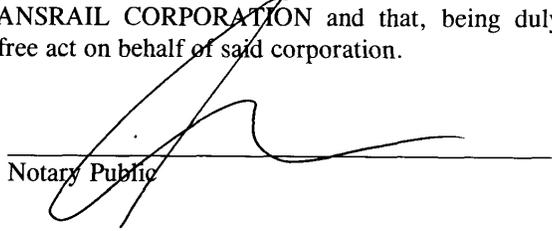
My commission expires:

NORBERTO JOSE TORRES,  
Notary Public of New Jersey  
My Commission Expires Sept. 10, 2002

STATE OF New Jersey )  
 ) ss.  
COUNTY OF Essex )

On this 29<sup>th</sup> day of March, 2001 before me appeared T.Y. Liao,  
the person who signed this instrument, who acknowledged that he is the  
AVP & Treasurer of FORMOSA TRANSRAIL CORPORATION and that, being duly  
authorized, he signed such instrument as a free act on behalf of said corporation.

[Seal]

  
\_\_\_\_\_  
Notary Public

My commission expires:

**NORBERTO JOSE TORRES**  
Notary Public of New Jersey  
My Commission Expires Sept. 10, 2002

SCHEDULE A  
TO MEMORANDUM OF LEASE AGREEMENT

**DESCRIPTION OF RAILCARS AND REPORTING MARKS**

SEE ATTACHED LISTING

# LASALLE NATIONAL LEASING CORPORATION

## SCHEDULE OF EQUIPMENT

Lessee: FORMOSA PLASTICS CORPORATION, U.S.A. & FORMOSA TRANSRAIL CORPORATION

Approved By: \_\_\_\_\_  
 (Lessee to initial each page)

Attached to Bill of Sale dated \_\_\_\_\_ 19 \_\_\_\_\_  
 and/or \_\_\_\_\_  
 Equipment located at:  
 201 Formosa Drive  
 Street No.

Equipment Schedule No. 5      Point Comfort    Calhoun                      TX                      77978  
 City                      County                      State                      Zip

Manufacturer and/or Vendor Name & Invoice No.	Description	Invoice Cost
Trinity Industries, Inc. PO Box 911742 Dallas, TX 75391-1742	15 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX201107-113, 115-119, 122-124	
Invoice No.: 572387	<b>INVOICE TOTAL</b>	
Invoice No.: 572781	16 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX200212, 214, 312, 314-322, 324-325, 327, 330	
	<b>INVOICE TOTAL</b>	
Invoice No.: 572842	5 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX200329, 201437, 441-442, 444	
	<b>INVOICE TOTAL</b>	
Invoice No.: 572844	5 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX201120-121, 125-126, 128	
	<b>INVOICE TOTAL</b>	

# LASALLE NATIONAL LEASING CORPORATION

## SCHEDULE OF EQUIPMENT

Lessee: FORMOSA PLASTICS CORPORATION, U.S.A. & FORMOSA TRANSRAIL CORPORATION

Approved By: \_\_\_\_\_  
 (Lessee to initial each page)

Attached to Bill of Sale dated \_\_\_\_\_, 19\_\_\_\_  
 and/or \_\_\_\_\_  
 Equipment located at:  
 201 Formosa Drive  
 Street No.

Equipment Schedule No. 5 Point Comfort Calhoun TX 77978  
 City County State Zip

Manufacturer and/or Vendor Name & Invoice No.	Description	Invoice Cost
Invoice No.: 572906	8 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX200323, 326, 328, 331-333, 336, 338	
	<b>INVOICE TOTAL</b>	
Invoice No.: 572953	13 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX200185, 286-287, 311, 334-335, 337, 339-343, 346	
	<b>INVOICE TOTAL</b>	
Invoice No.: 572985	8 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX200344-345, 347-350, 353-354	
	<b>INVOICE TOTAL</b>	
Invoice No.: 573205	6 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX200284, 290, 292, 294, 351, 356	
	<b>INVOICE TOTAL</b>	

# LASALLE NATIONAL LEASING CORPORATION

## SCHEDULE OF EQUIPMENT

Lessee: FORMOSA PLASTICS CORPORATION, U.S.A. & FORMOSA TRANSRAIL CORPORATION

Approved By: \_\_\_\_\_  
(Lessee to initial each page)

Attached to Bill of Sale dated \_\_\_\_\_, 19\_\_\_\_  
and/or \_\_\_\_\_  
Equipment located at:  
201 Formosa Drive  
Street No.

Equipment Schedule No. 5 Point Comfort Calhoun TX 77978  
City County State Zip

Manufacturer and/or Vendor Name & Invoice No.	Description	Invoice Cost
Invoice No.: 573246	20 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX201114, 127, 129, 131-144, 147-148, 150  <b>INVOICE TOTAL</b>	
Invoice No.: 573298	7 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX200355, 357, 359, 361, 363, 365, 368  <b>INVOICE TOTAL</b>	
Invoice No.: 573357	14 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX200306, 352, 362, 364, 366-367, 369-373, 375, 377, 385  <b>INVOICE TOTAL</b>	
Invoice No.: 573398	7 - Specialty Covered Hopper Railcars, All-Steel Construction, 109 tons load limit, 286,000 lbs GRL, 6,221 cubic feet capacity, pneumatic discharge Railcar numbers: FPAX200376, 379, 386-388, 390, 392  <b>INVOICE TOTAL</b>	

