



Joseph Transportation Services, Inc.
a subsidiary of Joseph Transportation

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April 7, 2003

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20006-0001

RECORDATION NO. 24396 FILED

APR 08 '03 3-26 PM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Please find enclosed, two (2) originals of the Memorandum of Railroad Equipment Lease Agreement dated as of February 20, 2003 between the following parties:

Lessee: Ramp Management, LLC
900 W, Rusk, Suite A
Rockwall, TX 75087

Lessor: Joseph Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment, (3) locomotives, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated as of February 20, 2003 related to three (3) locomotives bearing reporting marks NIS 202, 1992 & 201.

Please file this agreement as a primary document. The amount of \$30.00 is included on the enclosed check for the filing fees for this document. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 929-4500 ext. 4239.

Sincerely,

Joseph Transportation Services, Inc.

Julie M. Woodard
Documentation Coordinator

Enclosures

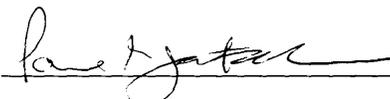
**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 20th day of February, 2003, is intended to evidence the lease dated as of February 20, 2003 (the "Lease"), between **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **RAMP MANAGEMENT, LLC**, a Texas limited liability company ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the three (3) locomotives described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

JOSEPH TRANSPORTATION SERVICES, INC.

RAMP MANAGEMENT, LLC

By: 
Name: Paul G. Jantsch
Title: President
Date: February 20, 2003

By: 
Name: Thomas L. Eamsam
Title: President
Date: 2/26/03

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SURFACE TRANSPORTATION BOARD

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 20th day of February, 2003, by Paul G. Jantsch, the President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.



LINDA M. BAUGHMAN
Notary Public, State of Ohio
My Commission Expires
July 22, 2007

Linda M. Baughman
Notary Public

STATE OF Texas)
)
COUNTY OF Rockwall) SS:

The foregoing instrument was acknowledged before me this 26th day of February, 2003, by Thomas L Earnshaw the President of Ramp Management, a Texas LLC corporation, on behalf of the corporation.

Simona Dove Mullina
Notary Public

My Commission expires:

July 8, 2006

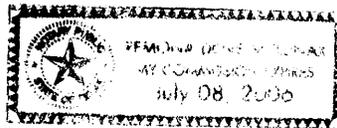


EXHIBIT A

To the Memorandum of Lease dated February 20, 2003, between Joseph Transportation Services, Inc. and Ramp Management, LLC.

DESCRIPTION OF UNITS

Three (3) locomotives railcars bearing reporting marks as follows:

NIS 202, NIS 1992 and NIS 201, respectively