



**Joseph Transportation Services, Inc.**  
*a subsidiary of Joseph Transportation*

RECORDATION NO. 24502 FILED

JUN 26 '03

4-25 PM

SURFACE TRANSPORTATION BOARD



June 24, 2003

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

Dear Mr. Williams:

Please find enclosed, one (1) original and one (1) copy of the Memorandum of Railroad Equipment Lease Agreement dated as of May 27, 2003 between the following parties:

Lessee: New Boston Rail Services, LLC  
15 Lawyers Row  
Centreville, MD 21617

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

Please see Exhibit A for the equipment, (1) locomotive, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated May 27, 2003 related to one (1) locomotive bearing reporting mark JTPX 1803.

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

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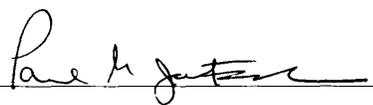
**MEMORANDUM OF  
RAILROAD EQUIPMENT LEASE AGREEMENT**

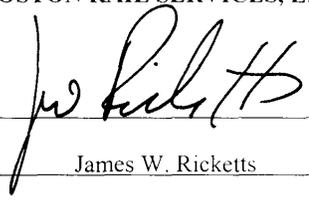
This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 27<sup>th</sup> day of May, 2003, is intended to evidence the lease dated as of May 27, 2003 (the "Lease"), between **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **NEW BOSTON RAIL SERVICES, LLC**, a Michigan 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 one (1) locomotive described in Exhibit A attached hereto (the "Unit"). Lessee is renting from Lessor the Unit at the rental 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.**

**NEW BOSTON RAIL SERVICES, LLC**

By: 

By: 

Name: Paul G. Jantsch

Name: James W. Ricketts

Title: President

Title: President

STATE OF OHIO )  
 ) SS:  
COUNTY OF HAMILTON )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of May, 2003, by Paul G. Jantsch, the President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Angela Denise Watts  
Notary Public **ANGELA DENISE WATTS**  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147.03 O.R.C.

My Commission expires:  
\_\_\_\_\_

STATE OF Maryland )  
 ) SS:  
COUNTY OF Queen Anne )

The foregoing instrument was acknowledged before me this 13 day of June, 2003, by James W. Ricketts, the President of New Boston Rail Services, LLC, a Michigan limited liability company, on behalf of the company.

Deborah G. Gie  
Notary Public

My Commission expires:

3/8/06

**EXHIBIT A**

To the Memorandum of Lease dated May 27, 2003, between Joseph Transportation Services, Inc. and New Boston Rail Services, LLC.

**DESCRIPTION OF UNITS**

One (1) locomotive bearing reporting mark as follows:

JTPX 1803