

RECORDATION NO. 22260 # FILED

JUN 27 '03

2-49 PM

SURFACE TRANSPORTATION BOARD

VIA UPS 2<sup>nd</sup> DAY AIR

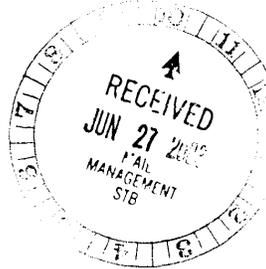
FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Tel 847.318.7575  
Fax 847.318.7588

June 25, 2003

Mr. Vernon E. Williams  
Surface Transportation Board  
1925 K Street, N.W., Room 704  
Washington, DC 20423-0001  
Attn: Recordation of Railroad Equipment



**Re: Memorandum of Lease Agreement**

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and two (2) copies of a Memorandum of Lease Agreement, dated May 21, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Commission under Recordation Number 22260.

The names and addresses of the parties to the enclosed document are:

Lessor:	First Union Rail Corporation One O'Hare Center 6250 River Road, Suite 5000 Rosemont, IL 60018	Lessee:	CSX Transportation Inc. 500 Water Street Jacksonville, FL 32202
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A description of the railroad equipment covered by the enclosed document is eighty-eight (88) Plate "F" box cars, with NOKL marks, (see Exhibit A for numbers).

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

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions or concerns regarding the above-referenced matter, please feel free to contact me at (847) 384-5342. Thank you for your cooperation in this matter.

Very truly yours,

A handwritten signature in cursive script that reads "Amy Romo".

Amy Romo  
Manager of Documentation

Enclosures

(CSXT054)

RECORDATION NO. 22260-H FILED

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ASSGN. NO.: CSXT054

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 21<sup>st</sup> day of May, 2003, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and CSX Transportation, Inc., ("Lessee"), a Virginia corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of January 16, 1995, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 27 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of April 14, 2003, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

**LESSOR:**

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR  
Vice President Sales & Marketing

By: Amy Carorse

Name: Amy Carorse

Title: \_\_\_\_\_

Title: Manager of Documentation Executed on this 21<sup>st</sup> day of May, 2003.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, SUSAN GROKULSKY, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 21<sup>st</sup> day of May, 2003.

Susan Grokulska  
Notary Public

My Commission Expires:

8-14-2004  
(Notary Public)



**LESSEE:**

CSX TRANSPORTATION, INC.

By: [Signature]

Name: Evgen T. Bell

Title: Director - Lease Finance

ATTEST:

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Executed on this 13<sup>th</sup> day of May, 2003.

[CORPORATE SEAL]

STATE OF Florida

COUNTY OF Duval

I, Edmund T. Johnson IV, a Notary Public of the County and State aforesaid, certify that Evgen T. Bell personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 13<sup>th</sup> day of May, 2003.



Edmund T. Johnson, IV  
MY COMMISSION # DD115791 EXPIRES  
June 4, 2006  
BONDED THROUGH TROY FAIR INSURANCE, INC.

[Signature]  
Notary Public

Commission Expires:  
6/4/06  
(Notary Public)

**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

NUMBER OF CARS: Eighty-eight (88)

DESCRIPTION OF CARS: Plate "F" box cars equipped with 12' doors

CAR NUMBERS: See below:

NOKL 570421	NOKL 570609	NOKL 570669
NOKL 570422	NOKL 570611	NOKL 570675
NOKL 570423	NOKL 570617	NOKL 570676
NOKL 570424	NOKL 570618	NOKL 570677
NOKL 570425	NOKL 570619	NOKL 570678
NOKL 570426	NOKL 570620	NOKL 570679
NOKL 570427	NOKL 570621	NOKL 570680
NOKL 570428	NOKL 570622	NOKL 570683
NOKL 570429	NOKL 570628	NOKL 570685
NOKL 570430	NOKL 570629	NOKL 570687
NOKL 570431	NOKL 570630	NOKL 570689
NOKL 570432	NOKL 570632	NOKL 570690
NOKL 570433	NOKL 570638	NOKL 570691
NOKL 570434	NOKL 570639	NOKL 570693
NOKL 570436	NOKL 570640	NOKL 570694
NOKL 570438	NOKL 570641	NOKL 570695
NOKL 570439	NOKL 570642	NOKL 570697
NOKL 570440	NOKL 570643	NOKL 570698
NOKL 570441	NOKL 570644	Count: 88
NOKL 570442	NOKL 570646	
NOKL 570443	NOKL 570647	
NOKL 570444	NOKL 570648	
NOKL 570445	NOKL 570649	
NOKL 570446	NOKL 570651	
NOKL 570447	NOKL 570652	
NOKL 570448	NOKL 570653	
NOKL 570573	NOKL 570654	
NOKL 570582	NOKL 570655	
NOKL 570583	NOKL 570656	
NOKL 570592	NOKL 570657	
NOKL 570599	NOKL 570658	
NOKL 570600	NOKL 570659	
NOKL 570602	NOKL 570660	
NOKL 570607	NOKL 570661	
NOKL 570608	NOKL 570662	