

FIRST UNION RAIL

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

Tel 847.318.7575
Fax 847.318.7588

RECORDATION NO. 25418-6 FILED

JUL 21 '05 11-04 AM

SURFACE TRANSPORTATION BOARD

VIA UPS 2nd DAY AIR

July 13, 2005

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 three (3) originals of a Memorandum of Lease Agreement, dated April 5, 2005, 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 25418.

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

<p>Lessor: First Union Rail Corporation One O'Hare Center 6250 River Road, Suite 5000 Rosemont, IL 60018</p>	<p>Lessee: LogicHaul, L.L.C. US Hwy 49 South Berlin, WI 54923</p>
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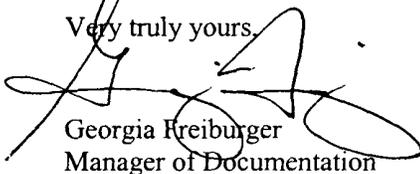
A description of the railroad equipment covered by the enclosed document is fifteen (15) 4600/4750 cu. ft. covered hopper cars, with FURX marks (see Exhibit A for car numbers).

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

Also enclosed is a check in the amount of \$33.00 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 regarding the above-referenced matter, please contact me at (847) 384-5387. Thank you for your cooperation in this matter.

Very truly yours,


Georgia Freiburger
Manager of Documentation

Enclosures

(LOHA003)

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 5th day of April, 2005, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and LogicHaul L.L.C. ("Lessee"), a Wisconsin corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of November 30, 2004, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 3 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of April 24, 2005, 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: [Signature]
Name: K.A. Dornakowski
Title: DIRECTOR OF DOCUMENTATION

By: [Signature]
Name: RICHARD F. SEYMOUR
Title: Vice President Sales & Marketing

Executed on this 5th day of April, 2005.

[CORPORATE SEAL]

RECORDATION NO. 25418-B FILED

JUL 21 '05 11-04 AM

STATE OF ILLINOIS
COUNTY OF COOK

SURFACE TRANSPORTATION BOARD

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 5th day of April, 2005.

[Signature]
Notary Public

My Commission Expires:
8-14-2008
(Notary Public)



LESSEE:

LOGICHAUL, L.L.C.

By: Robert J Bartol

Name: Robert J Bartol

Title: Director of Operations

ATTEST:

By: _____

Name: _____

Title: _____

Executed on this 1st day of April, 2005.

[CORPORATE SEAL]

STATE OF Wisconsin

COUNTY OF Green Lake

I, Lynnette K Wilde, a Notary Public of the County and State aforesaid, certify that Robert Bartol 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 1st day of April, 2005.

Lynnette K Wilde
Notary Public

Commission Expires:

6-2006
(Notary Public)

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Fifteen (15)

DESCRIPTION OF CARS: 4600/4750 cubic foot capacity Covered Hopper Cars with trough hatches and gravity outlet gates.

CAR NUMBERS:

FURX	822009
FURX	822267
FURX	822330
FURX	822483
FURX	822516
FURX	823163
FURX	827028
FURX	827681
FURX	828242
FURX	828315
FURX	828352
FURX	828730
FURX	828790
FURX	828825
FURX	829661
Count:	15