

**The Huntington National Bank**

105 East Fourth Street,  
Suite 120  
Cincinnati, OH 45202  
513/762-5184; fax 513/762-1843

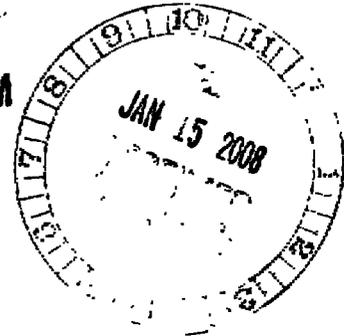
Surface Transportation Board  
Office of Proceedings  
395 E Street, SW  
Washington, DC 20423-0001

RECORDATION NO 27350 FILE

DEC 15 '08

2-45 PM

SURFACE TRANSPORTATION BOARD



January 14, 2008

Dear Surface Transportation Board,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) is a copy of a Memorandum of Lease, dated as of December 15, 2007, a primary document as defined in the Board's Rules of Recordation of Documents.

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

Lessor: The Huntington National Bank  
105 East Fourth Street, Suite 120  
Cincinnati, OH 45202

Lessee: Rail Connection, Inc.  
737 Eleanor Industrial Park  
Eleanor, WV 25070

A description of the railroad equipment covered by the enclosed document is:

(75) Railcars

JOSX10127, JOSX10211, JOSX2495, JOSX7260, JOSX10114, JOSX10272, JOSX10535, JOSX10503, JOSX10189,  
JOSX3708, JOSX3703, JOSX10168, JOSX2457, JOSX10511, JOSX10203, JOSX10274, JOSX10299, JOSX10144,  
JOSX10173, JOSX14112, JOSX10375, JOSX14084, JOSX10517, JOSX10421, JOSX10339, JOSX10502, JOSX14007,  
JOSX4087, JOSX10147, JOSX10178, JOSX10322, JOSX14032, JOSX3701, JOSX10136, JOSX10166, JOSX10185,  
JOSX10205, JOSX10227, JOSX10232, JOSX10235, JOSX10354, JOSX10392, JOSX10501, JOSX10504, JOSX10515,  
JOSX10535, JOSX10544, JOSX10564, JOSX10138, JOSX10200, JOSX10204, JOSX10210, JOSX10384, JOSX10297,  
JOSX10538, JOSX10003, JOSX7257, JOSX10143, JOSX3773, JOSX10161, JOSX10002, JOSX2420, JOSX2489,  
JOSX10233, JOSX10238, JOSX2408, JOSX10000, JOSX10293, JOSX7283, JOSX10400, JOSX7265, JOSX3714,  
JOSX10548, JOSX2484, JOSX10530

A short summary of the document to appear in the index is:

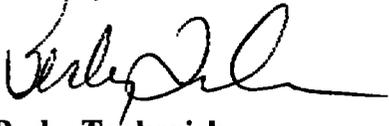
Memorandum of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

If you have any questions, please don't hesitate to call.

Sincerely,

A handwritten signature in black ink, appearing to read 'Becky Tonkovich', written over a horizontal line.

**Becky Tonkovich**  
Sales Coordinator  
105 East Fourth Street  
Suite 120 (CN01)  
Cincinnati, OH 45202  
Phone: 513-639-3008  
Fax: 877-343-5676  
[Rebecca.Tonkovich@huntington.com](mailto:Rebecca.Tonkovich@huntington.com)



MEMORANDUM OF LEASE

- 1) Pursuant to that certain Master Lease Agreement dated October 16, 2006 and the related Financing Lease Schedule No. 6243.08 dated December 15, 2007 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease".
- 2) The addresses of the parties are as follows:
 

Lessor	The Huntington National Bank Equipment Finance Division 105 East Fourth Street Cincinnati, OH 45202
Lessee	Rail Connection, Inc. PO Box 800 Eleanor, WV 25070
- 3) The term of the Lease is three years commencing on December 15, 2007 and will expred on December 15, 2012 unless otherwise extended or amended by the parties
- 4) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement
- 5) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart

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SURFACE TRANSPORTATION BOARD

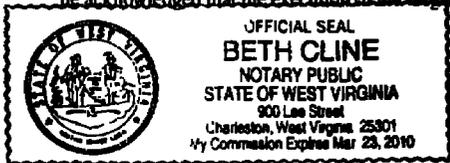
IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of

12-20-07  
 NOTARY PUBLIC  
 BY [Signature]  
 MARCH 7, 2009  
 OHIO

The Huntington National Bank  
 By [Signature]  
 Name TODD SCHEMMELE  
 Title Sales Coordinator

State of Ohio, County of Hamilton

On 12/20/07 before me personally appeared TODD Schemmel to me personally know, who being by me duly sworn says that his is Sales Coordinator of the Huntington National Bank, and that he executed the forgoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the forgoing instrument was the free act and deed of said corporation.



[Signature]  
 Notary Public  
 My commission expires March 23, 2010

Rail Connection, Inc.  
 By: [Signature]  
 Name: Warren K. Higginbotham  
 Title: Vice President

State of West Virginia, County of Putnam

On 12-14-07 before me personally appeared Warren K. Higginbotham to me personally know, who being by me duly sworn says that he is Vice President of Rail Connection, Inc. and that he executed the foregoing instrument on behalf of said corporation buy authority of its Board of Directors, and he acknowledged that the execution of the forgoing instrument was the free act and deed of said corporation.

[Signature]  
 Notary Public  
 My commission expires



**EXHIBIT A  
DESCRIPTION OF RAILCARS**

This is Exhibit A to the Memorandum of Lease dated December 15, 2007 between The Huntington National Bank as Lessor and Rail Connection, Inc. as Lessee.

**Quantity of Cars:** (75) JOSX Railcars

**Description of Cars:**

1	JOSX	10127	38	JOSX	10227
2	JOSX	10211	39	JOSX	10232
3	JOSX	2495	40	JOSX	10235
4	JOSX	7260	41	JOSX	10354
5	JOSX	10114	42	JOSX	10392
6	JOSX	10272	43	JOSX	10501
7	JOSX	10535	44	JOSX	10504
8	JOSX	10503	45	JOSX	10515
9	JOSX	10189	46	JOSX	10534
10	JOSX	3708	47	JOSX	10544
11	JOSX	3703	48	JOSX	10564
12	JOSX	10168	49	JOSX	10138
13	JOSX	2457	50	JOSX	10200
14	JOSX	10511	51	JOSX	10204
15	JOSX	10203	52	JOSX	10210
16	JOSX	10274	53	JOSX	10384
17	JOSX	10299	54	JOSX	10297
18	JOSX	10144	55	JOSX	10538
19	JOSX	10173	56	JOSX	10003
20	JOSX	14112	57	JOSX	7257
21	JOSX	10375	58	JOSX	10143
22	JOSX	14084	59	JOSX	3773
23	JOSX	10517	60	JOSX	10161
24	JOSX	10421	61	JOSX	10002
25	JOSX	10339	62	JOSX	2420
26	JOSX	10502	63	JOSX	2489
27	JOSX	14007	64	JOSX	10233
28	JOSX	4087	65	JOSX	10238
29	JOSX	10147	66	JOSX	2408
30	JOSX	10178	67	JOSX	10000
31	JOSX	10322	68	JOSX	10293
32	JOSX	14032	69	JOSX	7283
33	JOSX	3701	70	JOSX	10400
34	JOSX	10136	71	JOSX	7265
35	JOSX	10166	72	JOSX	3714
36	JOSX	10185	73	JOSX	10548
37	JOSX	10205	74	JOSX	2484
			75	JOSX	10530

6-24