



Joseph Transportation Services, Inc.
a subsidiary of Joseph Transportation



15 September, 2000

Ms. Taledia Stokes
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

RECORDATION NO. 22070-A FILED
SEP 21 '00 12-48 PM
SURFACE TRANSPORTATION BOARD

Dear Ms. Stokes:

Please find enclosed, one (1) original and one (1) copy of the Memorandum of Amendment No. 1 dated as of August 16, 2000, between the following parties:

Lessee: ECDC Environmental, L.C.
3110 South 900 West
South Salt Lake City, UT 84119

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

Please see Exhibit A attached hereto for the equipment, (100) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Amendment No. 1 dated August 10, 2000 related to one hundred (100) railcars bearing reporting marks ECXX 98001-98148, sporadic.

Please file this as a secondary document under the Recordation Number 22070-A, as it relates to the document previously filed with the Surface Transportation Board under Recordation Number 22070.

The filing fee for this document in the amount of \$26.00, is included in the enclosed check #12821. 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. 137.

Sincerely,

A handwritten signature in black ink, appearing to read 'Barb Brzezicki', with a large, stylized flourish at the end.

Barb Brzezicki
Documentation Coordinator
JOSEPH TRANSPORTATION SERVICES

MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT
AMENDMENT NO. 1

SEP 21 '00 12-48 PM

SURFACE TRANSPORTATION BOARD

This MEMORANDUM OF RAILROAD EQUIPMENT LEASE AMENDMENT NO. 1 ("Memorandum of Lease Amendment No. 1") entered into this 10th day of August, 2000, is intended to evidence the Amendment No. 1 to the Railroad Equipment Lease dated as of August 10, 2000 (the "Amendment No. 1"), between JOSEPH TRANSPORTATION SERVICES, INC. (formerly known as "DJJ TRANSPORTATION SERVICES, INC."), a Delaware corporation ("Lessor"), and ECDC ENVIRONMENTAL, L.C., a Utah 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.

FURTHER, the Memorandum of Railroad Equipment Lease (the "Memorandum of Lease") dated February 16, 1999, between Lessor and Lessee, was duly filed with the Surface Transportation Board ("STB") on March 12, 1999 with Recordation No. 22070. This Memorandum of Amendment No. 1 should receive Recordation No. 22070-A.

98126 *PLZ*
WHEREAS, Amendment No. 1 to the Lease deletes the railcar bearing reporting mark ECXX ~~96426~~ from the Lease. Lessee has returned such railcar to the Lessor and all interest of the Lessee, its successors and assigns, in such railcar arising pursuant to the Lease has been terminated.

96044
98044 *PLZ*
FURTHER, Amendment No. 1 to the Lease adds the railcar bearing reporting mark ECXX ~~96044~~ to the Lease.

Lessee has the right to use the one hundred (100) railcars described in Exhibit A attached hereto and is renting from Lessor all such railcars 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.

ECDC ENVIRONMENTAL, L.C.

BY: *Paul E. Loebig*

BY: *W.C. Travis III*

NAME: Paul E. Loebig

NAME: W.C. Travis III

TITLE: Vice President

TITLE: Vice President

DATE: August 10, 2000

DATE: August 10, 2000

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 10th day of August, 2000, by Paul E. Loebig, the Vice President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

My Commission expires:
July 22, 2002



Notary Public **SHELLEY B. BACON**
Notary Public, State of Ohio
My Commission Expires July 22, 2002



STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 10th day of August, 2000, by W.C. Travis III, the Vice President of ECDC Environmental, L.C., a Utah limited liability company, on behalf of the company.

My Commission expires:
July 22, 2002



Notary Public **SHELLEY B. BACON**
Notary Public, State of Ohio
My Commission Expires July 22, 2002

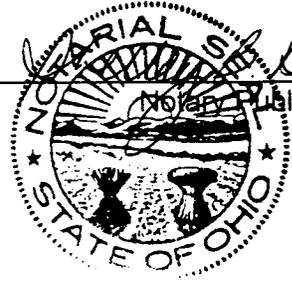


EXHIBIT A

To the Memorandum of Lease Amendment No. 1 dated August 10, 2000, between Joseph Transportation Services, Inc. and ECDC Environmental, L.C.

DESCRIPTION OF UNITS

One hundred (100), railcars bearing reporting marks as follows:

ECXX

98001, 98002, 98003, 98004, 98005, 98007, 98011, 98015, 98016, 98018, 98019, 98021, 98023, 98025, 98026, 98029, 98031, 98032, 98033, 98035, 98036, 98043, 98044, 98045, 98046, 98050, 98051, 98052, 98053, 98054, 98055, 98056, 98057, 98059, 98060, 98061, 98062, 98063, 98064, 98065, 98066, 98067, 98069, 98070, 98071, 98072, 98073, 98074, 98075, 98076, 98077, 98078, 98079, 98080, 98081, 98082, 98083, 98084, 98085, 98086, 98087, 98088, 98091, 98093, 98095, 98096, 98097, 98098, 98099, 98100, 98101, 98103, 98105, 98106, 98109, 98111, 98112, 98114, 98116, 98117, 98118, 98119, 98120, 98122, 98125, 98128, 98129, 98131, 98132, 98133, 98135, 98137, 98138, 98139, 98140, 98142, 98144, 98146, 98147, 98148

CERTIFICATE

The undersigned, LINDA M. BAUGHMAN notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.

Linda M. Baughman
Notary Public