



First Union Rail Corporation  
 One O'Hare Center  
 6250 River Road, Suite 5000  
 Rosemont, IL 60018-4214  
 Tel 847 318-7575  
 Fax 847 318-7588

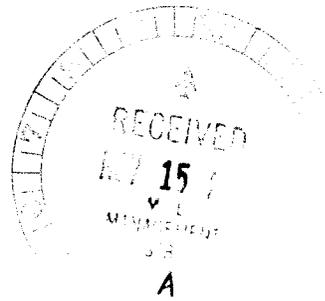
RECORDATION NO. **22477-A** FILED

VIA UPS NEXT DAY AIR

November 14, 2000

NOV 20 '00 12-22 PM  
 TS  
 SURFACE TRANSPORTATION BOARD

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 April 10, 2000, 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 22477 on October 19, 1999.

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: Lignotech, U.S.A., Inc.          100 Highway 51 South          Rothschild, WI 54474-1196</p>
---	---

A description of the railroad equipment covered by the enclosed document is three (3) 5820 cubic foot covered hopper car equipped with round hatches and gravity discharge gates, with car numbers PLCX 43824, 43826, and 43830.

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

Memorandum of Lease between First Union Rail Corporation, Lessor and Lignotech, U.S.A., Inc., Lessee, covering 3 5820 cubic foot covered hopper cars, with round hatches and gravity discharge gates, with car numbers PLCX 43824, 43826 and 43830.

Also enclosed is a check in the amount of \$26.00 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,

Tiffany Chase-Morrison  
 Manager of Documentation

Enclosures

(LIGN005)

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 10<sup>th</sup> day of April, 2000, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Lignotech U.S.A., Incorporated ("Lessee"), a Delaware corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of August 17, 1999, 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 March 1, 2000 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

By: K.A. Dombrowski

Name: RICHARD F. SEYMOUR

Name: K.A. DOMBROWSKI

Title: Vice President Sales & Marketing

Title: DIRECTOR OF DOCUMENTATION Executed on this 10<sup>th</sup> day of April, 2000.

[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 10<sup>TH</sup> day of APRIL, 2000.

Susan Grokulsky  
Notary Public

My Commission Expires:  
8-14-2000  
(Notary Public)



RECORDATION NO. 22477-A FILED

NOV 20 '00 12-22 PM

SURFACE TRANSPORTATION BOARD

LESSEE:

LIGNOTECH U.S.A., INCORPORATED

By: [Signature]

Name: PAUL J. LAVANNEY

Title: President

ATTEST:

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

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

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

Executed on this 25<sup>th</sup> day of April, 2000.

[CORPORATE SEAL]

STATE OF Wisconsin

COUNTY OF Marathon

I, Julie M. Stephany, a Notary Public of the County and State aforesaid, certify that Paul J. Lavanney 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 25<sup>th</sup> day of April, 2000.

Julie M. Stephany  
Notary Public

Commission Expires:

November 5, 2000  
(Notary Public)

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

NUMBER OF CAR(S): Three (3)

DESCRIPTION OF CARS: 5,820 Cubic Foot Covered Hopper Car equipped with round hatches and gravity discharge gates

CAR NUMBER(S): PLCX 043824  
PLCX 043826  
PLCX 043830