



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

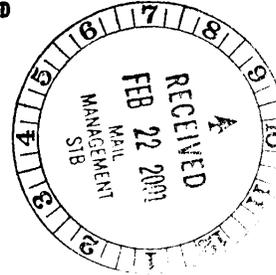
VIA UPS NEXT DAY AIR

February 21, 2001

RECORDATION NO. 22767-C FILED

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

FEB 26 '01 19-58 AM  
 SURFACE TRANSPORTATION BOARD



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 February 5, 2001, 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 22767.

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: Technisand, Inc.          South Olive Drive          Wedron, IL 60557</p>
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A description of the railroad equipment covered by the enclosed document is fifty (50) 4750 cubic foot covered hopper cars, with car numbers NOKL 818205-830127, non-inclusive.

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

Memorandum of Lease between First Union Rail Corporation, Lessor and Technisand, Inc., Lessee, covering 50 4750 cubic foot covered hopper cars, with car numbers NOKL 818205-830127, non-inclusive.

Also enclosed is a check in the amount of \$27.00 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

(TECH012)

ASSIGN. NO.: TECH012

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 5<sup>th</sup> day of February, 2000 by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Technisand, Inc. ("Lessee"), a Delaware corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of October 23, 1997, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 10 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of September 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  
Name: RICHARD F. SEYMOUR  
Title: Vice President Sales & Marketing

By: K.A. Dombrowski  
Name: K.A. DOMBROWSKI

Title: DIRECTOR OF DOCUMENTATION Executed on this 5<sup>th</sup> day of Feb., 2000.

[CORPORATE SEAL]

RECORDATION NO. 22767-C FILED

FEB 26 '01 19-58 AM

SURFACE TRANSPORTATION BOARD

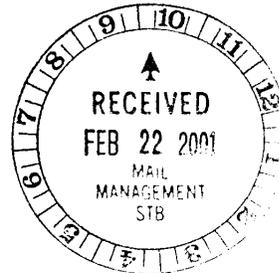
STATE OF ILLINOIS  
COUNTY OF COOK

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 5<sup>th</sup> day of February, 2000.

Susan Grokulska  
Notary Public

My Commission Expires:  
8-14-2004  
(Notary Public)



LESSEE:

TECHNISAND, INC.

By: Thomas Mitropoulos

Name: VP Transportation

Title: Thomas Mitropoulos

ATTEST:

By: Lisa Jackson

Name: Lisa Jackson

Title: Admin. Asst. Transp

Executed on this 25<sup>th</sup> day of January, ~~2000~~ <sup>2001</sup>

[CORPORATE SEAL]

STATE OF Illinois

COUNTY OF LaSalle

I, Kimbully S. Gutencord, a Notary Public of the County and State aforesaid, certify that Thomas Mitropoulos 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 January, 2000.

Kimbully S. Gutencord  
Notary Public

Commission Expires:

10-26-03  
(Notary Public)

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

NUMBER OF CARS: Fifty (50)

DESCRIPTION OF CARS: 4750 cu. ft. 100-ton covered hoppers

CAR NUMBERS: Listed below:

NOKL 818205	NOKL 823357	NOKL 824596
NOKL 820798	NOKL 824476	NOKL 824598
NOKL 820806	NOKL 824507	NOKL 824599
NOKL 820820	NOKL 824523	NOKL 824601
NOKL 820846	NOKL 824530	NOKL 824607
NOKL 821105	NOKL 824532	NOKL 824608
NOKL 822038	NOKL 824537	NOKL 824612
NOKL 822141	NOKL 824538	NOKL 824620
NOKL 822144	NOKL 824539	NOKL 824626
NOKL 822145	NOKL 824542	NOKL 824628
NOKL 822147	NOKL 824549	NOKL 824631
NOKL 822151	NOKL 824560	NOKL 824633
NOKL 822154	NOKL 824563	NOKL 824640
NOKL 822206	NOKL 824565	NOKL 829200
NOKL 823337	NOKL 824570	NOKL 829201
NOKL 823339	NOKL 824575	NOKL 829205
	NOKL 824580	NOKL 830127