

5 October 2001

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

RECORDATION NO. 23256-A FILED

OCT 15 '01 10-89 AM

SURFACE TRANSPORTATION BOARD

Dear Ms. Stokes:

Please find enclosed, one (1) original and one (1) certified copy of the Memorandum of Amendment to Railroad Equipment Lease dated as of July 19, 2001, between the following parties:

Lessee: Koppers Industries, Inc.
436 7th Avenue
Pittsburgh, PA 15219

Lessor: Joseph Transportation Services, Inc.
(formerly DJJ Transportation Services, Inc.)
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment, eleven (11) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Amendment to Railroad Equipment Lease dated July 19, 2001 related to eleven (11) railcars bearing reporting marks JTSX 900005-900019, sporadic.

Please file this as a secondary document under the Recordation Number 23256-A, as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 23256.

The filing fee for this document in the amount of \$28.00, is included in the enclosed check #16467. 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. 4137.

Sincerely,

Joseph Transportation Services, Inc.
(formerly DJJ Transportation Services, Inc.)

Barb Brzezicki
Documentation Coordinator

Enclosures

RECORDATION NO. 23256-A FILED

OCT 15 2001 10:09 AM

SURFACE TRANSPORTATION BOARD

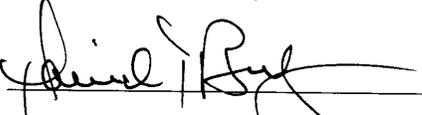
**MEMORANDUM OF
AMENDMENT NO. 1 TO
RAILROAD EQUIPMENT LEASE**

This **MEMORANDUM OF AMENDMENT NO. 1 TO THE RAILROAD EQUIPMENT LEASE** ("Memorandum of Amendment No. 1") entered into this 19th day of July, 2001, is intended to evidence the amendment dated as of July 19, 2001 (the "Amendment No. 1"), between **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **KOPPERS INDUSTRIES, INC.**, a Pennsylvania corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the eleven (11) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

FURTHER, the Memorandum of Railroad Equipment Lease (the "Memorandum") dated September 27, 2000, between Lessor and Lessee, was duly filed with the Surface Transportation Board ("STB") on December 18, 2000 with Recordation No. 23256. This Memorandum of Lease Amendment No. 1 should receive Recordation No. 23256-A.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Amendment No. 1 on the date indicated below its signature.

JOSEPH TRANSPORTATION SERVICES, INC.
By: 
Name: Kenneth W. Miller, Jr.
Title: Executive Vice President
Date: July 19, 2001

KOPPERS INDUSTRIES, INC.
By: 
Name: David T. Bryce
Title: Vice President
Date: 7/23/01

STATE OF OHIO)
)
) SS:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 19th day of July, 2001, by Kenneth W. Miller, Jr., the Executive Vice President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Julie M Woodard
Notary Public

My Commission expires:

Sept. 24, 2002



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires Sept. 24, 2002

STATE OF Pennsylvania)
)
) SS:
COUNTY OF Allegheny)

The foregoing instrument was acknowledged before me this 23 day of July, 2001, by David T. Bryce the Vice President, of Koppers Industries, Inc., a Pennsylvania corporation, on behalf of the corporation.

Barbara A. Olzewski
Notary Public

My Commission expires:

Aug 2, 2001

Notarial Seal
Barbara A. Olzewski, Notary Public
Pittsburgh, Allegheny County
My Commission Expires Aug. 2, 2001

EXHIBIT A

To the Memorandum of Amendment No. 1 dated July 19, 2001, between Joseph Transportation Services, Inc. and Koppers Industries, Inc.

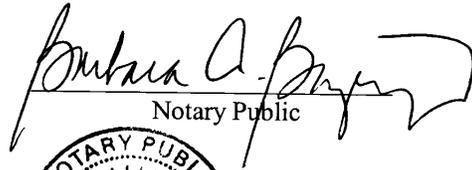
DESCRIPTION OF UNITS

Eleven (11) railcars bearing reporting marks as follows:

JTSX 900005	JTSX 900006	JTSX 900007	JTSX 900011
JTSX 900012	JTSX 900013	JTSX 900014	JTSX 900015
JTSX 900016	JTSX 900018	JTSX 900019	

CERTIFICATE

The undersigned, Barbara A. Brzezicki 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.


Notary Public



BARBARA A. BRZEZICKI
Notary Public, State of Ohio
My Commission Expires
February 20, 2006