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November /9, 2001

Recordation No. 21209-K

RECORDED 21209-K

NOV 19 '01 9-16 AM

TS
SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

On behalf of Flex Leasing I, LLC, I submit for filing and recording under 49 U.S.C. § 11301 (a) and the regulations applicable thereunder, executed counterparts of a secondary document, not previously recorded, entitled Memorandum of Supplement ("Supplement") executed November 9, 2001.

The parties to the enclosed Supplement are:

Flex Leasing I, LLC Suite 300 234 Front Street San Francisco, CA 94111	-	LESSOR
Commercial Metals Company 10 th Floor 7800 Stemmons Freeway Dallas, TX 75247	-	LESSEE

The said Supplement, among other things, acts to add to the lease only the equipment listed in Annex A thereto.

The equipment covered by the instant Supplement is as identified in Annex A thereto, copy attached, namely adding 30 gondolas, MS6670-6699, to the lease.

The Supplement should be recorded under Recordation No. 21209-K.

A short summary of the Supplement to appear in the Surface Transportation Board Index is as follows:

"Adds 30 gondolas, MS6670-6699 to lease."

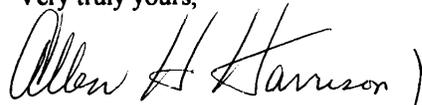
Please enter under this Recordation No. the following cross index reference:

“See Recordation No. 21888-U”.

Enclosed is a check in the amount of fifty-six dollars (\$56.00) in payment of the filing fee (\$28.00) and the cross indexing fee (\$28.00).

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,



Allen H. Harrison, Jr.
*Attorney for Flex Leasing I, LLC,
For the purpose of this filing.*

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Enclosures

BY HAND

8212-020

ANNEX A

Description of Equipment

Thirty (30) 66'0" mill gondola, 6' sides, 105-ton capacity,
286,000 lb. gross rail load, approximately 3564 cu. ft. capacity numbered:

MS 6670 through 6699 inclusive

[Commercial Metals]

MEMORANDUM OF SUPPLEMENT

FLEX LEASING CORPORATION and **FLEX LEASING I, LLC** filed (i) that certain Memorandum of Lease with (a) the Surface Transportation Board (the "STB"), Recordation No. 21209, on February 4, 1998 at 2:45 p.m. and (b) the Registrar General of Canada (the "RGC") on the 5th day of February, A.D. 1998 at 1:45 p.m., (ii) that certain Memorandum of Supplement with (a) the STB, Recordation No. 21209-A, on March 3, 1998 and (b) the RGC on the 4th day of March, A.D. 1998 at 2:00 p.m., (iii) that certain Memorandum of Supplement with (a) the STB, Recordation No. 21209-B, on April 29, 1998 and (b) the RGC on the 30th day of April, A.D. 1998 at 11:15 a.m., (iv) that certain Memorandum of Supplement with (a) the STB, Recordation No. 21209-C, on May 28, 1998 at 3:57 p.m. and (b) the RGC on the 29th day of May, A.D. 1998 at 2:55 p.m., (v) that certain Memorandum of Partial Assignment with (a) the STB, Recordation No. 21209-D, on February 4, 1999 at 3:15 p.m. and (b) the RGC on the 5th day of February, A.D. 1999 at 1:13 p.m., (vi) that certain Memorandum of Partial Assignment with (a) the STB, Recordation No. 21209-E, on March 2, 1999 at 2:50 p.m. and (b) the RGC on the 3rd day of March, A.D. 1999 at 3:58 p.m., (vii) that certain Notice of Remarketing with (a) the STB, Recordation No. 21209-F, on April 28, 1999 at 2:30 p.m. and (b) the RGC on the 29th day of April, A.D. 1999 at 1:10 p.m., (viii) that certain Notice of Remarketing with (a) the STB, Recordation No. 21209-G, on April 28, 1999 at 2:30 p.m. and (b) the RGC on the 29th day of April, A.D. 1999 at 1:10 p.m., (ix) that certain Memorandum of Partial Assignment with (a) the STB, Recordation No. 21209-H, on April 28, 1999 at 2:30 p.m. and (b) the RGC on the 29th day of April, A.D. 1999 at 1:10 p.m., (x) that certain Memorandum of Supplement with (a) the STB, Recordation No. 21209-I, on June 23, 2000 at 4:00 p.m. and (b) the RGC on the 27th day of June, A.D. 2000 at 1:02 p.m. and (xi) that certain Memorandum of Supplement with (a) the STB, Recordation No. 21209-J, on August 10, 2000 at 3:17 p.m. and (b) the RGC on the 14th day of August, A.D. 2000 at 9:02 a.m., relating to the lease described below:

That certain lease (the "Lease"), dated as of January 12, 1998, between **FLEX LEASING CORPORATION**, a Delaware corporation ("Flex"), having its chief executive office at 234 Front Street, Suite 300, San Francisco, California 94111 and **COMMERCIAL METALS COMPANY**, a Delaware partnership ("Lessee"), having its chief executive office at 7800 Stemmons Freeway, 10th Floor, Dallas, Texas 75247.

The new lessor, **FLEX LEASING I, LLC**, only as to the railcars listed on Annex A attached hereto, and Lessee have added the additional railcars listed on Annex A attached hereto to the Lease and wish to supplement the Memorandum of Lease.

~~RECORDED~~ 21209-K ~~FILED~~

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