



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

January 18, 2001

RECORDATION NO. 23349 FILED

JAN 23 '01

10-45 AM



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

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 September 11, 2000, a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. 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: Florida Rock Industries, Inc. 155 East 21st Street Jacksonville, FL 32201</p>
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A description of the railroad equipment covered by the enclosed document is ten (10) 2300 cubic foot open top hopper cars, with car numbers FURX 911121 - 911178, non-inclusive.

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

Memorandum of Lease between First Union Rail Corporation, Lessor and Florida Rock Industries, Inc., Lessee, covering 10 2300 cubic foot open top hopper cars, with car numbers FURX 911121 - 911178, non-inclusive.

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
 Tiffany Chase-Morrison
 Manager of Documentation

Enclosures

(FLRK008)

ASSIGN: FLRK008

RECOMMENDATION NO. 23349 FILED

Memorandum of Lease ^{JAN 23 '01}

10-45 AM

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of the 11th day of September, ~~1998~~²⁰⁰⁰, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Florida Rock Industries, Inc.

W I T N E S S E T H:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement, dated as of February 1, 1997, whereby Lessor has agreed to lease to Lessee certain railcars being described in more particular on Exhibit A attached hereto, effective as of the date set forth above and subject to the terms, conditions and provisions of said Lease.

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 E. SEYMOUR
Vice President Sales & Marketing

Title: _____

By: K.A. Dombrowski

Name: K.A. DOMBROWSKI

Title: DIRECTOR OF DOCUMENTATION Executed on this 11th day of Sept., 2000, 1998.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, SUSAN GROKULSKY, a Notary Public in and for said state and county, 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 11th day of September,
~~1998~~
2000

Susan Grokulsky
Notary Public

My Commission Expires:

8-14-2004
(Notary Public)



LESSEE:

FLORIDA ROCK INDUSTRIES, INC.

ATTEST:

By: William H. Johnson

Name: William H. Johnson

By: _____

Title: Customer Service Director

Name: Doree Lammons

Title: Sales

Executed on this 14 day of October, 19989

[CORPORATE SEAL]

STATE OF Florida

COUNTY OF Duval

I, Doree Lynne Rehberg, a Notary Public in and for said state and county, certify that William H. Johnson personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease Agreement.

WITNESS my hand and official stamp or seal, this 14 day of October, 19989

Doree Lynne Rehberg
Notary Public

My Commission Expires:

Nov. 01, 2001
(Notary Public)



DOREE LYNNE REHBERG
Notary Public, State of Florida
My Comm. Exp. Nov. 01, 2001
Comm. No. CC 683126

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Ten (10).

DESCRIPTION OF CARS: 2300 cfc, open top hoppers

CAR NUMBERS:

FURX 911121
FURX 911126
FURX 911127
FURX 911131
FURX 911134
FURX 911149
FURX 911154
FURX 911156
FURX 911169
FURX 911178