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March 8, 2001

Taledia Stokes
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 700
Washington D.C. 20423

RECORDATION NO. 23410 FILED
MAR 19 '01 12-49 PM
TS
SURFACE TRANSPORTATION BOARD



Dear Taledia,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of January 23, 2001 between the following parties:

Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC
1211 Avenue of the Americas, New York, NY 10036

Lessee: DTE COAL SERVICES, INC
425 S. Main Street, Ste 106
Ann Arbor, MI 48104

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

Memorandum of Railcar Lease between Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC and Lessee: DTE COAL SERVICES, INC covering 115 covered hopper railcars with reporting marks and numbers – CEFX 40920-41054, NOT INCLUSIVE

Please file this memorandum as a PRIMARY Document and return one (1) stamped original to my attention. A check covering the filing fee of twenty-seven dollars (\$27.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20254.

Thank you for your prompt assistance.

Sincerely,

Rebecca Heisler
Administrator

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 23rd day of January, 2001, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a New York corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and DTE COAL SERVICES, INC., a Michigan corporation, with an address at 425 South Main Street, Suite 106, Ann Arbor, MI 48104 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: *Richard Latin*
Name: RICHARD LATIN
Title: V.P. SALES

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SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

DTE COAL SERVICES, INC.

By: *Paul A. Spurgeon*
Name: PAUL A. SPURGEON
Title: VICE PRESIDENT



Schedule A

Quantity
115

Description
aluminum coal gondolas

Car Marks and
Numbers
Listed below

1	CEFX	40920
2	CEFX	40921
3	CEFX	40922
4	CEFX	40923
5	CEFX	40927
6	CEFX	40930
7	CEFX	40932
8	CEFX	40933
9	CEFX	40934
10	CEFX	40935
11	CEFX	40937
12	CEFX	40938
13	CEFX	40939
14	CEFX	40940
15	CEFX	40941
16	CEFX	40942
17	CEFX	40943
18	CEFX	40944
19	CEFX	40945
20	CEFX	40946
21	CEFX	40947
22	CEFX	40948
23	CEFX	40949
24	CEFX	40950
25	CEFX	40951
26	CEFX	40952
27	CEFX	40953
28	CEFX	40954
29	CEFX	40955
30	CEFX	40956
31	CEFX	40957
32	CEFX	40958
33	CEFX	40959
34	CEFX	40960
35	CEFX	40961
36	CEFX	40962
37	CEFX	40963
38	CEFX	40964
39	CEFX	40965
40	CEFX	40966

41	CEFX	40967
42	CEFX	40968
43	CEFX	40969
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57	CEFX	40983
58	CEFX	40984
59	CEFX	40985
60	CEFX	40986
61	CEFX	40987
62	CEFX	40995
63	CEFX	40996
64	CEFX	40997
65	CEFX	40998
66	CEFX	40999
67	CEFX	41000
68	CEFX	41002
69	CEFX	41003
70	CEFX	41004
71	CEFX	41005
72	CEFX	41006
73	CEFX	41008
74	CEFX	41009
75	CEFX	41010
76	CEFX	41011
77	CEFX	41012
78	CEFX	41013
79	CEFX	41014
80	CEFX	41015

81	CEFX	41016
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113	CEFX	41050
114	CEFX	41053
115	CEFX	41054