

RECORDATION NO. 23558 FILED

JUL 18 '01 11-06

**SURFACE TRANSPORTATION BOARD**

July 2, 2001

Vernon A. Williams, Secretary  
SURFACE TRANSPORTATION BOARD  
Washington DC 20423

Dear Secretary,

I am enclosing duplicate originals and one certified copy of the primary document, MEMORANDUM OF LEASE, dated June 1, 2001, and more fully described below, to be recorded pursuant to Section 11301 of Title 49 of the U. S. Code.

The parties to the document are as follows:	Lessor:	Florail, Inc. 1348 Greenland Trace Deland, FL 32720
	Lessee:	Rio Grande Chemical Sales Co. 901 Lindberg McAllen, TX 78501

The equipment covered by the lease are fifteen (15) AAR Type C-112 covered hopper railcars, bearing reporting marks RGCX 967 - 981 (inclusive).

A recording fee of \$28 is enclosed. After recording and affixing the file stamp notation, **please return both originals** to the following address and retain the certified copy for STB files: Rio Grande Chemical Sales Co.  
901 Lindberg  
McAllen, TX 78501

We propose the following document summary for the index:  
*Memorandum of Lease evidencing the Railroad Car Net Lease Agreement between Florail, Inc. (Lessor) and Rio Grande Chemical Sales Co. (Lessee), dated June 1, 2001, and covering fifteen (15) railcars bearing reporting marks RGCX 967 - 981 (inclusive).*

Please contact us at 956-686-2221 if you have any questions regarding this matter. Thank you.

Sincerely,

RIO GRANDE CHEMICAL

Dorothy Thomas

DT:s

enclosures

**1-800-822-RGCX**

901 Lindberg • McAllen, Texas 78501 • (956) 686-2221 • fax (956) 686-2223  
Internet Web Page: <http://www.rgcs.com>

RECORDATION NO. 23558 FILED

**MEMORANDUM OF LEASE**

JUL 18 '01 11-06 AM

**SURFACE TRANSPORTATION BOARD**

This **MEMORANDUM OF LEASE**, effective as of June 1, 2001, is intended to evidence the **RAILROAD CARNET LEASE AGREEMENT** dated June 1, 2001 (the "Lease") between FLORAIL, Inc., a Florida corporation ("Lessor"), and Rio Grande Chemical Sales Co., a Texas 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 fifteen (15) 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.

**IN WITNESS WHEREOF**, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

FLORAIL, INC.

By: 

Printed Name: CLAUDE RIBOT

Title: Pres.

Date: 6.26.01

RIO GRANDE CHEMICAL SALES CO.

By: 

Printed Name: Paul G. Veale, Jr.

Title: Pres.

Date: 6-1-01

**EXHIBIT A**

To the Memorandum of Lease dated dated June 1, 2001, between FLORAIL, Inc. and Rio Grande Chemical Sales Co.

**Description of Units**

Fifteen (15) railcars bearing reporting marks as follows:

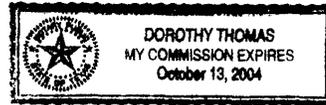
**RGCX 967 - 981**

STATE OF TEXAS §  
COUNTY OF HIDALGO §

On this 1<sup>st</sup> day of June, 2001, before me personally appeared Paul G. Veale, Jr., to me personally known, who being duly sworn, says that he is the President of RIO GRANDE CHEMICAL, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Dorothy Thomas  
Notary Public  
My Commission Expires: 10-13-04

[NOTARIAL SEAL]



STATE OF FLORIDA §  
COUNTY OF VOLUSIA §

On this 26 day of June, 2001, before me personally appeared Claude Bigot, to me personally known, who being duly sworn, says that he is the President of FLORAIL, INC, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Debra E. VanWagner  
Notary Public  
My Commission Expires: 6/18/2004

[NOTARIAL SEAL]

