

RECORDATION NO. 23579 FILED

AUG - 1 '01 1:03 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

July 13, 2001

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

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies of a Memorandum of Lease Agreement dated June 1, 2001, a primary document as defined in the Board's Rules for the Recordation of Documents.

Lessor: MRC Rail Services, LLC
One California Street
Suite 1500
San Francisco, CA 94111

Lessee: Junction City Mining Co., LLC
Route 2 Box 178 Packinghouse Road
Talbotton, GA 31827

A description of the railroad equipment covered by the enclosed document is:

125 hopper cars marked MBKX 99001 - 99125

Mr. Vernon A. Williams
July 13, 2001
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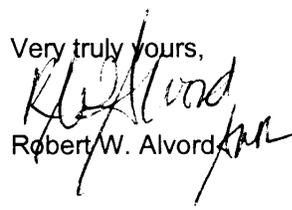
A short summary of the document to appear in the index follows:

Memorandum of Lease Agreement.

Also enclosed is a check in the amount of \$28.00 payable to the order of the Surface Transportation Board covering the required recordation fee and cross-indexing fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,


Robert W. Alvord

RWA/anm
Enclosures

**MEMORANDUM OF LEASE AGREEMENT
BETWEEN
MRC RAIL SERVICES, LLC ("LESSOR")**

AND

JUNCTION CITY MINING CO., LLC ("LESSEE")

~~MARCH 1, 2001~~
JUNE

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SURFACE TRANSPORTATION BOARD

Memorandum of a Lease Agreement made and entered into as of ~~March~~^{JUNE} 1, 2001 by and between MRC Rail Services, LLC, a Delaware limited liability corporation, ("Lessor") and Junction City Mining Co. LLC, a Georgia limited liability corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor one hundred and twenty five (125) open top hoppers, 2580 cuft capacity, 3 pocket, 286,000 lb GRL of bearing marks and numbers as follows:

MBKX 99001-99125

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Lessor: MRC Rail Services, LLC

By: Michael D. Moore
Title: President
Date: 5/8/01

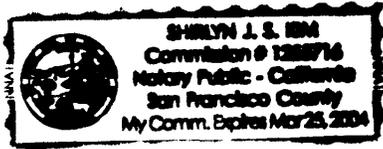
Lessee: Junction City Mining Co., LLC

By: B. P. L. L.
Title: VICE PRESIDENT
Date: 4/3/01

STATE OF CALIFORNIA

CITY AND COUNTY OF SAN FRANCISCO

On this ~~9~~ ^{8th} day of ~~April~~ ^{May} 20 ~~01~~, before me personally appeared Michihiro Nose to me personally known, who being by me duly sworn, says that he is the president of MRC Rail Services, LLC that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.



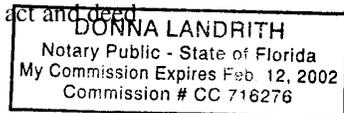
[Signature]
NOTARY PUBLIC

My commission expires:

STATE OF Florida

COUNTY OF Columbia

On this 3 day of April, 2001, before me personally appeared Brian P. Schreiber, to me personally known, who being by me duly sworn, says that he is the VICE PRESIDENT of Junction City Munc. LLC that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free



[Signature]
NOTARY PUBLIC

My commission expires: