



**Joseph Transportation Services, Inc.**  
*a subsidiary of Joseph Transportation*



August 27, 2001

Ms. Taledia Stokes  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0001

RECORDATION NO. 23630 FILED  
AUG 30 2001 3:40 PM  
SURFACE TRANSPORTATION BOARD

Dear Ms. Stokes:

Please find enclosed, one (1) original and one (1) copy of the Memorandum of Railroad Equipment Lease Agreement dated as of July 25, 2001 between the following parties:

Lessee: Arkansas Midland Railroad Company  
53 Southampton Rd.  
Westfield, MA 01085

Lessor: Joseph Leasing LTD.  
300 Pike Street  
Cincinnati, OH 45202

The equipment, (10) railcars, involved in this transaction bear reporting marks AKMD 3010 – 3019.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated July 25, 2001 related to ten (10) railcars bearing reporting marks AKMD 3010-3019, inclusive.

Please file this agreement as a primary document. The amount of \$28.00 is included on Check # 16419 for the filing fees for this document. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 929-4500.

Sincerely,

Joseph Transportation Services, Inc.

*Julie M. Woodard*

Julie M. Woodard  
Documentation Coordinator

Enclosures

**MEMORANDUM OF  
RAILROAD EQUIPMENT LEASE AGREEMENT**

9PL  
This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE AGREEMENT** ("Memorandum of Lease") entered into this 25th day of July, 2001, is intended to evidence the lease dated as of July 25, 2001 ("Lease"), between **JOSEPH LEASING LTD.**, an Ohio limited liability company ("Joseph"), and **ARKANSAS MIDLAND RAILROAD COMPANY**, a ~~Delaware~~ <sup>Arkansas</sup> corporation ("AKMD"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. AKMD has the right to use the ten (10) railcars bearing the reporting marks AKMD 3010-3019 (the "Units"). AKMD is renting from Joseph all the Units at the rentals and upon the terms and conditions provided in the Lease.

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

**JOSEPH LEASING LTD. for itself  
as Lessor and on behalf of  
JOSEPH TRANSPORTATION  
SERVICES, INC. as Manager**

**ARKANSAS MIDLAND RAILROAD COMPANY**

By:   
Name: Kenneth W. Miller, Jr.  
Title: Vice President  
Date: July 25, 2001

By:   
Name: J.P. Lewis  
Title: Pres. O&T  
Date: 7/27/01

RECORDATION NO. 23630 FILED  
AUG 30 '01 3-30 PM  
SURFACE TRANSPORTATION BOARD

STATE OF OHIO            )  
                                  )  
COUNTY OF HAMILTON )    SS:

The foregoing instrument was acknowledged before me this 25th day of July, 2001 by Kenneth W. Miller, Jr., Vice President of Joseph Leasing Ltd., an Ohio limited liability company, on behalf of the company.

  
\_\_\_\_\_  
Notary Public

My Commission expires:  
February 20, 2006



BARBARA A. BRZEICKI  
Notary Public, State of Ohio  
My Commission Expires  
February 20, 2006

COMMONWEALTH OF MASSACHUSETTS )  
  )  
COUNTY OF HAMPDEN                )    SS:

The foregoing instrument was acknowledged before me this 27 day of July, 2001, by John P. Levine, the President, of Arkansas Midland Railroad Company, a Delaware corporation, on behalf of the corporation.

  
\_\_\_\_\_  
Notary Public

My Commission expires:  
\_\_\_\_\_

**BERNARD L. MAC ARTHUR**  
**NOTARY PUBLIC**  
**COMMONWEALTH OF MASSACHUSETTS**  
**MY COMMISSION EXPIRES ON 06/25/04**