



First Union Rail Corporation  
 One O'Hare Centre  
 6250 River Road, Suite 5000  
 Rosemont, IL 60018  
 Tel 847 318-7575  
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RECORDATION NO. 23656 FILED  
 SEP 19 '01 10-15 AM

VIA UPS NEXT DAY AIR

September 14, 2001

SURFACE TRANSPORTATION BOARD

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



**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 February 12, 2001, 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: Virginia Materials &amp; Supplies, Inc.          3306 Peterson Street          Norfolk, VA 23509-2415</p>
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A description of the railroad equipment covered by the enclosed document is two (2) 4750 cubic foot covered hopper cars, with car numbers FURX 828357 and FURX 830536.

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

Memorandum of Lease between First Union Rail Corporation, Lessor and Virginia Materials & Supplies, Inc., Lessee, covering 2 4750 cubic foot covered hopper cars, with car numbers FURX 828357 and FURX 830536.

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. 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

(VIMA001)

23656 10.15

ASSGN. NO.: VIMA001

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 12<sup>th</sup> day of February, 2001 by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Virginia Materials and Supplies, Inc., a Virginia corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement, dated as of February 12, 2001, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider") as described in more particular on Exhibit A attached hereto, effective as February 1, 2001 and subject to the terms, conditions and provisions of the above mentioned Lease and Rider.

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: K.A. Dombrowski  
Name: K.A. Dombrowski  
Title: DIRECTOR OF DOCUMENTATION

By: Richard F. Seymour  
Name: RICHARD F. SEYMOUR  
Title: Vice President Sales & Marketing

Executed on this 12<sup>th</sup> day of February, 2001

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, SUSAN GROKULSKY, a Notary Public of the County and State aforesaid, 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 12<sup>th</sup> day of February, 2001.

Susan Grokulska  
Notary Public

My Commission Expires:  
8-14-2004  
(Notary Public)



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**LESSEE:**

VIRGINIA MATERIALS AND SUPPLIES, INC.

ATTEST:

By: Elizabeth Durso  
Name: Elizabeth Durso  
Title: Executive Asst.

By: John Burns  
Name: John Burns  
Title: President

Executed on this 12 day of Feb., 2001.

[CORPORATE SEAL]

STATE OF VIRGINIA  
~~CITY~~ COUNTY OF NORFOLK

I, Richard L. Yoder, a Notary Public of the County and State aforesaid, certify that John Burns 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 12 day of February, 2001.

Richard L. Yoder  
Notary Public

My Commission Expires:

31 May 2001  
(Notary Public)

**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

NUMBER OF CARS: Two (2)

DESCRIPTION OF CARS: 4750 cu. ft. Covered Hopper Cars with trough hatch covers  
and gravity outlet gates

CAR NUMBERS: FURX 828357 and FURX 830536