

**BOMBARDIER  
CAPITAL**

**Bombardier Capital Rail Inc.**  
12850 Gran Bay Parkway West, Building 100  
Post Office Box 600399  
Jacksonville, FL 32260-9928 United States  
Telephone 1(904) 288-1000  
Fax 1(866) 781-2377  
<http://www.capital.bombardier.com>

September 10, 2001

**Surface Transportation Board**  
Recordation of Railroad Equipment  
1925 K. Street NW, Suite 704  
Washington, D.C. 20423-0001

RECORDATION NO. 23664 FILED

SEP 21 '01 19-40 AM

Dear Sir or Madam,

**SURFACE TRANSPORTATION BOARD**

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals of Memorandum of Railcar Lease Agreement dated as of July 30, 2001 a primary document as defined in the Board's Rules for Recordation of Documents.

The names and addresses of the parties to the enclosed documents are:

Lessor: Bombardier Capital Rail Inc.  
(formerly called NorRail, Inc.)  
6900 Wedgwood Road, Suite 120  
Maple Grove, MN 55311  
Phone: 904 288-1000

Lessee: Trans-Global Solutions, Inc.  
11811 I-10 East, Suite 630  
Houston, Texas 77029  
Phone: (713) 453-8524

The enclosed Memorandum of Railcar Lease Agreement covers the Sixty (60) 52' 6" Mill Gondola Railcars bearing reporting mark and numbers identified on Exhibit A attached hereto. A short summary of the document to appear in the index follows: "Memorandum of Lease between Bombardier Capital Rail Inc., as Lessor, and Trans-Global Solutions, Inc., as Lessee covering Sixty (60) 52' 6" Mill Gondola Railcars. The Railcars are marked with the NRLX reporting mark and numbered as indicated on Exhibit A to the Memorandum attached hereto."

Enclosed is our 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 copy of the enclosed document to the undersigned. If you have any questions or require any further information in connection with this filing, please contact the undersigned at 904 288-1000.

Very truly yours,

  
Gail M. Blagsvedt  
Contract Administrator  
Enclosures

**MEMORANDUM OF RAILCAR LEASE AGREEMENT**

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of ~~June~~ July 30<sup>th</sup>, 2001 by and between **Bombardier Capital Rail Inc.**, a Minnesota Corporation ("Lessor") and **Trans-Global Solutions, Inc.**, a Texas Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various railcars pursuant to one or more Schedules to the Lease to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Railcar Service and Lease Agreement No. 0351950 dated ~~June~~ July 30<sup>th</sup>, 2001 between Lessor and Lessee (hereinafter referred to as the "Lease").

2. Pursuant to Schedule No. 001 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor the sixty (60) 52' 6" Mill Gondola Railcars bearing the reporting marks and numbers indicated on Exhibit A hereto, all as more particularly described in the Lease.

3. The Lease shall be effective as of the execution date thereof and shall be subject to the term of the Lease, as provided therein.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

**LESSOR: Bombardier Capital Rail Inc.**

By: Mark A. Self  
Mark A. Self

Its: Vice President, General Manager

By: L. Lee Struble  
L. Lee Struble

Its: Vice President-Sales

**LESSEE: Trans-Global Solutions, Inc.**

By: V. T. Reid

Its: V. T. Reid Ops

By: \_\_\_\_\_

Its: \_\_\_\_\_

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SURFACE TRANSPORTATION BOARD

**EXHIBIT A**  
**To**  
**MEMORANDUM OF RAILCAR LEASE AGREEMENT**

<b>EQUIP NUMBER</b>
1. NRLX528101
2. NRLX528104
3. NRLX528107
4. NRLX528111
5. NRLX528113
6. NRLX528123
7. NRLX528129
8. NRLX528135
9. NRLX528140
10. NRLX528142
11. NRLX528153
12. NRLX528157
13. NRLX528162
14. NRLX528178
15. NRLX528181
16. NRLX528184
17. NRLX528194
18. NRLX528195
19. NRLX528199
20. NRLX528204
21. NRLX528208
22. NRLX528213
23. NRLX528216
24. NRLX528217
25. NRLX528220
26. NRLX528229
27. NRLX528230
28. NRLX528231
29. NRLX528232
30. NRLX528239
31. NRLX528273

32. NRLX528274
33. NRLX528278
34. NRLX528279
35. NRLX528284
36. NRLX528288
37. NRLX528289
38. NRLX528293
39. NRLX528303
40. NRLX528306
41. NRLX528307
42. NRLX528312
43. NRLX528313
44. NRLX528318
45. NRLX528319
46. NRLX528322
47. NRLX528326
48. NRLX528329
49. NRLX528330
50. NRLX528331
51. NRLX528332
52. NRLX528335
53. NRLX528338
54. NRLX528345
55. NRLX528368
56. NRLX528369
57. NRLX528372
58. NRLX528375
59. NRLX528383
60. NRLX528394

STATE OF Texas, COUNTY OF Harris TO WIT:

On this 28<sup>th</sup> day of June, 2001 before me personally appeared, Jack M. Portafield and \_\_\_\_\_, to me personally known, who being by me duly sworn, says that they are the V.P. - Transportation and \_\_\_\_\_, respectively of **Trans-Global Solutions, Inc.**, a \_\_\_\_\_ Corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Seal)

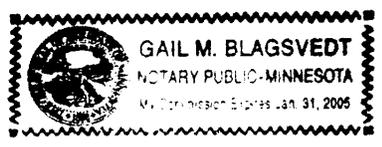


Lori S. Brown  
Notary Public  
My commission expires: 9/22/2002

STATE OF MINNESOTA, COUNTY OF HENNEPIN TO WIT:

On this 30 day of July, 2001 before me personally appeared, Mark A. Seif and L. Lu Stuble, to me personally known, who being by me duly sworn, says that they are the VP - GM and VP - Sales, respectively of **Bombardier Capital Rail Inc.**, a Minnesota Corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Seal)



Gail M. Blagsvedt  
Notary Public  
My commission expires: 1-31-2005