

5, October 2001

REC'D NO. 23695
OCT 12 '01 11:21 AM
SURFACE TRANSPORTATION BOARD

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

Dear Ms. Stokes:

Please find enclosed, one (1) original and one (1) copy of the Memorandum of Locomotive Equipment Lease dated as of June 21, 2001 between the following parties:

Lessee: Tube City, Inc., d/b/a Olympic Mill Services
12 Monongahela Avenue
Glassport, PA 15045

Lessor: Joseph Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment, (2) locomotives, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Locomotive Equipment Lease dated June 21, 2001 related to two (2) locomotives bearing reporting marks JTPX 1503 and JTPX 1214.

Please file this agreement as a primary document. A check in the amount of \$28.00, check #16686, is included 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, ext. 4137.

Sincerely,

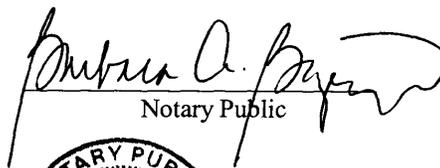
Joseph Transportation Services, Inc.
(formerly DJJ Transportation Services, Inc.)

Barb Brzeziński
Documentation Assistant

Enclosures

CERTIFICATE

The undersigned, Barbara A. Brzezicki notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.


Notary Public



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

REGISTRATION NO. 23695 FILED

OCT 17 01 11:27 PM

Notary Public, State of Ohio

**MEMORANDUM OF
LOCOMOTIVE EQUIPMENT LEASE**

This **MEMORANDUM OF LOCOMOTIVE EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 21st day of June, 2001, is intended to evidence the lease dated as of June 21, 2001 (the "Lease"), between **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **TUBE CITY, INC., d/b/a OLYMPIC MILL SERVICES**, a Delaware 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 two (2) locomotives described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the locomotives 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.

**JOSEPH TRANSPORTATION
SERVICES, INC.**

By: *K. J. Purcell*

Name: Kevin J. Purcell

Title: Vice President

Date: June 21, 2001

**TUBE CITY, INC., d/b/a OLYMPIC MILL
SERVICES**

By: *Ronald P. Demay*

Name: Ronald P. Demay

Title: Vice President-Finance

Date: August 20, 2001

23695

BOARD

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 21st day of June, 2001, by Kevin J. Purcell, the Vice President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

My Commission expires:
February 20, 2006

Barbara A. Brzezicki
Notary Public



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

STATE OF _____)
) SS:
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 2001, by _____, the _____ of Tube City, Inc., d/b/a Olympic Mill Services, a Delaware corporation, on behalf of the corporation.

Laura A. Vargo
Notary Public

My Commission expires:
4-7-05

Notarial Seal
Laura A. Vargo, Notary Public
Glassport Boro, Allegheny County
My Commission Expires Apr. 7, 2005
Member, Pennsylvania Association of Notaries

EXHIBIT A

To the Memorandum of Lease dated June 21, 2001, between Joseph Transportation Services, Inc. and Tube City, Inc., d/b/a Olympic Mill Services.

DESCRIPTION OF UNITS

Two (2) locomotives bearing reporting marks as follows:

JTPX 1503 and JTPX 1214