



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

RECORDATION NO. 23837 FILED

JAN 18 '02

11:32 AM

SURFACE TRANSPORTATION BOARD



January 15, 2002

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 Assignment and Assumption Agreement dated as of December 18, 2001, between the following parties:

Assignor: Rio Grande Chemical Sales Company  
901 Lindberg  
McAllen, TX 78501

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

Please see Schedule I attached hereto for the equipment, (25) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Assignment and Assumption Agreement dated December 18, 2001 related to twenty-five (25) railcars bearing reporting marks RGCX 1118-1142, inclusive.

Please file this as a primary document. The filing fee for this document in the amount of \$28.00, is included in the enclosed check. 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. 4239.

Sincerely,

Joseph Transportation Services, Inc.

Julie M. Woodard  
Documentation Coordinator

Enclosures

JAN 18 '02 10:32 AM

**MEMORANDUM OF  
ASSIGNMENT AND ASSUMPTION AGREEMENT** SURFACE TRANSPORTATION BOARD

This Memorandum of Assignment and Assumption Agreement ("Memorandum of Assignment Agreement") made and entered into as of December 18, 2001, by and between, **RIO GRANDE CHEMICAL SALES COMPANY**, a Texas Corporation ("Assignor") and, **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware Corporation ("Assignee").

**WITNESSETH:**

1. Assignor has agreed to assign to Assignee that certain lease agreement dated February 12, 1998, between Assignor, as Lessor, and Lone Star Industries, Inc. as Lessee, for twenty-five (25) railcars bearing the railroad reporting markings set forth on Schedule I.
2. This Memorandum of Assignment Agreement shall be effective as of the date first set forth below and shall be subject to the Lease Term, as defined in the Lease.

**IN WITNESS WHEREOF**, the parties hereto have caused this Memorandum of Assignment Agreement to be executed and delivered by their duly authorized representatives as of the date set forth above, and shall be effective as of December 18, 2001.

*2001*

**RIO GRANDE CHEMICAL SALES COMPANY**

By: *Paul G. Veale, Jr.*

Name Paul G. Veale, Jr.

Title: President

**JOSEPH TRANSPORTATION SERVICES, INC.**

By: *Paul G. Jantsch*

Name: Paul G. Jantsch

Title: President

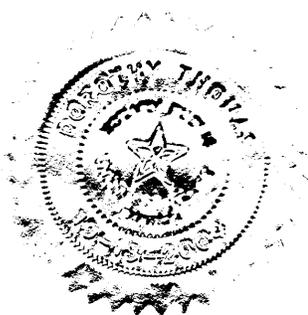
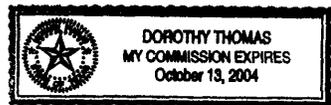
STATE OF TEXAS            )  
  ) SS:  
COUNTY OF HIDALGO        )

On this 20 day of December, 2001 before me the subscriber, Dorothy Thomas, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named Paul G. Veale, Jr., to me personally known, who stated and acknowledged that he is the president of Rio Grande Chemical Sales Company, a Texas corporation, and duly authorized by authority of the Board of Directors or By-laws of said corporation in his capacity as such officer to execute and acknowledge this document for and in the name and on behalf of said corporation and further stated and acknowledged that he has so signed, executed and delivered this document as the free and voluntary act and deed of said corporation, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 20 day of December, 2001.

Dorothy Thomas  
(Notary Signature)

My commission expires:  
10-13-2004



STATE OF OHIO )  
 ) SS:  
COUNTY OF HAMILTON )

On this 18<sup>th</sup> day of December, 2001, before me the subscriber, Barbara A. Brzezicki, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named Paul G. Jantsch, to me personally known, who stated and acknowledged that he is the President of Joseph Transportation Services, Inc., a Delaware corporation, and duly authorized by the corporation in his capacity as such officer to execute and acknowledge this document for and in the name and on behalf of said corporation and further stated and acknowledged that he has so signed, executed and delivered this document as the free and voluntary act and deed of said corporation, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 18<sup>th</sup> day of December, 2001.

  
(Notary Signature)

My commission expires:

February 20, 2006



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

**SCHEDULE I  
TO  
MEMORANDUM OF ASSIGNMENT AND ASSUMPTION AGREEMENT**

**RAILCARS:** Twenty-five (25) railcars bearing the reporting marks:

RGCX 1118-1142, inclusive.

**LEASE:** Dated February 12, 1998, between Rio Grande Chemical Sales Company and Lone Star Industries, Inc.

**CERTIFICATE**

The undersigned, Julie M. Woodard, notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copies of the documents attached hereto have been compared with the originals and that the undersigned has found the copies to be complete and identical in all respects to the original documents.

*Julie M. Woodard*  
\_\_\_\_\_  
Notary Public



JULIE M. WOODARD  
Notary Public, State of Ohio  
My Commission Expires Sept. 24, 2002