



First Union Rail Corporation
 NC5811
 Commercial Leasing Group
 One O'Hare Centre
 6250 River Road, Suite 5000
 Rosemont, IL 60018
 Tel 847 318-7575
 847 318-7588

RECORDATION NO. 23925 FILED

VIA UPS 2nd DAY AIR

March 22, 2002

APR 4 '02 1-30 PM

TS

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 27, 2002, 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:

Lessor: First Union Rail Corporation
 One O'Hare Center
 6250 River Road, Suite 5000
 Rosemont, IL 60018

Lessee: Great Salt Lake Minerals Corporation
 765 North 10500 West
 Ogden, Utah 84402

A description of the railroad equipment covered by the enclosed document is one hundred (100) 4600/4650/4750 cubic foot lined covered hopper cars, with FURX marks (see Exhibit A for numbers).

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

Memorandum of Lease between First Union Rail Corporation, Lessor and Great Salt Lake Minerals Corporation, Lessee, covering 100 4600/4650/4750 cubic foot lined covered hopper cars, with FURX marks (see Exhibit A for numbers).

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,

Amy Carone
 Manager of Documentation

Enclosures

(GRSA001)

ASSGN. NO.: GRSA001

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 27th day of February, 2002, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Great Salt Lake Minerals Corporation ("Lessee"), a Delaware corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of September 14, 1999, as assigned to Lessee, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 6 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of November 28, 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: Richard F. Seymour
Name: RICHARD F. SEYMOUR
Title: Vice President Sales & Marketing

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

Executed on this 27th day of February, 2002

[CORPORATE SEAL]

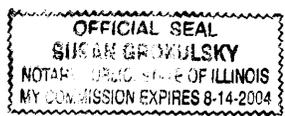
STATE OF ILLINOIS
COUNTY OF COOK

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 27th day of February, 2002.

Susan Grokulsky
Notary Public

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



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SURFACE TRANSPORTATION BOARD

LESSEE:

GREAT SALT LAKE MINERALS CORPORATION

By: [Signature]
Name: KENNETH L. WARRICK
Title: VP

ATTEST:

By: [Signature]
Name: Lynette W. Trivette
Title: Support Svs Mgr.

Executed on this 14th day of February, 2007

[CORPORATE SEAL]

STATE OF Utah
COUNTY OF Wasatch

I, Bruce Wood, a Notary Public of the County and State aforesaid, certify that Kenneth L. WARRICK 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 15 day of February, 2007

[Signature]
Notary Public

Commission Expires:

(Notary Public)

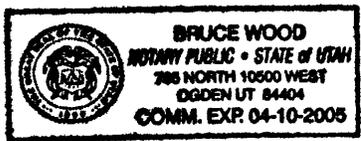


EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: One hundred (100)
DESCRIPTION OF CARS: 4600/4650/4750 cu. ft. covered hoppers
CAR NUMBERS: See below:

FURX 815328	FURX 824731	FURX 831228
FURX 815357	FURX 828261	FURX 831230
FURX 815377	FURX 828266	FURX 831231
FURX 815398	FURX 828271	FURX 831232
FURX 815440	FURX 828303	FURX 831234
FURX 815488	FURX 828311	FURX 831238
FURX 816112	FURX 828312	FURX 831240
FURX 816152	FURX 828351	FURX 831241
FURX 816589	FURX 828361	FURX 831244
FURX 818637	FURX 828367	FURX 831250
FURX 818639	FURX 828375	FURX 831251
FURX 818640	FURX 828378	FURX 831254
FURX 818641	FURX 828564	FURX 831258
FURX 818649	FURX 828565	FURX 831259
FURX 818658	FURX 828570	FURX 831260
FURX 818668	FURX 828606	FURX 831261
FURX 818673	FURX 828609	FURX 831263
FURX 818679	FURX 828627	FURX 831265
FURX 818739	FURX 828631	FURX 831267
FURX 823300	FURX 828647	FURX 831269
FURX 824123	FURX 828676	FURX 831270
FURX 824175	FURX 828704	FURX 831274
FURX 824202	FURX 828762	FURX 831275
FURX 824213	FURX 828820	FURX 831276
FURX 824217	FURX 828828	FURX 831277
FURX 824234	FURX 828842	FURX 831279
FURX 824670	FURX 828862	FURX 831280
FURX 824675	FURX 828909	FURX 831282
FURX 824676	FURX 829482	FURX 831283
FURX 824680	FURX 831209	FURX 831284
FURX 824699	FURX 831216	Count: 100
FURX 824704	FURX 831221	
FURX 824709	FURX 831225	
FURX 824715	FURX 831226	
FURX 824730	FURX 831227	