



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



June 25, 2002

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

**24015**  
**11-99100**

Dear Ms. Stokes:

Please find enclosed, two (2) originals of the Memorandum of Railroad Equipment Lease Agreement dated as of May 6, 2002 between the following parties:

- Lessee: River Metals Recycling, LLC  
515 Monmouth Street  
Newport, KY 41071
- Lessor: Joseph Leasing LTD.  
300 Pike Street  
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment, (18) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated May 6, 2002 related to eighteen (18) railcars bearing reporting marks DJJX 3400-3402, 3404, 3406, 3800-3807, 368933, 497380, 497409, 497410, and 497426.

Please file this agreement as a primary document. The amount of \$30.00 is included on Check No. 19309 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. 4239.

Sincerely,

Joseph Transportation Services, Inc.

Julie M. Woodard  
Documentation Coordinator

Enclosures

**MEMORANDUM OF  
RAILROAD EQUIPMENT LEASE AGREEMENT**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 6<sup>th</sup> day of May, 2002, is intended to evidence the lease dated as of April 30, 2002 (the "Lease"), between **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **RIVER METALS RECYCLING, LLC.**, a Kentucky limited liability company ("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 eighteen (18) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

**IN WITNESS WHEREOF**, Lessor and Lessee, each pursuant to due company authority, has executed this Memorandum of Lease on the date indicated below its signature.

**JOSEPH TRANSPORTATION  
SERVICES, INC.**

By: *Paul G. Jantsch*  
Name: PAUL G. JANTSCH  
Title: President  
Date: 6 May, 2002

**RIVER METALS RECYCLING, LLC.**

By: *M.T. LeGeay*  
Name: MICHAEL T. LEGEAY  
Title: VP - FINANCE  
Date: 5/23/02

24015  
**27 11-37AM**  
**SURFACE TRANSPORTATION BOARD**

STATE OF OHIO )  
 ) SS:  
COUNTY OF HAMILTON )

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of May, 2002, by Paul G. Jantsch, the President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Julie M Woodard  
Notary Public

My Commission expires:

Sept 24, 2002



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

STATE OF Kentucky )  
 ) SS:  
COUNTY OF Kenton )

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of MAY, 2002, by MICHAEL T. LECHE, the VP-FINANCE of River Metals Recycling, LLC, a Kentucky limited liability company, on behalf of the company.

Kathleen B. Boggs  
Notary Public

My Commission expires:

March 23, 2003

**EXHIBIT A**

To the Memorandum of Lease dated April 30, 2002, between Joseph Transportation Services, Inc. and River Metals Recycling, LLC.

**DESCRIPTION OF UNITS**

Eighteen (18) railcars bearing reporting marks as follows:

DJJX 3400	DJJX 3401	DJJX 3402
DJJX 3404	DJJX 3406	DJJX 3800
DJJX 3801	DJJX 3802	DJJX 3803
DJJX 3804	DJJX 3805	DJJX 3806
DJJX 3807	DJJX 368933	DJJX 497380
DJJX 497409	DJJX 497410	DJJX 497426