



LexisNexis
Document Solutions

RECORDATION NO. 21078-A FILED

JAN 17 '03

2-19 PM

SURFACE TRANSPORTATION BOARD

RECEIVED
JAN 17 2003
MAIL
MANAGEMENT
STB

January 16, 2003

Barbara Sadler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of October 10, 2002 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
1211 Avenue of the Americas, New York, NY 10036

Lessee: **R.F. CUNNINGHAM & CO., INC.**
191 Terry Rd., Smithtown, NY 11787

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

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **R.F. CUNNINGHAM & CO.**, covering 25 coal hoppers with reporting marks and numbers – CEFX 15357 – GRPX 944188, NOT INCLUSIVE.

Please file this memorandum as a **SECONDARY** document to Recordation #21078 dated 12/17/97 and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20100.

Thank you for your prompt assistance.

Sincerely,


Sherry Lewey

Research/Development Coordinator

Enclosure

JAN 17 '03

2-19 PM

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 10 day of October, 2002, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and R.F. CUNNINGHAM & CO., INC., a New York corporation, with an address at 191 Terry Rd., SMITHTOWN, NY 11787 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of December 9, 1997, covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board on December 17, 1997 as Recordation Number 21078.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Joseph F. Mankowski
 Name: Joseph Mankowski
 Title: Senior Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

R.F. CUNNINGHAM & CO., INC.

By: Virgent Spirio
 Name: Virgent Spirio
 Title: Vice President

Schedule A

Number of Cars

Equipment Description

25 4,750 C.F. covered hopper car with gravity gates and trough hatches

1	CEFX	15357
2	CEFX	15374
3	CEFX	17420
4	CEFX	17480
5	CEFX	17502
6	CEFX	151249
7	CEFX	151252
8	CEFX	151253
9	CEFX	151261
10	CEFX	151263
11	CEFX	151265
12	CEFX	151266
13	CEFX	151269
14	CEFX	151573
15	CEFX	151608
16	CEFX	151840
17	CEFX	151858
18	CEFX	152500
19	CEFX	154188
20	CEFX	154189
21	CEFX	154207
22	CEFX	154221
23	CEFX	154240
24	GRPX	944034
25	GRPX	944188