

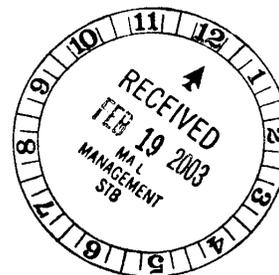


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RECORDATION NO. 23808-A FILED

FEB 20 03 3-11 PM

SURFACE TRANSPORTATION BOARD



February 17, 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 November 20, 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: **ORO AVANTI, INC.**  
250 Kings Point Rd., Great Neck, NY 11024

**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: **ORO AVANTI, INC.**, covering 6 coal hoppers with reporting marks and numbers – CEFX 15078 – CEFX 17511, NOT INCLUSIVE.

Please file this memorandum as a **SECONDARY** document to Recordation #23808 dated 1/3/02 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*  
Sherry Lewey

Research/Development Coordinator

Enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 20<sup>th</sup> day of November, 2002 is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and ORO AVANTI, INC., a New York corporation, with an address at 250 Kings Point Rd., Great Neck, NY 11024 (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 April 9, 2001 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on 01/03/02 and given Recordation Number 23808.

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.

ORO AVANTI, INC.

By: Hg  
Name: \_\_\_\_\_  
Title: Nov 20, 2002

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# Schedule A

Number of Cars	Equipment Description	
6	4,750 C.F. covered hopper car with gravity gates and trough hatches	
1	CEFX	15078
2	CEFX	15254
3	CEFX	17184
4	CEFX	17195
5	CEFX	17303
6	CEFX	17511

I, JOSEPH L. MANKOWSKI, a Senior Vice President of The CIT Group/Equipment Financing, Inc., a Delaware Corporation, hereby certify that attached hereto is a true, correct and complete copy of the original Memorandum of Railcar Lease dated as of November 20, 2002.

In witness whereof, the undersigned has hereunto affixed his official signature on this 27th day of December, 2002.

By: Joseph L. Mankowski  
Name: JOSEPH L. MANKOWSKI  
Title: Senior Vice President