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RECORDATION NO. 24411-B FILED

APR 15 03

12-36 PM

SURFACE TRANSPORTATION BOARD

April 15, 2003

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Assignment of Lease, dated October 30, 2002, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Note and Security Agreement which is being filed with the Board under Recordation Number 24411.

The name and address of the party to the enclosed document are:

Lessor: Watco Companies, Inc.
7305 Old Kings Rd. North
Jacksonville, FL 32219

Lessee: REL Trust
1661 Beach Blvd
Jacksonville, FL 32250

A description of the railroad equipment covered by the enclosed document is:

Attached hereto
15 railcars within the series RTEX-~~1315~~-1345.

Mr. Vernon A. Williams
April 15, 2003
Page Two

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

Assignment of Lease

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,


Robert W. Alvord *RWA*

RWA/anr
Enclosures

RECORDATION NO.

24411-B FILED

APR 15 '03

12-36 PM

SURFACE TRANSPORTATION BOARD

ASSIGNMENT OF LEASE

AGREEMENT made this 30th day of October 2002, between WATCO Companies, Inc. a Kansas Corporation referred to as the Assignor, and REL Trust, hereinafter referred to as the Assignee.

NOW, THEREFORE, IT IS MUTUALLY AGREED:

1. Assignor hereby assigns, transfers and delivers, for the sum of Ten Dollars (\$10.00), all its right, title and interest under that certain railroad car lease Rider No. 2, dated the 16th day of September 2002, wherein the Assignor was named as Lessor and Tarmac America, LLC as Lessee, a copy of the said Rider being attached hereto as Exhibit "A" and made a part hereof.

2. This assignment shall be effective only as to Rider 2 of said lease for railroad car marks RTEK. A copy of said Rider is being attached hereto as Exhibit "A" and made part hereof. Assignor specifically retains its rights under the lease as to other railroad cars.

3. The Assignee accepts and assumes all rights privileges and obligations under the lease hereinabove referred to and covenants with the Assignor to comply with all of the terms and conditions of the subject lease, and to hold Assignor harmless and indemnify it from any loss, damages, or expenses that it might suffer by reason of Assignee's default under said lease.

IN WITNESS WHEREOF, the parties hereto have set their hands and seals the day and year first above written.

WITNESSES

WATCO COMPANIES, INC.

Soap Hall

By: Jay By

Title: Leasing Manager

As to Assignor

Address: 7305 Old Kings Rd. North
Jacksonville, FL 32219
"ASSIGNOR"

Marie L. Donnet

REL TRUST

By: [Signature]
Its Trustee

As to Assignee

Address: 1661 Beach Boulevard
Jacksonville, FL 32240
"ASSIGNEE"

Exhibit A
05103-00701

OLD	CAR NO.	NEW	CAR NO.	ADDITIONAL CHANGES & NOTES
CSXT	19000	HCGX	1315	
CSXT	190001	HCGX	1316	
CSXT	190002	HCGX	1317	
CSXT	190005	HCGX	1320	
CSXT	190007	HCGX	1321	
CSXT	190008	HCGX	1322	RTEX 1322
CSXT	190009	HCGX	1323	
CSXT	190012	HCGX	1325	
CSXT	190014	HCGX	1327	RTEX 1327
CSXT	190016	HCGX	1328	RTEX 1328
CSXT	190018	HCGX	1329	
CSXT	190019	HCGX	1330	RTEX 1330
CSXT	190020	HCGX	1331	
CSXT	190022	HCGX	1333	
CSXT	190025	HCGX	1336	
CSXT	190026	HCGX	1337	
CSXT	190027	HCGX	1338	RTEX 1338
CSXT	190028	HCGX	1339	
CSXT	190029	HCGX	1340	
CSXT	190044	HCGX	1341	
CSXT	190049	HCGX	1345	
MRS	2052	HCGX	1346	
MRS	2107	HCGX	1347	
MRS	2108	MSIX	9502	RTEX 9502
MRS	2131	MSIX	9503	RTEX 9503
MRS	2200	MSIX	9504	RTEX 9504
MRS	2206	MSIX	9505	RTEX 9505
MRS	2209	MSIX	9507	RTEX 9507
MRS	2242	MSIX	9509	RTEX 9509
MRS	2048	MSIX	9512	RTEX 9512
MRS	2049	MSIX	9513	RTEX 9513
MRS	2056	MSIX	9515	RTEX 9515
MRS	2110	MSIX	9519	RTEX 9519