



RECORDATION NO. 24437 FILED

MAY 06 '03

3-22 PM

SURFACE TRANSPORTATION BOARD

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



May 5, 2003

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20006-0001

Dear Mr. Williams:

Please find enclosed, two (2) originals of the Memorandum of Railroad Equipment Lease Agreement dated as of April 30, 2003 between the following parties:

Lessee: South Carolina Electric & Gas Company  
111 Research Drive  
Columbia, SC 29203

Lessor: Joseph Transportation Services, Inc.  
300 Pike Street  
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment, (190) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated as of April 3, 2003 related to one hundred ninety (190) railcars bearing reporting marks JTSX 900436-900625, inclusive.

Please file this agreement as a primary document. The amount of \$30.00 for the filing fees is included on the enclosed check. 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

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**MEMORANDUM OF SURFACE TRANSPORTATION BOARD  
RAILROAD EQUIPMENT LEASE AGREEMENT**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 3<sup>rd</sup> day of April, 2003, is intended to evidence the lease dated as of April 3, 2003 (the "Lease"), between **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **SOUTH CAROLINA ELECTRIC & GAS COMPANY**, a South Carolina corporation ("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 one hundred ninety (190) 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.

**REMAINDER OF THIS PAGE PURPOSELY LEFT BLANK**

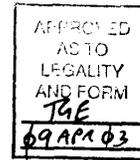
IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

JOSEPH TRANSPORTATION SERVICES, INC.

SOUTH CAROLINA ELECTRIC & GAS COMPANY (on behalf of itself and as agent for South Carolina Generating Company, Inc.)

By: *Paul G. Jantsch*  
Name: Paul G. Jantsch  
Title: President  
Date: April 3, 2003

By: *James M. Landreth*  
Name: James M. Landreth  
Title: Vice President  
Date: April 15, 2003



Approval  
RMC  
by direction of  
Mark Cannon  
*JME* 9 Apr 03

STATE OF OHIO            )  
                                  )    SS:  
COUNTY OF HAMILTON )

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of April, 2003, by Paul G. Jantsch, the President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Angela Denise Watts  
Notary Public

My Commission expires:

\_\_\_\_\_

**ANGELA DENISE WATTS**  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147.03 O.R.C.

STATE OF South Carolina  
                                  )    SS:  
COUNTY OF Richland )

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of April, 2003, by James M. Lindeth the Vice President of South Carolina Electric & Gas Company (on behalf of itself and as agent for South Carolina Generating Company, Inc., a South Carolina corporation, on behalf of the corporation.

Paul C. Vesselles  
Notary Public

My Commission expires:

2-14-2010

**EXHIBIT A**

To the Memorandum of Lease dated April 3, 2003, between Joseph Transportation Services, Inc. and South Carolina Electric & Gas Company.

**DESCRIPTION OF UNITS**

One hundred ninety (190) railcars bearing reporting marks as follows:

JTSX 900436-900625, inclusive