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RECORDATION NO. 23991-B FILED

JUL 21 '03 10-40 AM

SURFACE TRANSPORTATION BOARD



July 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 May 22, 2003 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: **LONE STAR INDUSTRIES, INC.**  
10401 North Meridian, Suite 400, Indianapolis, IN 46290

**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: **LONE STAR INDUSTRIES, INC.** covering 56 coal hoppers with reporting marks and numbers – LCEX 920 – LCEX 975, INCLUSIVE.

Please file this memorandum as a **SECONDARY** document to Recordation #23991 dated 6/3/02 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



LexisNexis™

Document Solutions  
Research Development Coordinator

Enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 22<sup>nd</sup> day of May, 2003, is made by C.I.T. LEASING CORPORATION, a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and LONE STAR INDUSTRIES, INC., a Delaware corporation, with an address at 10401 North Meridian, Suite 400, Indianapolis, IN 46290 (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 May 2, 2002, covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on June 3, 2002 and given Recordation Number 23991.

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.

C.I.T. LEASING CORPORATION

By: Joseph T. 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.

LONE STAR INDUSTRIES, INC.

By: J. White  
Name: J. White  
Title: VP Logistics

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SURFACE TRANSPORTATION BOARD

# Schedule A

Number of Cars			Equipment Description		
56	3,250 C.F. covered hopper car with gravity gates and round hatches				
1	LCEX	920	53	LCEX	972
2	LCEX	921	54	LCEX	973
3	LCEX	922	55	LCEX	974
4	LCEX	923	56	LCEX	975
5	LCEX	924			
6	LCEX	925			
7	LCEX	926			
8	LCEX	927			
9	LCEX	928			
10	LCEX	929			
11	LCEX	930			
12	LCEX	931			
13	LCEX	932			
14	LCEX	933			
15	LCEX	934			
16	LCEX	935			
17	LCEX	936			
18	LCEX	937			
19	LCEX	938			
20	LCEX	939			
21	LCEX	940			
22	LCEX	941			
23	LCEX	942			
24	LCEX	943			
25	LCEX	944			
26	LCEX	945			
27	LCEX	946			
28	LCEX	947			
29	LCEX	948			
30	LCEX	949			
31	LCEX	950			
32	LCEX	951			
33	LCEX	952			
34	LCEX	953			
35	LCEX	954			
36	LCEX	955			
37	LCEX	956			
38	LCEX	957			
39	LCEX	958			
40	LCEX	959			
41	LCEX	960			
42	LCEX	961			
43	LCEX	962			
44	LCEX	963			
45	LCEX	964			
46	LCEX	965			
47	LCEX	966			
48	LCEX	967			
49	LCEX	968			
50	LCEX	969			
51	LCEX	970			
52	LCEX	971			