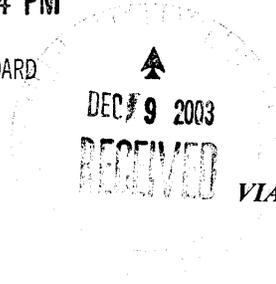


RECORDATION NO. 24732 FILED

DEC 10 '03

12-54 PM

SURFACE TRANSPORTATION BOARD



VIA UPS 2nd DAY AIR

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Tel 847.318.7575
Fax 847.318.7588

December 5, 2003

Mr. Vernon E. Williams
Surface Transportation Board
1925 K Street, N.W., Room 704
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Agreement

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals and one (1) copy of a Memorandum of Lease Agreement, dated November 5, 2003, a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Center
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Heidelberger Calcium Aluminates, Inc.
7660 Imperial Way
Allentown, PA 18195

A description of the railroad equipment covered by the enclosed document is one (1) 2785 cu. ft. pressure differential covered hopper car marked FURX 892506.

A short summary of the document to appear in the index follows: Memorandum 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 one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions or concerns regarding the above-referenced matter, please feel free to contact me at (847) 384-5355. Thank you for your cooperation in this matter.

Very truly yours,

A handwritten signature in cursive script that reads "Susan Grokulsky".

Susan Grokulsky
Manager of Documentation

Enclosures

(HECA001)

RECORDATION NO. 24732 FILED

DEC 10 '03

12:54 PM

ASSGN. NO.: HECA001

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 3rd day of November, 2003, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Heidelberger Calcium Aluminates, Inc. ("Lessee"), a DELAWARE corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of November 1, 2003, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of November 1, 2003, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR

Vice President Sales & Marketing

Title: _____

By: K.A. Dombrowski

Name: K.A. DOMBROWSKI

Title: DIRECTOR OF DOCUMENTATION

Executed on this 3rd day of November, 2003.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

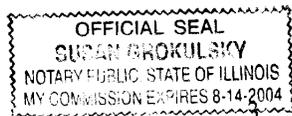
I, SUSAN GROKULSKY, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 3rd day of November, 2003.

Susan Grokulska
Notary Public

My Commission Expires:

8-14-2004
(Notary Public)



LESSEE:

HEIDELBERGER CALCIUM ALUMINATES, INC.

ATTEST:

By: *Michael Schroeder*

Name: MICHAEL SCHROEDER

Title: PRESIDENT

By: *George Hunter*

Name: GEORGE HUNTER

Title: SECRETARY

Executed on this 29th day of OCTOBER, 2003.

[CORPORATE SEAL]

STATE OF PENNSYLVANIA

COUNTY OF LEHIGH

I, MARY A. WHITESSELL, a Notary Public of the County and State aforesaid, certify that MICHAEL SCHROEDER personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 29th day of OCTOBER, 2003.

Mary A. Whitesell
Notary Public

Commission Expires:

(Notary Public)

Notarial Seal
Mary A. Whitesell, Notary Public
Allentown, Lehigh County
My Commission Expires Nov. 15, 2004

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: One (1)

DESCRIPTION OF CARS: 100-ton, 2785 cubic foot capacity pressure differential covered hopper car, built in 1980 with hatches down the centerline and a total weight on rail of 263,000 lbs.

CAR NUMBERS: FURX 892506