

RECORDATION NO. 24404-A FILED

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

April 21, 2004

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 Termination of Lease, dated as of April 5, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease and Assignment which was previously filed with the Board under Recordation Number 24404.

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

Lessor: Railcar, Ltd.
1201 Peachtree Rd. N.E.
400 Colony Square, Suite 1101
Atlanta, GA 30361

Lessee: Florida Rock Industries, Inc.
155 East 21st Street
Jacksonville, FL 32206

Mr. Vernon A. Williams
April 21, 2004
Page Two

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

Eight railcars: RMGX 3301, 3302, 3303, 3305, 3306, 3307, 3308 and 3309.

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

Termination 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. Alford

RWA/anm
Enclosures

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TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

1. This instrument relates to that certain Schedule No. Two dated March 21, 2003, which is a part of that certain Master Lease Agreement dated as of February 13, 2002, between Railcar, Ltd., as Lessor, and Florida Rock Industries, Inc., as Lessee (collectively the "Lease Agreement") pursuant to which Lessor leased the following eight (8) railcars:

RMGX 3301, 3302, 3303, 3305, 3306, 3307, 3308 and 3309.

Said Lease is evidenced by that certain Memorandum of Lease and Assignment dated as of February 13, 2002 and recorded with the Surface Transportation Board on April 11, 2003 under Recordation No. 24404.

2. The Lease has terminated, effective December 31, 2003.

3. This Termination of Lease may be signed in counterpart or duplicate copies, and any signed counterpart or duplicate copy shall be equivalent to a signed original for all purposes.

IN WITNESS WHEREOF, the parties have caused this Termination of Lease to be executed as of the 5th day of April, 2004.

LESSOR: RAILCAR, LTD.

By: Jeffrey Edelman
Name: Jeffrey Edelman
Title: Senior Vice President - Finance

State of Georgia, County of Fulton

On April 5, 2004, before me personally appeared Jeffrey Edelman, to me personally known, who being by me duly sworn says that he is Senior Vice President, Finance of Railcar, Ltd., and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[NOTARIAL SEAL]

George A. Hester
Notary Public
My commission expires: 5-29-2007

[SIGNATURES CONTINUE ON NEXT PAGE]

LESSEE:

FLORIDA ROCK INDUSTRIES, INC.

By: Carlos Patino
Name: Carlos Patino
Title: Transportation & Logistic Coordinator

State of Florida, County of Duval

On April 8, 2004, before me personally appeared Carlos Patino, to me personally known, who being by me duly sworn says that he is the Transportation and Logistic Coordinator of Florida Rock Industries, Inc. and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[NOTARIAL SEAL]



Vicki J Kuczma
My Commission DD182800
Expires April 23, 2007

Vicki J Kuczma
Notary Public
My commission expires: