

RECORDATION NO. 25030 FILED

JUN 30 '04

4-06 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

June 30, 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 Memorandum of Lease, dated as of March 29, 2004, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: The Andersons, Inc.  
480 West Dussel Drive  
Maumee, OH 43537

Lessee: Carmeuse Lime, Inc.  
11 Stanwix Street  
11<sup>th</sup> Floor  
Pittsburgh, PA 15222

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

3 railcars AEX 670- AEX 672

Mr. Vernon A. Williams  
June 30, 2004  
Page Two

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 stamped copy of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm  
Enclosures

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MEMORANDUM OF LEASE

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WITNESSETH

SURFACE TRANSPORTATION BOARD

This Memorandum of Lease is entered into as of the 29<sup>th</sup> day of March, 2004, by and between The Andersons, Inc., an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessor") and Carmeuse Lime, Inc., a Pennsylvania corporation, having its principal place of business at 11 Stanwix Street, 11<sup>th</sup> Floor, Pittsburgh, Pennsylvania 15222 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that Certain Master Lease Agreement, Lease Number 200201-CNA dated as of March 5, 2002 (the "Master Lease"), and Deal #R00297 dated as of January 23, 2004 (the "Assigned Schedule"), whereby Lessor leases to Lessee three (3) railcars bearing railroad reporting marks as noted on attached Exhibit "A" (collectively, the "Railcars") for the term of sixty (60) months starting April 1, 2004.
2. The parties desire to execute this Memorandum for purposes of memorializing of record the Lease Agreement and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

**IN WITNESS WHEREOF**, the parties have executed this Memorandum of Lease as of the day and year first written above.

LESSOR:

THE ANDERSONS, INC.

By: Rasesh H. Shah

Title: President, Rail Group

STATE OF OHIO )

COUNTY OF LUCAS ) SS:

The foregoing instrument was acknowledged before me this 29th day of April, 2004, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.

Susan E. Monro  
Notary Public

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SUSAN E. MONRO  
Notary Public, State of Ohio  
Attorney At Law  
My Commission Has  
No Expiration  
Section 147.03 R.C.

LESSEE:  
CARMEUSE LIME, INC.

By: Joseph Wozniak  
Title: DIRECTOR OF LOGISTICS

STATE OF Pennsylvania )  
COUNTY OF Allegheny ) SS:

The foregoing instrument was acknowledged before me this 24th day of March, 2004, by Joseph Wozniak, the Dir. of Logistics of Carmeuse Lime a Delaware corporation, on behalf of the corporation.

Elaine E. Tokosh  
Notary Public

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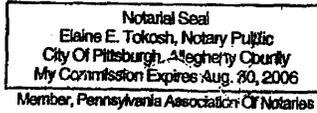


EXHIBIT A

		1	AEX	670		
		2	AEX	671		
		3	AEX	672		