



The David J. Joseph Company

February 14, 2005

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0006

RECORDATION NO: 25456 FILED  
FEB 15 2005 4-25 PM  
SURFACE TRANSPORTATION BOARD



Dear Mr. Williams:

Please find enclosed, two (2) originals of the Memorandum of Lease and Amendment No. 1 to Locomotive Equipment Lease dated as of January 27, 2005 between the following parties:

Lessee: Formosa Plastics Corporation, Texas  
201 Formosa Drive  
Point Comfort, TX 77978

Lessor: The David J. Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

Please see Exhibit A for the equipment, (12) locomotives, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Lease and Amendment No. 1 to Locomotive Equipment Lease dated as of January 27, 2005 related to twelve (12) locomotives bearing reporting marks JTPX 2002, JTPX 1708-1712, JTPX 1675, JTPX 903-906, NIS 1261.

Please file this agreement as a primary document. The amount of \$32.00 is included on the enclosed check No. 568220 for the filing fees for this document. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

Julie M. Woodard  
Documentation Coordinator

Enclosures

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Rail Equipment Group

300 Pike Street  
Cincinnati, OH 45202-4214  
Phone (513) 419-6200  
Fax (513) 419-6221

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**MEMORANDUM OF  
LEASE AND  
AMENDMENT NO. 1 TO  
LOCOMOTIVE EQUIPMENT LEASE**

**SURFACE TRANSPORTATION BOARD**

This **MEMORANDUM OF LEASE AND AMENDMENT NO. 1 TO THE LOCOMOTIVE EQUIPMENT LEASE** ("Memorandum") entered into this 27<sup>th</sup> day of January, 2005, is intended to evidence the lease dated as of December 11, 2002 and the amendment dated as of January 27, 2005 (collectively the "Lease"), between **THE DAVID J. JOSEPH COMPANY (f/k/a Joseph Transportation Services, Inc.)**, a Delaware corporation ("Lessor"), and **FORMOSA PLASTICS CORPORATION, TEXAS**, a Delaware 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 twelve (12) locomotives 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.

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

**THE DAVID J. JOSEPH COMPANY**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**FORMOSA PLASTICS CORPORATION,  
TEXAS**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_



STATE OF OHIO )  
 ) SS:  
COUNTY OF HAMILTON )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of January, 2005, by Keith Grass, the President + CEO of The David J. Joseph Company, 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.

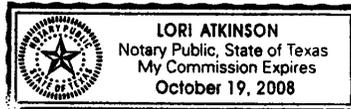
STATE OF Texas )  
 ) SS:  
COUNTY OF Calhoun )

The foregoing instrument was acknowledged before me this 8 day of February, 2005, by John Hervey, the Contracting Mgr. of Formosa Plastics Corporation, Texas, a Delaware corporation, on behalf of the corporation.

Lori Atkinson  
Notary Public

My Commission expires:

10/19/08



## **EXHIBIT A**

To the Memorandum of Lease and Amendment No. 1 dated January 27, 2005, between The David J. Joseph Company and Formosa Plastics Corporation, Texas.

### **DESCRIPTION OF UNITS**

Twelve (12) locomotives bearing reporting marks as follows:

JTPX 2002  
JTPX 1708  
JTPX 1709  
JTPX 1710  
JTPX 1711  
JTPX 1712  
JTPX 1675  
JTPX 903  
JTPX 904  
JTPX 905  
JTPX 906  
NIS 1261