



June 20, 2005

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

RECORDATION NO. 25683 FILED

JUL 05 '05

2-11 PM

SURFACE TRANSPORTATION BOARD

Dear Secretary Williams:

Enclosed for recordation, pursuant to the provisions of 49 U.S.C. Section 11301(a), are four (4) originals of Memorandum of Railcar Lease Agreement by and between Clean Harbors Environmental Services, Inc. and Tealinc, Ltd.

The document is a Memorandum of Railcar Lease Agreement between Tealinc, Ltd and Clean Harbors Environmental Services, Inc. dated September 27, 2004.

The names and addresses of the parties to the Memorandum of Railcar Lease Agreement are:

Lessor: Tealinc, Ltd
1606 Rosebud Creek Road
Forsyth, MT 59327

Lessee: Clean Harbors Environmental Services, Inc.
1501 Washington Street
P.O. Box 859048
Braintree, MA 02185-9048

A description of the equipment covered by the Memorandum of Railcar Lease between Tealinc, Ltd and Clean Harbors Environmental Services, Inc. consists of fifty 89' 70 ton flat cars numbered UPCX 930151 thru UPCX 930200 inclusive.

A fee of \$33.00 is enclosed to pay for the recordation.

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

"Memorandum of Railcar Lease Agreement"

Please retain a copy for recordation.

1606 Rosebud Creek Road, Forsyth, MT 59327

Ph: 406-347-5237

Fax: 406-347-5239

Email: darell@tealinc.com

Please return four stamped originals to:

Tealinc, Ltd
1606 Rosebud Creek Road
Forsyth, MT 59327

Sincerely,

A handwritten signature in cursive script, appearing to read "Darell Luther".

Darell J. Luther

1606 Rosebud Creek Road, Forsyth, MT 59327

Ph: 406-347-5237

Fax: 406-347-5239

Email: darell@tealinc.com

MEMORANDUM OF RAILCAR LEASE AGREEMENT SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of September 27, 2004 by and between **Tealinc, Ltd** ("Lessor") a Montana corporation, and **Clean Harbors Environmental Services, Inc.** a Massachusetts corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various railcars pursuant to one or more Schedules to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Master Railcar Service and Lease Agreement (No. 092704) dated as of September 27, 2004 between Lessor and Lessee (hereinafter referred to as the "Lease").

2. Pursuant to Schedule No. CH001 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor the fifty (50) 89' 70 ton flat cars bearing the reporting marks and numbers indicated on Exhibit A hereto, all as more particularly described in the Lease.

3. The Lease shall be effective as of the execution date thereof and shall be subject to the term of the Lease, as provided therein.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

LESSOR:

LESSEE:

TEALINC, LTD

CLEAN HARBORS ENVIRONMENTAL SERVICES, INC.

By: *Darell J. Lutter*

By: *Andrew Wieland*

Print Name: DARELL J. LUTTER

Print Name: PANDREW WIELAND

Title: president

Title: DIRECTOR, RAIL/MARINE LOGISTICS

Address: 1606 Rosebud Creek Road
Forsyth, MT 59327

Address: 1501 Washington Street
PO Box 859048

Facsimile: 406-347-5239

Braintree, MA 02185-9048

Phone: 406-347-5237

Facsimile: 781-794-3850

Phone: 781-849-1800

State of MT, County of Ruster

On June 15, 2005, before me personally appeared **Darell J. Luther**, to me personally known, who being by me duly sworn says that he is **President of Tealinc, 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.



Notary Public

My commission expires:

[NOTARIAL SEAL]

State of PA, County of Allegheny

On April 26, 2005, before me personally appeared **P. Andrew Wieland**, to me personally known, who being by me duly sworn says that he is **Director Rail/Marine Logistics of Clean Harbors Environmental Services, 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.



Notary Public

My commission expires:

[NOTARIAL SEAL]

NOTARIAL SEAL NICK F. AMBROGIO, NOTARY PUBLIC McCANDLESS TWP., COUNTY OF ALLEGHENY MY COMMISSION EXPIRES OCTOBER 3, 2005

33	AG	80082	UPCX	930183	3/14/2005
34	FEC	80070	UPCX	930184	2/22/05
35	FEC	80039	UPCX	930185	2/24/05
36	FEC	80099	UPCX	930186	2/28/05
37	FEC	80097	UPCX	930187	3/2/05
38	FEC	80060	UPCX	930188	3/2/05
39	FEC	80038	UPCX	930189	3/3/05
40	FEC	80047	UPCX	930190	3/21/2005
41	FEC	80057	UPCX	930191	3/23/05
42	FEC	80077	UPCX	930192	3/23/2005
43	FEC	80081	UPCX	930193	12/13/04
44	FEC	80053	UPCX	930194	3/29/2005
45	FEC	80078	UPCX	930195	4/29/2005
46	FEC	80107	UPCX	930196	4/8/2005
47	FEC	80090	UPCX	930197	4/11/2005
48	FEC	80046	UPCX	930198	1/31/2005
49	FEC	80105	UPCX	930199	1/21/2005
50	FEC	80063	UPCX	930200	1/24/2005

Clean Harbors Environmental Services, Inc. hereby accepts the fifty (50) railcars herein that have a signed acceptance in the acceptance block and is dated to the date of acceptance by a Clean Harbors Environmental Services, Inc. authorized person.

In accordance with Schedule No. CH001 the Base Lease Term shall be for a period of 84 months commencing on April 30, 2005.

IN WITNESS WHEREOF, the undersigned, being the Director Rail/Marine Logistics of Lessee, does hereunto set his hand as of this 23rd day of November 2004 and this 13th day of April, 2005 on behalf of Lessee.

P. ANDREW WIELAND
 Print Name
P. Andrew Wieland
 Signature
DIRECTOR, RAIL/MARINE LOGISTICS
 Title