



The David J. Joseph Company



July 14, 2005

RECORDATION NO. 21319-D FILED

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

JUL 15 '05

2-33 PM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Please find enclosed, two (2) originals of the Memorandum of Amendment No. 6 to Railroad Equipment Lease dated as of July 11, 2005 between the following parties:

Lessee: Potlatch Corporation  
801 Mill Road  
Lewiston, ID 83501

Lessor: Joseph Leasing Ltd.  
300 Pike Street  
Cincinnati, OH 45202

Please see exhibit A for the equipment, (75) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Amendment No. 6 to Railroad Equipment Lease dated as of July 11, 2005 related to one seventy-five (75) railcars bearing reporting marks: TKEN 2732-2798, sporadic; TKEN 12002-12038, sporadic; TKEN 20715-20739, inclusive and TKEN 20815-20839, inclusive.

Please file this as a secondary document under the Recordation Number 21319-D, as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 21319 through 21319-C..

The filing fee for this document in the amount of \$33.00 is included on Check No. 1689. 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

RECORDATION NO. 21319-0 FILED

JUL 15 '05

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**MEMORANDUM OF  
AMENDMENT NO. 6 TO  
RAILROAD EQUIPMENT LEASE**

**SURFACE TRANSPORTATION BOARD**

This **MEMORANDUM OF AMENDMENT NO. 6 TO THE RAILROAD EQUIPMENT LEASE** ("Memorandum of Amendment No. 6") entered into this 11<sup>th</sup> day of July, 2005, is intended to evidence the amendment dated as of July 8, 2005 (the "Amendment No. 6"), between **JOSEPH LEASING LTD.**, an Ohio limited liability company ("Lessor"), and **POTLATCH CORPORATION**, 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. The parties agree that Lessee has the right to use the seventy-five (75) railcars 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.

**FURTHER**, the Memorandum of Railroad Equipment Lease (the "Memorandum of Lease") between Lessor and Lessee, was duly filed with the Surface Transportation Board ("STB") on April 6, 1998, with Recordation No. 21319. This Memorandum of Lease Amendment No. 6 should receive Recordation No. 21319-D.

**IN WITNESS WHEREOF**, Lessor and Lessee each pursuant to due corporate authority, has executed this Memorandum of Amendment No. 6 on the date indicated below its signature.

**LESSOR**

**JOSEPH LEASING LTD.**

By: Angela N. Watts

Title: Secretary

Date: July 11, 2005

STATE OF OHIO )  
 )  
COUNTY OF HAMILTON )

SS:

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of October, 2003, by James H. Goetz, a Committee Member of Joseph Leasing Ltd., an Ohio limited liability company, on behalf of the company.

*Julie M. Woodard*  
\_\_\_\_\_  
Notary Public



**JULIE M. WOODARD**  
Notary Public, State of Ohio  
My Commission Expires  
September 24, 2007

**EXHIBIT A**

To the Memorandum of Amendment No. 6 dated July 11, 2005, between Joseph Leasing Ltd., and Potlatch Corporation.

**DESCRIPTION OF UNITS**

Seventy-five (75) railcars bearing reporting marks as follows:

TKEN002732  
TKEN002741  
TKEN002754  
TKEN002757  
TKEN002759  
TKEN002760  
TKEN002762  
TKEN002764  
TKEN002769  
TKEN002774  
TKEN002776  
TKEN002777  
TKEN002785  
TKEN002792  
TKEN002793  
TKEN002798  
TKEN012002  
TKEN012005  
TKEN012011  
TKEN012016  
TKEN012021  
TKEN012029  
TKEN012031  
TKEN012034  
TKEN012038  
TKEN020715 – TKEN020739, inclusive  
TKEN020815 – TKEN020839, inclusive