

# FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Tel 847.318.7575  
Fax 847.318.7588

RECORDATION NO. 23708-B FILED

SEP 13 '05

2-25 PM

SURFACE TRANSPORTATION BOARD



VIA UPS 2<sup>nd</sup> DAY AIR

September 9, 2005

Mr. Vernon E. Williams  
Surface Transportation Board  
1925 K Street, N.W., Room 704  
Washington, DC 20423-0001  
Attn: Recordation of Railroad Equipment

**Re: Memorandum of Lease Agreement**

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals of a Memorandum of Lease Agreement, dated March 21, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Commission under Recordation Number 23708.

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

Lessor: First Union Rail Corporation  
One O'Hare Center  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Lessee: Chemical Lime Company  
1109 Lanette Drive  
Cincinnati, OH 45230

A description of the railroad equipment covered by the enclosed document is fifteen (15) 4700 cu. ft., covered hopper cars (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: **Memorandum of Lease**

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5355.  
Thank you for your cooperation in this matter.

Very truly yours,

Susan Grokulsky  
Manager of Documentation

Enclosures

(CHLI004)

ASSGN. NO.: CHLI004

MEMORANDUM OF LEASE

**SURFACE TRANSPORTATION BOARD**

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 21 day of March, 2005 by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Chemical Lime Company, Inc., a Nevada corporation.

**WITNESSETH:**

The undersigned Lessor and Lessee have entered into that certain Lease Agreement, dated as of July 20, 2001, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 4 to the Lease (the "Rider") as described in more particular on Exhibit A attached hereto, effective as of February 2005, and subject to the terms, conditions and provisions of the above mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

**LESSOR:**

FIRST UNION RAIL CORPORATION

ATTEST:

By: [Signature]  
Name: K A Dombrowski  
Title: DIRECTOR OF DOCUMENTATION

By: [Signature]  
Name: RICHARD F. SEYMOUR  
Title: Vice President Sales & Marketing

Executed on this 21<sup>st</sup> day of March, 2005

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

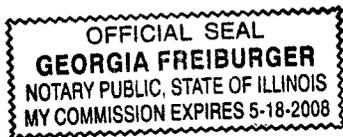
I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 21<sup>st</sup> day of March, 2005.

[Signature]  
Notary Public

My Commission Expires:

5-2008  
(Notary Public)



**LESSEE:**

CHEMICAL LIME COMPANY, INC.

ATTEST:

By: [Signature]  
Name: STEPHEN BARNISH  
Title: CEO

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Executed on this 14<sup>th</sup> day of MARCH, 2005.

[CORPORATE SEAL]

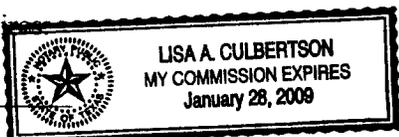
STATE OF Texas  
COUNTY OF Tarrant

I, Lisa A. Culbertson, a Notary Public of the County and State aforesaid, certify that Stephen Barnish personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 14<sup>th</sup> day of March, 2005.

Lisa A. Culbertson  
Notary Public

My Commission Expires



(Notary Public)

**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

NUMBER OF CARS: Fifteen (15)

DESCRIPTION OF CARS: 4700 cu. ft., Covered Hopper Cars with trough hatch covers and outlet gates, 263,000 lbs. gross weight on rail

CAR NUMBERS:

FURX 819017  
FURX 819031  
FURX 819043  
FURX 819047  
FURX 819055  
FURX 819072  
FURX 819079  
FURX 819106  
FURX 819161  
FURX 819167  
FURX 819190  
FURX 819191  
FURX 819208  
FURX 819225  
FURX 819228