



CORPORATION SERVICE COMPANY

January 31, 2006

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423

Re: 150601-1

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of January 23, 2006 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**  
1211 Avenue of the Americas, 20<sup>th</sup> Floor New York, NY 10036

Lessee: **ARKANSAS LIME COMPANY, INC.**  
13800 Montfort Drive, Suite 330, Dallas TX 75240

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

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **ARKANSAS LIME COMPANY INC.** covering 15 hopper cars with reporting marks and numbers – CEFX151267-151386 - NOT INCLUSIVE.

Please file this memorandum as a SECONDARY document to Recordation #25138 dated 03/17/04 and return one (1) stamped original to my attention. A check covering the filing fee of thirty-three dollars (\$33.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 ext. 3793.

Thank you for your prompt assistance.

Sincerely,

  
STEVE TURNER  
Motor Vehicle Specialist



RECORDATION NO. 25138-A FILED

FEB 03 '06

4-17 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 23<sup>rd</sup> day of March, 2005 is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and ARKANSAS LIME COMPANY INC., an Arkansas corporation, with an address at 13800 Montfort Drive, Suite 330, Dallas, TX 75240 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of March 17, 2004 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on August 23, 2004 and given Recordation Number 25138.

WHEREAS, the Parties have entered in to an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set for the in **Schedule A** hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By:   
Name: Richard Latini  
Title: Senior Vice President

RECORDATION NO 25138-A FILED

FEB 03 '06

4-11 PM

SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Chief Executive Officer and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ARKANSAS LIME COMPANY INC.

By:   
Name: BILL Hughes  
Title: SA, V-P

# Schedule A

## Number of Cars

## Equipment Description

15 4,750 C.F. covered hopper car with gravity gates and trough hatches

1	CEFX	151267
2	CEFX	151274
3	CEFX	151292
4	CEFX	151311
5	CEFX	151334
6	CEFX	151335
7	CEFX	151336
8	CEFX	151345
9	CEFX	151346
10	CEFX	151349
11	CEFX	151375
12	CEFX	151376
13	CEFX	151377
14	CEFX	151380
15	CEFX	151386