

RECORDATION NO. 26180 FILED

FEB 06 '06

2-5 3PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

February 6, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 2, 2005, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor:	NARCAT LLC Suite R 480 West Dussel Drive Maumee, Ohio 43537
Lessee:	Newport Steel Corporation 530 West Ninth Street Newport, Kentucky 41071

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document is:

15 bulkhead flat cars: SPSX 200038 - SPSX 200052.

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

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 stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

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MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 2ND day of December, 2005, by and between NARCAT LLC, a Delaware limited liability company, having its principal place of business at Suite R, 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessor") and Newport Steel Corporation, a Kentucky corporation, having its principal place of business at 530 West Ninth Street, Newport, Kentucky 41071 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Net Lease Agreement dated effective as of June 1, 2005 (the "Master Lease"), and Rider Deal #C00827 dated effective as of June 1, 2005 (the "Schedule"), whereby Lessor leases to Lessee fifteen (15) railcars bearing railroad reporting marks as noted on attached Exhibit "A" (collectively, the "Railcars") for the term of twenty-four (24 Months) months starting June 1, 2005.
2. The parties desire to execute this Memorandum for purposes of memorializing of record the Master Lease and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

[Signature Pages to Follow]

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first written above.

LESSEE:

NEWPORT STEEL CORPORATION

By: R. T. Conlin
Title: Director Materials + Logistics
Date: 11-21-05

STATE OF Kentucky)
COUNTY OF Campbell) SS:

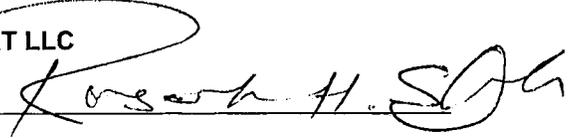
The foregoing instrument was acknowledged before me this 21 day of November, 2005, by Richard T. Conlin, the Dir. Materials + Logistics of Newport Steel Corporation, a Kentucky corporation, on behalf of the corporation.

Sadina A. Perkins
Notary Public



Lessor:

NARCAT LLC

By: 

Printed

Name: Rasesh H. Shah

Title: Manager

Date: 12/2/05

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 2nd day of December, 2005, by Rasesh H. Shah, the Manager of NARCAT LLC, NARCAT LLC, a Delaware limited liability company, on behalf of the company.

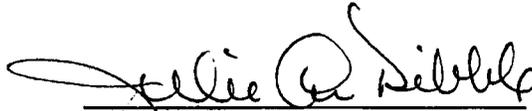

Julie A. Sibley
Notary Public

EXHIBIT "A"	
Fifteen (15) Bulkhead Flat Cars	
Deal #C00827	
1	SPSX200038
2	SPSX200039
3	SPSX200040
4	SPSX200041
5	SPSX200042
6	SPSX200043
7	SPSX200044
8	SPSX200045
9	SPSX200046
10	SPSX200047
11	SPSX200048
12	SPSX200049
13	SPSX200050
14	SPSX200051
15	SPSX200052

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: February 6, 2006



Robert W. Alvord