

RECORDATION NO. 23348-E FILED

APR 25 '06

2-14 PM

SURFACE TRANSPORTATION BOARD



FIRST UNION RAIL

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

Tel 847.318.7575
Fax 847.318.7588

April 21, 2006

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 two (2) originals and one (1) copy of a Memorandum of Lease Agreement, dated January 27, 2006, 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 Surface Transportation Board under Recordation Number 23348. The names and addresses of the parties to the enclosed document are:

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

Lessee: GLNX Corporation
2201 Timberloch Place
Suite 125
The Woodlands, TX 77380

A description of the railroad equipment covered by the enclosed document is fourteen (14) 5750 cu. ft. capacity, lined plastic pellet covered hopper cars marked FURX, NDYX and TQEX (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 \$34.00 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.

Sincerely,

Susan Grokulsky
Manager of Documentation

Enclosures

APR 25 '06

2-14 PM

ASSGN. NO.: GLNX010

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD 27th

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 27th day of January, 2006, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and GLNX Corporation ("Lessee"), a Texas corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of April 16, 2000, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 7 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of December 6, 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: Richard E. Seymour

Name: RICHARD E. SEYMOUR
Vice President Sales & Marketing

By: Susan Grokulska

Name: SUSAN GROKULSKY

Title: MGR OF DOCUMENTATION

Executed on this 27th day of January, 2006.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

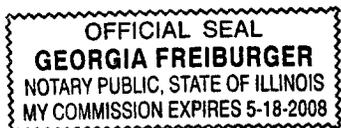
I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 27th day of January, 2006.

[Signature]
Notary Public

Commission Expires:

5-2008
(Notary Public)



LESSEE:

GLNX CORPORATION

ATTEST:

By: W. W. Abel, Jr.

Name: WARNER W ABEL, JR

Title: PRESIDENT

By: S. A. Potter

Name: S. A. Potter

Title: _____

Executed on this 20th day of JANUARY, 2006.

[CORPORATE SEAL]

STATE OF TEXAS

COUNTY OF Montgomery

I, Cheryl A. Nine, a Notary Public of the County and State aforesaid, certify that Warner W. Abel, Jr. 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 20th day of Jan., 2006

Cheryl A. Nine
Notary Public

Commission Expires:

8/7/06
(Notary Public)

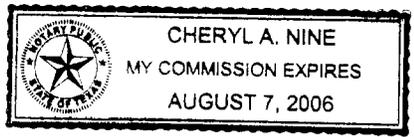


EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Fourteen (14)

DESCRIPTION OF CARS: 5750 cubic foot capacity, lined, plastic pellet covered hopper cars, with one vented hatch per compartment, equipped with pneumatic gates, 263/268 GWR.

CAR NUMBERS:

FURX	870121
FURX	870194
FURX	870364
FURX	877020
FURX	877043
FURX	877054
NDYX	870271
NDYX	877114
NDYX	877135
NDYX	877182
NDYX	877189
NDYX	877198
TQEX	058020
TQEX	058480