

# 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. 23348-6 FILED

APR 25 '06 2-25 PM

SURFACE TRANSPORTATION BOARD



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

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 three (3) originals of a Memorandum of Lease Agreement, dated July 21, 2004, 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 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 seventy-three (73) 5700-5851 cu. ft. covered hopper cars, with FURX, TQEX marks (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.

Very truly yours,

Susan Grokulsky  
Manager of Documentation

Enclosures

(GLNX007)

APR 25 '06

2-25 PM

ASSGN. NO.: GLNX007

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 21<sup>st</sup> day of July, 2004, 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. 4 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of July 21, 2004, 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 F. Seymour

Name: RICHARD F. SEYMOUR  
Vice President Sales & Marketing

Title: \_\_\_\_\_

By: Theresa Catapano

Name: THERESA CATAPANO

Title: MGR. OF DOCUMENTATION Executed on this 21<sup>st</sup> day of July, 2004.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, SUSAN GROKULSKY, 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 21<sup>st</sup> day of July, 2004.

Susan Grokulschy  
Notary Public

Commission Expires:

8-14-2008  
(Notary Public)



LESSEE:

GLNX CORPORATION

ATTEST:

By: Warner W Abel, Jr.

Name: WARNER W ABEL, JR.

Title: PRESIDENT

By: Jerry Sagerhorn

Name: Jerry Sagerhorn

Title: VP Sales & Mkt

Executed on this 21<sup>st</sup> day of July, 2004.

[CORPORATE SEAL]

STATE OF TEXAS

COUNTY OF Montgomery

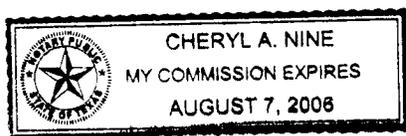
I, Cheryl A. Nine, a Notary Public of the County and State aforesaid, certify that Warner W. Abel, Jr. personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this, 21<sup>st</sup> day of July, 2004.

Cheryl A. Nine  
Notary Public

Commission Expires:

8/7/06  
(Notary Public)



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

NUMBER OF CARS:           Seventy-three (73)

DESCRIPTION OF CARS:   5700-5851 cubic foot capacity, plastic pellet covered hopper Cars,  
with one vented hatch per compartment, 263 GWR.

CAR NUMBERS:

FURX 870219	FURX 877104
FURX 870444	FURX 877109
FURX 877001	FURX 877112
FURX 877003	FURX 877115
FURX 877004	FURX 877117
FURX 877005	FURX 877118
FURX 877006	FURX 877122
FURX 877008	FURX 877124
FURX 877009	FURX 877126
FURX 877010	FURX 877127
FURX 877014	FURX 877131
FURX 877015	FURX 877133
FURX 877018	FURX 877136
FURX 877025	FURX 877138
FURX 877028	FURX 877144
FURX 877029	FURX 877148
FURX 877030	FURX 877152
FURX 877032	FURX 877157
FURX 877033	FURX 877160
FURX 877042	FURX 877161
FURX 877044	FURX 877162
FURX 877045	FURX 877169
FURX 877047	FURX 877201
FURX 877048	FURX 877210
FURX 877050	FURX 877211
FURX 877055	FURX 878100
FURX 877065	FURX 878103
FURX 877070	FURX 878105
FURX 877071	FURX 878107
FURX 877075	FURX 878108
FURX 877076	FURX 878112
FURX 877085	FURX 878114
FURX 877092	FURX 878121
FURX 877093	TQEX 058272
FURX 877098	TQEX 058323
FURX 877100	TQEX 058363
FURX 877103	