



CORPORATION SERVICE COMPANY

RECORDATION NO. 23809-B FILED

MAY 22 '06

2-47 PM

SURFACE TRANSPORTATION BOARD



May 19, 2006

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423  
[Barbara.saddler@stb.dot.gov](mailto:Barbara.saddler@stb.dot.gov)

REF: 114439/005

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of December 12, 2005 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: **ABC COKE DIVISION OF DRUMMOND CO INC.**  
900 Huntsville Avenue Tarrant, AL 35217

**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: **ABC COKE DIVISION OF DRUMMOND CO INC.** covering 90 hopper cars with reporting marks and numbers – CEFX 61972 - CEFX 62096 – NOT INCLUSIVE.

Please file this memorandum as a SECONDARY document to Recordation #23809 dated 01/03/02 and return one (1) stamped original to my attention. A check covering the filing fee of thirty-four dollars (\$34.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 ext. 3813

Thank you for your prompt assistance.

Sincerely,

April O'Shea  
Motor Vehicle Specialist

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 12<sup>th</sup> day of December, 2005, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and ABC COKE DIVISION OF DRUMMOND CO., INC., an Alabama corporation, with an address at 900 Huntsville Avenue, Tarrant, AL 35217 (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 November 14, 2000 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on January 3, 2002 and given Recordation Number 23809.

WHEREAS, the Parties have entered into 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 forth 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: Joseph J. Mankowski  
Name: Joseph Mankowski  
Title: Senior Vice President

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I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee 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 Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ABC COKE DIVISION OF DRUMMOND CO., INC.

By: Charles Mitchell  
Name: Charles Mitchell  
Title: Manager - Transportation

# Schedule A

Number of Cars			Equipment Description		
90			4,000 C.F. steel, 3 or 4 pocket, manual coal hopper		
1	CEFX	61972	53	CEFX	62051
2	CEFX	61973	54	CEFX	62052
3	CEFX	61974	55	CEFX	62053
4	CEFX	61975	56	CEFX	62054
5	CEFX	61977	57	CEFX	62056
6	CEFX	61978	58	CEFX	62057
7	CEFX	61980	59	CEFX	62059
8	CEFX	61981	60	CEFX	62060
9	CEFX	61982	61	CEFX	62063
10	CEFX	61983	62	CEFX	62064
11	CEFX	61985	63	CEFX	62065
12	CEFX	61986	64	CEFX	62066
13	CEFX	61987	65	CEFX	62067
14	CEFX	61988	66	CEFX	62069
15	CEFX	61991	67	CEFX	62070
16	CEFX	61994	68	CEFX	62071
17	CEFX	61995	69	CEFX	62072
18	CEFX	61997	70	CEFX	62073
19	CEFX	62002	71	CEFX	62074
20	CEFX	62003	72	CEFX	62075
21	CEFX	62004	73	CEFX	62076
22	CEFX	62005	74	CEFX	62077
23	CEFX	62006	75	CEFX	62079
24	CEFX	62007	76	CEFX	62080
25	CEFX	62008	77	CEFX	62081
26	CEFX	62009	78	CEFX	62082
27	CEFX	62010	79	CEFX	62083
28	CEFX	62016	80	CEFX	62085
29	CEFX	62018	81	CEFX	62086
30	CEFX	62019	82	CEFX	62087
31	CEFX	62020	83	CEFX	62088
32	CEFX	62021	84	CEFX	62090
33	CEFX	62022	85	CEFX	62091
34	CEFX	62023	86	CEFX	62092
35	CEFX	62024	87	CEFX	62093
36	CEFX	62025	88	CEFX	62094
37	CEFX	62026	89	CEFX	62095
38	CEFX	62027	90	CEFX	62096
39	CEFX	62028			
40	CEFX	62030			
41	CEFX	62031			
42	CEFX	62033			
43	CEFX	62035			
44	CEFX	62037			
45	CEFX	62039			
46	CEFX	62040			
47	CEFX	62042			
48	CEFX	62043			
49	CEFX	62045			
50	CEFX	62046			
51	CEFX	62048			
52	CEFX	62050			