



The David J. Joseph Company



May 23, 2006

RECORDATION NO. 26364 FILED

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0006

MAY 26 '06

11-17 AM

**SURFACE TRANSPORTATION BOARD**

Dear Mr. Williams:

Please find enclosed, two (2) originals of the Memorandum of Railroad Equipment Lease Agreement dated as of May 10, 2006 between the following parties:

Lessee: Virginia Electric and Power Company  
120 Tredegar Street  
Richmond, VA 23219

Lessor: The David J. Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

Please see Exhibit A for the equipment, (110) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated as of May 10, 2006 related to one hundred ten (110) railcars bearing reporting marks: VAPX 5001 – 5110, inclusive.

Please file this agreement as a primary document. The amount of \$34.00 is included on the enclosed check No. 580322 for the filing fees for this document. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

Julie M. Woodard  
Documentation Coordinator

Enclosures

**MEMORANDUM OF  
RAILROAD EQUIPMENT LEASE AGREEMENT SURFACE TRANSPORTATION BOARD**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 10<sup>th</sup> day of May, 2006, is intended to evidence the lease dated as of May 9, 2006 (the "Lease"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **VIRGINIA ELECTRIC AND POWER COMPANY**, a Virginia public service corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the one hundred ten (110) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

**IN WITNESS WHEREOF**, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

**THE DAVID J. JOSEPH COMPANY**

**VIRGINIA ELECTRIC AND POWER  
COMPANY**

By: 

By: 

Name: Everett N. Martin

Name: Jeff Miscikowski

Title: Assistant Corporate Secretary

Title: Authorized Representative

Date: May 10, 2006

Date: May 12, 2006

DMJ 

STATE OF OHIO )  
 )  
COUNTY OF HAMILTON ) SS:

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of May, 2006, by Everett N. Martin, the Assistant Corporate Secretary of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Angela Denise Watts  
Notary Public

My Commission expires:  
\_\_\_\_\_

ANGELA DENISE WATTS  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147.03 O.R.C.

STATE OF Virginia )  
 )  
COUNTY OF Richmond ) SS:

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of May, 2006, by Jeff Miscikowski, the Authorized Representative of Virginia Electric and Power Company, a Virginia public service corporation, on behalf of the corporation.

Michelle J. Howard  
Notary Public

My Commission expires:  
February 29, 2008

Embossed Herson is My  
Commonwealth of Virginia Notary Public Seal  
My Commission Expires February 29, 2008  
MICHELLE J. HOWARD

**EXHIBIT A**

To the Memorandum of Lease dated May 10, 2006, between The David J. Joseph Company and Virginia Electric and Power Company.

**DESCRIPTION OF UNITS**

One hundred ten (110) railcars bearing reporting marks:

VAPX 5001 – 5110, inclusive