



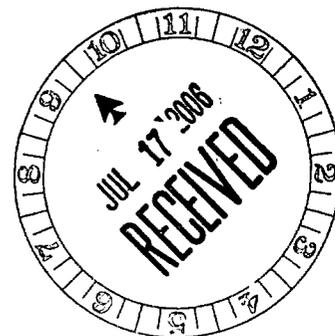
CORPORATION SERVICE COMPANY

RECORDATION NO. 25096-D FILED

JUL 17 '06

3-10 PM

SURFACE TRANSPORTATION BOARD



July 13, 2006

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

REF: 2 39853-005

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of April 19, 2005 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
1211 Avenue of the Americas, 20th Floor New York, NY 10036
Lessee: **GRAYMONT WESTERN US INC**
3950 South 700 East, Ste 301, Murray, UT 84107

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: **GRAYMONT WESTERN US INC.** covering 50-4,750 C.F. covered hopper car with gravity gates and trough hatches (17277/17523) as further described on the attached schedule A. NON INCLUSIVE.

Please file this memorandum as a **SECONDARY** document to Recordation #25096 dated 07/28/04 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. 3753

Thank you for your prompt assistance.

Sincerely,

Beth Poani
Motor Vehicle Specialist

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 19TH day of April, 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 GRAYMONT WESTERN US INC., a Utah corporation, with an address at 3950 South 700 East, Suite 301, Murray, UT 84107 (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 January 16, 2004 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on July 28, 2004 and given Recordation Number 25096.

WHEREAS, the Parties have entered in to 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 for the 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 F. 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.

GRAYMONT WESTERN US INC.

By: Terry Tait
Name: Terry Tait
Title: VP Sales

Schedule A

Number of Cars

Equipment Description

Number of Cars	Equipment Description
50	4,750 C.F. covered hopper car with gravity gates and trough hatches
1	CEFX 17277
2	CEFX 17278
3	CEFX 17290
4	CEFX 17318
5	CEFX 17328
6	CEFX 17329
7	CEFX 17332
8	CEFX 17336
9	CEFX 17339
10	CEFX 17341
11	CEFX 17342
12	CEFX 17344
13	CEFX 17345
14	CEFX 17350
15	CEFX 17352
16	CEFX 17353
17	CEFX 17358
18	CEFX 17364
19	CEFX 17367
20	CEFX 17371
21	CEFX 17379
22	CEFX 17387
23	CEFX 17398
24	CEFX 17410
25	CEFX 17421
26	CEFX 17422
27	CEFX 17424
28	CEFX 17430
29	CEFX 17437
30	CEFX 17444
31	CEFX 17470
32	CEFX 17471
33	CEFX 17472
34	CEFX 17474
35	CEFX 17475
36	CEFX 17477
37	CEFX 17483
38	CEFX 17486
39	CEFX 17487
40	CEFX 17488
41	CEFX 17490
42	CEFX 17492
43	CEFX 17495
44	CEFX 17497
45	CEFX 17507
46	CEFX 17508
47	CEFX 17513
48	CEFX 17514
49	CEFX 17519
50	CEFX 17523