

# FIRST UNION RAIL

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

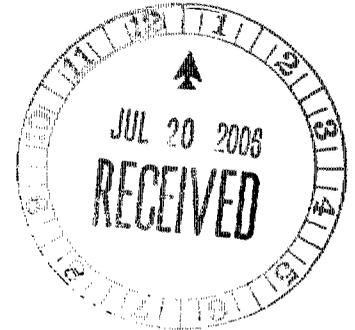
Tel 847.318.7575  
Fax 847.318.7588

RECORDATION NO. 25418-F FILED

JUL 20 '06

3-57 PM

SURFACE TRANSPORTATION BOARD



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

July 18, 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 June 1, 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 Commission under Recordation Number 25418. The names and addresses of the parties to the enclosed document are:

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

Lessee: LogicHaul L.L.C.  
409 South Church Street  
Berlin, Wisconsin 54923

A description of the railroad equipment covered by the enclosed document is forty (40) 3200 cu. ft. covered hopper Cars marked NOKL (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) 384-5375. Thank you for your cooperation in this matter.

Sincerely,

*Janice Enolva*  
Janice Enolva  
Manager of Documentation

Enclosures

(LOHA007)

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 1<sup>st</sup> day of June, 2006, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and LOGICHAUL L.L.C., ("Lessee"), a Wisconsin corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of November 30, 2004, 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 May 29, 2006, 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

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR  
Vice President Sales & Marketing

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

ATTEST:

By: Susan Grotulsky

Name: SUSAN GROTKULSKY

Title: MGR. OF DOCUMENTATION

Executed on this 1<sup>st</sup> day of June, 2006.

[CORPORATE SEAL]

RECORDATION NO. 25418 F FILED

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STATE OF ILLINOIS

COUNTY OF COOK

SURFACE TRANSPORTATION BOARD

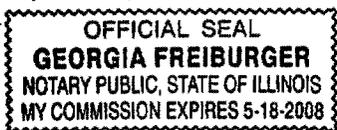
I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 1<sup>st</sup> day of June, 2006.

[Signature]  
Notary Public

My Commission Expires:

5-2008  
(Notary Public)



**LESSEE:**

LOGICHAUL L.L.C.

ATTEST:

By: Randy J Hess

Name: Randy Hess

By: \_\_\_\_\_

Title: Director Sales & Marketing

Name: \_\_\_\_\_

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

Executed on this 24 day of May, 2006.

[CORPORATE SEAL]

STATE OF Wisconsin

COUNTY OF Green Lake

I, Lynnette K Wilde, a Notary Public of the County and State aforesaid, certify that Randy J Hess 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 24<sup>th</sup> day of May, 2006.

Lynnette K Wilde  
Notary Public

Commission Expires:

June 11, 2006  
(Notary Public)

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

NUMBER OF CARS:           Fourty (40)

DESCRIPTION OF CARS:   Kasgro built new, Thru Sill, 3200 cubic foot capacity Covered Hopper  
Cars, 286 GRL (Car Type: C112)

CAR NUMBERS:

NOKL	804210
NOKL	804211
NOKL	804212
NOKL	804213
NOKL	804214
NOKL	804215
NOKL	804216
NOKL	804217
NOKL	804218
NOKL	804219
NOKL	804220
NOKL	804221
NOKL	804222
NOKL	804223
NOKL	804224
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NOKL	804249
Count:	40