

Law Offices of

CHAPMAN AND CUTLER LLP

Theodore S. Chapman
1877-1943
Henry E. Cutler
1879-1959

111 West Monroe Street, Chicago, Illinois 60603-4080

Telephone (312) 845-3000
Facsimile (312) 701-2361
chapman.com

San Francisco
595 Market Street
San Francisco, CA 94105
(415) 541-0500

Salt Lake City
201 South Main Street
Salt Lake City, UT 84111
(801) 533-0066

July 28, 2006

RECORDATION NO. 26433-B FILED

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

JUL 28 '06 12:02 PM

SURFACE TRANSPORTATION BOARD

Re: Holcim (US) Inc.
Leveraged Lease Financing
(RBSAF/Holcim Trust 2006A LLT)

Dear Mr. Williams:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two copies of the Memorandum of Lease Supplement No. 2 (RBSAF/Holcim Trust 2006A LLT), dated as of July 28, 2006, a secondary document as defined in the Surface Transportation Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 26433.

The names and addresses of the parties to the enclosed document are as follows:

Lessee: Holcim (US) Inc.
201 Jones Road
Waltham, Massachusetts 02451

Lessor: RBSAF/Holcim Trust 2006A LLT
c/o Wells Fargo Bank, N.A.
213 Court Street, Suite 703
Middletown, Connecticut 06457
Attention: Corporate Trust Services
(RBSAF/Holcim Trust 2006A LLT)

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CHAPMAN AND CUTLER LLP

A description of the railroad equipment covered by the enclosed document is: 150 railcars within the series GNAX 8101 — GNAX 8300 as more specifically set forth in Exhibit A attached hereto.

A short summary of the document to appear in the index follows:

Memorandum of Lease Supplement No. 2 (RBSAF/Holcim Trust 2006A LLT).

A fee of thirty-four dollars (\$34.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Robert Alvord
Alvord and Alvord
1050 Seventeenth Street, N.W.
Suite 301
Washington, DC 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned (312-845-2965).

Sincerely,

CHAPMAN AND CUTLER LLP

By Willie F. Lewis, Jr. (neg)
Willie F. Lewis, Jr.

WFL/meg
Enclosures

EXHIBIT A

EQUIPMENT	QUANTITY	ROAD NUMBERS
Covered Hopper Railcar, 3281 cf, 286 GRL	150	Car Marks GNAX 8101, 8103, 8105, 8106, 8107, 8108, 8109, 8110, 8111, 8112, 8113, 8114, 8115, 8116, 8117, 8118, 8119, 8120, 8121, 8122, 8123, 8124, 8125, 8126, 8127, 8128, 8129, 8130, 8131, 8132, 8133, 8134, 8137, 8138, 8139, 8140, 8141, 8144, 8147, 8148, 8156, 8163, 8164, 8165, 8175, 8181, 8182, 8184, 8185, 8188, 8190, 8193, 8194, 8195, 8196, 8197, 8198, 8199, 8200, 8201, 8202, 8203, 8204, 8205, 8206, 8207, 8208, 8209, 8210, 8211, 8212, 8213, 8214, 8219, 8221, 8222, 8224, 8225, 8227, 8228, 8229, 8230, 8231, 8232, 8234, 8235, 8237, 8238, 8239, 8240, 8241, 8242, 8243, 8244, 8245, 8246, 8247, 8248, 8249, 8250, 8251, 8252, 8253, 8254, 8255, 8256, 8257, 8258, 8259, 8260, 8261, 8262, 8263, 8264, 8265, 8266, 8267, 8268, 8269, 8270, 8271, 8272, 8273, 8274, 8275, 8276, 8277, 8278, 8279, 8280, 8281, 8282, 8283, 8284, 8285, 8286, 8287, 8288, 8289, 8290, 8291, 8292, 8293, 8294, 8295, 8296, 8297, 8298, 8299, 8300

**MEMORANDUM OF LEASE SUPPLEMENT No. 2
(RBSAF/HOLCIM TRUST 2006A LLT)**

JUL 28 '06

12-02 PM

SURFACE TRANSPORTATION BOARD

Memorandum of Lease Supplement No. 2, made and entered into as of July 28, 2006, by and between RBSAF/Holcim Trust 2006A LLT, acting through Wells Fargo Bank, N.A., not in its individual capacity, but solely as Owner Trustee of RBSAF/Holcim Trust 2006A LLT, as Lessor ("*Lessor*") and Holcim (US) Inc., a Delaware corporation, as Lessee ("*Lessee*").

WITNESSETH:

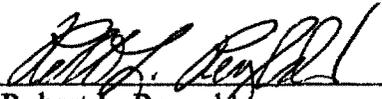
1. Lessor and Lessee have entered into that certain Equipment Lease Agreement, dated as of June 1, 2006 (the "*Lease Agreement*"), effective as of the date first set forth hereinabove and subject to the term defined in said Lease.
2. Memorandum of said Lease Agreement has been previously recorded with the Surface Transportation Board pursuant to Section 11301 of Title 49 of the United States Code.
3. The undersigned have entered into that certain Lease Supplement No. 2 (RBSAF/Holcim Trust 2006A LLT), dated July 28, 2006, whereby the terms and provisions of the above-described Lease Agreement are made applicable to certain railroad equipment bearing reporting marks as listed on Exhibit A attached hereto.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Memorandum of Lease Supplement No. 2
(RBSAF/Holcim Trust 2006A LLT)

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written.

RBSAF/HOLCIM TRUST 2006A LLT, acting through Wells Fargo Bank, N.A., not in its individual capacity, but solely as Owner Trustee of RBSAF/Holcim Trust 2006A LLT

By 
Name: Robert L. Reynolds
Title: Vice President

Executed on this 25th day of July, 2006.

HOLCIM (US) INC.

By _____
Name:
Title:

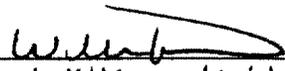
Executed on this ____ day of July, 2006.

Memorandum of Lease Supplement No. 2
(RBSAF/Holcim Trust 2006A LLT)
(Notary)

STATE OF Connecticut)
) SS.:
COUNTY OF MIDDLESEX)

On this, the 25th day of July, 2006, before me, a Notary Public in and for said County and State, personally appeared Robert L. Reynolds, who being by me duly sworn, says that (s)he is the Vice President of RBSAF/HOLCIM TRUST 2006A LLT, that said instrument was signed on July 25, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.


Name: William Kotkosky
Notary Public
My Commission Expires: Feb. 28, 2007
Residing in Connecticut

(SEAL)

STATE OF _____)
) SS.:
COUNTY OF _____)

On this, the _____ day of July, 2006, before me, a Notary Public in and for said County and State, personally appeared _____, who being by me duly sworn, says that (s)he is the _____ of HOLCIM (US) INC., that said instrument was signed on July __, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name:
Notary Public
My Commission Expires:
Residing in _____

(SEAL)

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written.

RBSAF/HOLCIM TRUST 2006A LLT, acting through Wells Fargo Bank, N.A., not in its individual capacity, but solely as Owner Trustee of RBSAF/Holcim Trust 2006A LLT

By _____
Name:
Title:

Executed on this ____ day of July, 2006.

HOLCIM (US) INC.

By Looman Stingo
Name: LOOMAN STINGO
Title: SR VP LOGISTICS

Executed on this 27th day of July, 2006.

STATE OF _____)
)
COUNTY OF _____) SS.:

On this, the _____ day of July, 2006, before me, a Notary Public in and for said County and State, personally appeared _____, who being by me duly sworn, says that (s)he is the _____ of RBSAF/HOLCIM TRUST 2006A LLT, that said instrument was signed on July __, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name:
Notary Public
My Commission Expires:
Residing in _____

(SEAL)

STATE OF Michigan)
)
COUNTY OF Monroe) SS.:

On this, the 27 day of July, 2006, before me, a Notary Public in and for said County and State, personally appeared Laoman Stingo, who being by me duly sworn, says that (s)he is the Sr VP of Logistics of HOLCIM (US) INC., that said instrument was signed on July 27, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name:
Notary Public
My Commission Expires:
Residing in _____

(SEAL);



JAMIE L. EPKE
Notary Public, State of Michigan
County of Monroe
My Commission Expires Apr. 4, 2012
Acting in the County of Monroe

EXHIBIT A

EQUIPMENT	QUANTITY	ROAD NUMBERS
Covered Hopper Railcar, 3281 cf, 286 GRL	150	Car Marks GNAX 8101, 8103, 8105, 8106, 8107, 8108, 8109, 8110, 8111, 8112, 8113, 8114, 8115, 8116, 8117, 8118, 8119, 8120, 8121, 8122, 8123, 8124, 8125, 8126, 8127, 8128, 8129, 8130, 8131, 8132, 8133, 8134, 8137, 8138, 8139, 8140, 8141, 8144, 8147, 8148, 8156, 8163, 8164, 8165, 8175, 8181, 8182, 8184, 8185, 8188, 8190, 8193, 8194, 8195, 8196, 8197, 8198, 8199, 8200, 8201, 8202, 8203, 8204, 8205, 8206, 8207, 8208, 8209, 8210, 8211, 8212, 8213, 8214, 8219, 8221, 8222, 8224, 8225, 8227, 8228, 8229, 8230, 8231, 8232, 8234, 8235, 8237, 8238, 8239, 8240, 8241, 8242, 8243, 8244, 8245, 8246, 8247, 8248, 8249, 8250, 8251, 8252, 8253, 8254, 8255, 8256, 8257, 8258, 8259, 8260, 8261, 8262, 8263, 8264, 8265, 8266, 8267, 8268, 8269, 8270, 8271, 8272, 8273, 8274, 8275, 8276, 8277, 8278, 8279, 8280, 8281, 8282, 8283, 8284, 8285, 8286, 8287, 8288, 8289, 8290, 8291, 8292, 8293, 8294, 8295, 8296, 8297, 8298, 8299, 8300

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 7/28/06



Robert W. Alvord