



CORPORATION SERVICE COMPANY

RECORDATION NO. 26522-A FILED

SEP 11 2006

11-55 AM

SURFACE TRANSPORTATION BOARD



CSC - SPRINGFIELD
801 Adlai Stevenson Drive
Springfield IL 62703

1-800-927-9801 Ext 3813
217-492-2727 FAX

To: SURFACE TRANSPORTATION BOARD **ATTENTION BARB SADLER**

From: April Oshea Ext 3813

Date: September 8, 2006

Order#: 339526/005

Re: CEFX95391-CEFX95401 LEHIGH NORTHWEST CEMENT LIMITE

Please process the enclosed documents for the service indicated below.

SECONDARY STB FILING

RECEIPT SHOULD BE IN OUR OFFICE: 09/22/2006
PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

XX Check is enclosed.

Mailing Instructions:

XX Return the filing acknowledgement to my attention.

XX Appropriate FedEx envelopes have been provided for your convenience. Please DO NOT use first class mail.

Special Instructions/Notes:

Lessor:

CIT Financial (Alberta) ULC
700-4th Avenue SW, Suite 1070
Calgary, AB T2P3J4

Lessee:

Lehigh Northwest Cement Limited
7777 Ross Road
Delta, BC V4G1B8



CORPORATION SERVICE COMPANY

Please call immediately if there are any problems or questions with this paperwork. Thank you for your assistance in this matter.

Enclosures:

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 2nd day of May, 2006, is made by CIT FINANCIAL (ALBERTA) ULC, an Alberta company, with an address at 700 - 4th Avenue SW, Suite 1070, Calgary, AB T2P 3J4, CANADA (the "Lessor"), and LEHIGH NORTHWEST CEMENT LIMITED, a Canadian corporation, with an address at 7777 Ross Road, Delta, BC V4G 1B8 (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 May 2, 2006 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on _____ and given Recordation Number 26522

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.

CIT FINANCIAL (ALBERTA) ULC

By: Catherine Stylitz
Name: Catherine Stylitz
Title: Vice President

RECORDATION NO. 26522-A FILED

SEP 11 '06 11-55 AM

SURFACE TRANSPORTATION BOARD

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.

LEHIGH NORTHWEST CEMENT LIMITED

By: James G. Brown
Name: James G. Brown
Title: President & COO

Director Purchasing
May 1, 2006

Schedule A

Number of Cars

Equipment Description

10 3,230 C.F., P.D. covered hopper car

1	CEFX	95391
2	CEFX	95392
3	CEFX	95393
4	CEFX	95394
5	CEFX	95395
6	CEFX	95396
7	CEFX	95398
8	CEFX	95399
9	CEFX	95400
10	CEFX	95401