

# 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. 22584-A FILED

SEP 14 '06

11-40 AM

SURFACE TRANSPORTATION BOARD



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

September 12, 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 one (1) original and two (2) copies of a Memorandum of Lease Agreement dated September 7, 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 22584.

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: Southwest Rail Industries, Inc.  
601 South East Street  
P. O. Box 65  
Weimar, TX 78962

A description of the railroad equipment covered by the enclosed document is fifty-six (56) plastic pellet hopper cars, marked TQEX.

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) 384-5397. Thank you for your cooperation in this matter.

Very truly yours,

Marcia Dunne  
Rail Documentation Specialist

Enclosures

(SRII027)

ASSGN. NO. SRH027

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 7<sup>th</sup> day of September, 2006, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Southwest Rail Industries, Inc. ("Lessee"), a Texas corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Master Lease Agreement (the "Lease"), dated as of June 1, 1993 as amended and assigned thereto, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 21 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of ~~August 14~~, September 1, 2006 and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider. RW RFS

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

ATTEST:

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR

Vice President Sales & Marketing

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

By: Susan Grokulskey

Name: SUSAN GROKULSKY

Title: MGR - OF DOCU

Executed on this 7<sup>th</sup> day of September, 2006.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

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 due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 7<sup>th</sup> day of September, 2006.

Georgia Freiburger  
Notary Public

My Commission Expires:

5-2008  
(Notary Public)



LESSEE:

SOUTHWEST RAIL INDUSTRIES, INC.

By: Rawhadlo

Name: RA WOHADLO

Title: VP

ATTEST:

By: [Signature]

Name: Jason F. Hoette

Title: Vice President

Executed on this 30<sup>TH</sup> day of August, 2006.

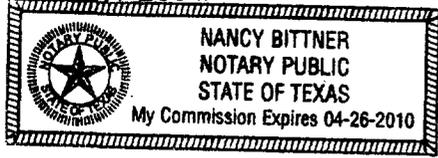
[CORPORATE SEAL]

STATE OF Texas

COUNTY OF Colorado

I, Nancy Bittner, a Notary Public of the County and State aforesaid, certify that RA WOHADLO personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 30<sup>th</sup> day of August, 2006.



Nancy Bittner  
Notary Public

Commission Expires:  
4-26-2010  
(Notary Public)

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

NUMBER OF CARS: Fifty-six (56)

DESCRIPTION OF CARS: Plastic pellet hopper cars. 585 lcf.

CAR NUMBERS:

TQEX 058007	TQEX 058116	TQEX 058268
TQEX 058009	TQEX 058124	TQEX 058276
TQEX 058010	TQEX 058139	TQEX 058280
TQEX 058014	TQEX 058158	TQEX 058282
TQEX 058016	TQEX 058167	TQEX 058283
TQEX 058017	TQEX 058168	TQEX 058285
TQEX 058023	TQEX 058188	TQEX 058289
TQEX 058025	TQEX 058203	TQEX 058292
TQEX 058026	TQEX 058208	TQEX 058297
TQEX 058036	TQEX 058212	TQEX 058315
TQEX 058038	TQEX 058215	TQEX 058329
TQEX 058040	TQEX 058221	TQEX 058336
TQEX 058043	TQEX 058240	TQEX 058338
TQEX 058045	TQEX 058244	TQEX 058366
TQEX 058058	TQEX 058249	TQEX 058377
TQEX 058061	TQEX 058250	TQEX 058379
TQEX 058082	TQEX 058261	TQEX 058405
TQEX 058089	TQEX 058262	TQEX 058469
TQEX 058098	TQEX 058267	