

FIRST UNION RAIL

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

Tel 847.318.7575
Fax 847.318.7588

Mr. Vernon E. Williams
Office of Recordation
Surface Transportation Board
1925 K Street, N.W., Room 704
Washington, DC 20423-0001

Re: Memorandum of Assignment of Lease Under Recordation No. 25577

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals of a Memorandum of Assignment of Lease dated August 31, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memorandum of Lease which was duly filed on May 10, 2005 with the Commission under Recordation Number 25577. The names and addresses of the parties to the enclosed document are:

Lessor:

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

Lessee/Assignor:

Weyerhaeuser Company
33663 Weyerhaeuser Way, MS CH1L35
Federal Way, WA 98003

Lessee:

Flakeboard America Limited
100 Kingsley Park Drive
Fort Mill, SC 29715

A description of the railroad equipment covered by the enclosed document is thirty three (33) 4397 cubic foot all door Boxcars marked FURX (see Exhibit A for car numbers).

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

Memorandum of Assignment 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



VIA UPS 2nd DAY AIR

September 12, 2006

RECORDATION NO. 25577-A FILED

SEP 14 '06

3-49 PM

SURFACE TRANSPORTATION BOARD

(FLAL001)

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE (the "Memorandum") is made and entered into as of this the 31st day of August, 2006, by FIRST UNION RAIL CORPORATION, a North Carolina corporation, Lessor, and Weyerhaeuser Company, a Washington corporation, as Lessee/Assignor, and FLAKEBOARD AMERICA LIMITED, a Delaware corporation, as Lessee/Assignee ("Lessee").

WITNESSETH:

Pursuant to that certain Assignment and Assumption Agreement dated as of August 1, 2006, Weyerhaeuser Company has assigned to Flakeboard America Limited and Flakeboard America Limited has assumed from Weyerhaeuser Company all Weyerhaeuser Company's right, title and interest to that certain Lease Agreement and Rider No. 2 dated as of March 3, 2005, whereby Lessor will lease certain railcars to Lessee pursuant and subject to the terms, conditions and provisions of said Lease.

A Memorandum evidencing such Lease was filed at the Surface Transportation Board pursuant to Section 11301 of Title 49 of the United States Code on May 10, 2005 at 12:41 p.m. with primary Recordation Number 25577.

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
Title: Vice President Sales & Marketing

By: Susan Grokulska
Name: SUSAN GROKULSKA
Title: MGR. OF DOCUMENTATION

Executed on this 31st day of August, 2006.

[CORPORATE SEAL]

RECORDATION NO. 25577-A FILED

SEP 14 '06

3-49 PM

STATE OF ILLINOIS

COUNTY OF COOK

SURFACE TRANSPORTATION BOARD

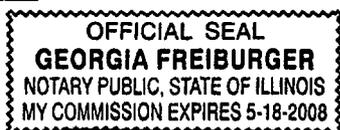
I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Assignment of Lease.

WITNESS my hand and official stamp or seal, this 31st day of August, 2006.

Georgia Freiburger
Notary Public

My Commission Expires:

5-2008
(Notary Public)



LESSEE:

FLAKEBOARD AMERICA LIMITED

ATTEST:

By: [Signature]
Name: TOM RINCHOFF
Title: Mgr. FINANCE - ADMIN

By: [Signature]
Name: Jake Elston
Title: US Manufacturing Mgr

Executed on this 29 day of Aug, 2006.

[CORPORATE SEAL]

STATE OF South Carolina

COUNTY OF York

I, Judy A. Herron, a Notary Public of the County and State aforesaid, certify that Jake Elston personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Assignment of Lease.

WITNESS my hand and official stamp or seal, this 29th day of August, 2006.

[Signature]
Notary Public

My Commission Expires:

7/6/2013
(Notary Public)

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Thirty-three (33)

DESCRIPTION OF CARS: 100-ton, all door Boxcars, 4397 cu. ft. capacity, loading to
263,000 lbs.

CAR NUMBERS:

| | |
|-------------|-------------|
| FURX 504779 | FURX 504826 |
| FURX 504782 | FURX 504827 |
| FURX 504785 | FURX 504828 |
| FURX 504786 | FURX 504851 |
| FURX 504787 | FURX 504855 |
| FURX 504805 | FURX 504856 |
| FURX 504806 | FURX 504859 |
| FURX 504807 | FURX 504860 |
| FURX 504808 | FURX 504861 |
| FURX 504810 | FURX 504862 |
| FURX 504812 | FURX 504864 |
| FURX 504813 | FURX 504865 |
| FURX 504814 | FURX 504866 |
| FURX 504816 | FURX 504904 |
| FURX 504818 | FURX 504905 |
| FURX 504820 | FURX 504906 |
| FURX 504825 | |