



CORPORATION SERVICE COMPANY

RECORDATION NO. 23991-H FILED

DEC 21 '06

2-25 PM

SURFACE TRANSPORTATION BOARD



CSC - SPRINGFIELD
801 Adlai Stevenson Drive
Springfield IL 62703

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

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

From: April Oshea

Date: December 19, 2006

Order#: 672945/005

Re: LCEX1360-LCEX1389 LONE STAR INDUSTRIES INC. DBA

Please process the enclosed documents for the service indicated below.

XX Secondary STB Filing

RECEIPT SHOULD BE IN OUR OFFICE: 12/29/2006
PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

XX Check is enclosed in the amount of \$34.00. DO NOT WRITE CHECK FOR MORE THAN THIS AMOUNT. IF ADDITIONAL MONEY IS NEEDED, PLEASE CONTACT US IMMEDIATELY.

Payable to: Surface Transportation Board

Mailing Instructions:

XX Return the filing acknowledgement to our office. Appropriate FedEx envelopes have been provided for your convenience. Please DO NOT use first class mail.

Special Instructions:

Lessor:
The CIT Group/Equipment Financing Inc.
1211 Avenue of the Americas, 20th Floor
New York, NY 10036

Lessee:



CORPORATION SERVICE COMPANY

Lone Star Industries Inc. dna Buzzi Unicem USA
10401 North Meridian, Suite 400
Indianapolis, IN 46290

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

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 8 day of Sept, 2006, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and LONE STAR INDUSTRIES, INC., dba BUZZI UNICEM USA a Delaware corporation, with an address at 10401 North Meridian, Suite 400, Indianapolis, IN 46290 (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, 2002, covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on June 3, 2002 and given Recordation Number 23991.

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.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: *William P. O'Brien*
Name: William P. O'Brien
Title: Vice President

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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.

LONE STAR INDUSTRIES, INC. dba BUZZI UNICEM USA

By: *John White*
Name: John White
Title: VP Logistics

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Schedule A

Number of Cars	Equipment Description	
30	3,230 C.F., P.D. covered hopper car	
1	LCEX	1360
2	LCEX	1361
3	LCEX	1362
4	LCEX	1363
5	LCEX	1364
6	LCEX	1365
7	LCEX	1366
8	LCEX	1367
9	LCEX	1368
10	LCEX	1369
11	LCEX	1370
12	LCEX	1371
13	LCEX	1372
14	LCEX	1373
15	LCEX	1374
16	LCEX	1375
17	LCEX	1376
18	LCEX	1377
19	LCEX	1378
20	LCEX	1379
21	LCEX	1380
22	LCEX	1381
23	LCEX	1382
24	LCEX	1383
25	LCEX	1384
26	LCEX	1385
27	LCEX	1386
28	LCEX	1387
29	LCEX	1388
30	LCEX	1389