



CORPORATION SERVICE COMPANY

RECORDATION NO. 26824 FILED

FEB 22 '07

2-05 PM

SURFACE TRANSPORTATION BOARD

February 21, 2007

Barbara Saddler
Surface Transportation Board
Recordation Office
1925 K Street NW Suite 70
Washington, DC 20423
202-565-1656

RE: 768454/005

Dear Barbara:

Please process the enclosed documents for the service indicated below:

COMMIT DATE: 03/02/2007

PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

Primary STB Filing

A check is enclosed in the amount of \$34.00 to: Surface Transportation Board

Mailing instructions:

Forward the filing acknowledgement to our office. Appropriate FedEx envelopes have been provided for your use.

Special instructions:

Lessee:

LA Ash, Inc.
2651 East Napoleon
Sulphur, LA 70663

Lessor:

The CIT Group/Equipment Financing Inc.
1211 Avenue of the Americas
New York, NY 10036

Thank you for your assistance in this matter.

Sincerely,

April O'Shea 1-800-995-5071 ext. 3813
Motor Vehicle Specialist

FEB 22 '07

2-05 PM

MEMORANDUM OF RAILCAR LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 10 day of Nov, 2006, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and LA ASH, INC., a Louisiana corporation, with an address at 2651 East Napoleon, Sulphur, LA 70663 (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 Nov 10 2006, covering certain equipment listed on Schedule A hereto (the "Equipment")

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties 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

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.

LA ASH, INC.

By: Robert Henson
Name: Robert Henson
Title: Supply & Logistics Manager

Schedule A

2-001

Number of Cars

Equipment Description

72 3,256 C.F. covered hopper car with gravity gates and round hatches

1	CITX	87584	53	CITX	87645
2	CITX	87585	54	CITX	87646
3	CITX	87586	55	CITX	87647
4	CITX	87587	56	CITX	87648
5	CITX	87589	57	CITX	87650
6	CITX	87590	58	CITX	87651
7	CITX	87591	59	CITX	87652
8	CITX	87592	60	CITX	87653
9	CITX	87594	61	CITX	87654
10	CITX	87595	62	CITX	87655
11	CITX	87596	63	CITX	87656
12	CITX	87597	64	CITX	87657
13	CITX	87599	65	CITX	87658
14	CITX	87600	66	CITX	87659
15	CITX	87604	67	CITX	87660
16	CITX	87605	68	CITX	87661
17	CITX	87606	69	CITX	87662
18	CITX	87608	70	CITX	87663
19	CITX	87610	71	CITX	87664
20	CITX	87611	72	CITX	87665
21	CITX	87612			
22	CITX	87613			
23	CITX	87614			
24	CITX	87615			
25	CITX	87616			
26	CITX	87617			
27	CITX	87618			
28	CITX	87619			
29	CITX	87620			
30	CITX	87621			
31	CITX	87623			
32	CITX	87624			
33	CITX	87625			
34	CITX	87626			
35	CITX	87627			
36	CITX	87628			
37	CITX	87629			
38	CITX	87630			
39	CITX	87631			
40	CITX	87632			
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43	CITX	87635			
44	CITX	87636			
45	CITX	87637			
46	CITX	87638			
47	CITX	87639			
48	CITX	87640			
49	CITX	87641			
50	CITX	87642			
51	CITX	87643			
52	CITX	87644			