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RECORDATION NO.

23050-S
FILED

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SURFACE TRANSPORTATION BOARD

March 13, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Railcar Lease, dated as of February 12, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Railcar Lease previously filed with the Board under Recordation Number 23050.

The names and addresses of the parties to the enclosed document are:

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

Lessee: Chemical Lime, Ltd.
3700 Hulen Street
Fort Worth, TX 76107

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A description of the railroad equipment covered by the enclosed document is:

72 railcars within the following series: CEFX 15073 – CEFX 17175; CEFX 151630 - CEFX 154276 and GRPX 944004 – GPRX 944578 as more particularly set forth in the equipment schedule attached to the document.

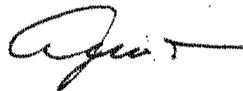
A short summary of the document to appear in the index is:

Memorandum of Railcar 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 stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 12th day of February, 2003, 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 CHEMICAL LIME, LTD., a Texas Limited Partnership, with an address at 3700 HULEN STREET, FORT WORTH, TX 76107 (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 25, 2000 covering the equipment listed on Schedule A hereto (the "Equipment") pursuant to a Memorandum of Railcar Lease filed with the Surface Transportation Board on August 17, 2000 as recordation number 23050.

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: [Signature]
Name: Richard Latini
Title: Senior 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.

CHEMICAL LIME, LTD.

By: [Signature]
Name: Mark P. Jusell
Title: VP

Schedule A

Number of Cars			Equipment Description
72	4,750 C.F. covered hopper car with gravity gates and trough hatches		
	CEFX	15073	53 CEFX 154213
2	CEFX	15141	54 CEFX 154215
3	CEFX	15189	55 CEFX 154216
4	CEFX	15232	56 CEFX 154218
5	CEFX	15270	57 CEFX 154235
6	CEFX	15308	58 CEFX 154237
7	CEFX	15314	59 CEFX 154238
8	CEFX	15334	60 CEFX 154253
9	CEFX	15336	61 CEFX 154276
10	CEFX	15423	62 GRPX 944004
11	CEFX	15715	63 GRPX 944031
12	CEFX	15745	64 GRPX 944040
13	CEFX	15752	65 GRPX 944045
14	CEFX	15765	66 GRPX 944087
15	CEFX	15766	67 GRPX 944129
16	CEFX	15787	68 GRPX 944248
17	CEFX	15777	69 GRPX 944271
18	CEFX	17175	70 GRPX 944369
19	CEFX	151630	71 GRPX 944573
20	CEFX	151651	72 GRPX 944578
21	CEFX	151667	
22	CEFX	151928	
23	CEFX	151948	
24	CEFX	151979	
25	CEFX	152326	
26	CEFX	152345	
27	CEFX	152502	
28	CEFX	152519	
29	CEFX	152522	
30	CEFX	152525	
31	CEFX	152532	
32	CEFX	152543	
33	CEFX	154095	
34	CEFX	154114	
35	CEFX	154123	
36	CEFX	154127	
37	CEFX	154133	
38	CEFX	154135	
39	CEFX	154137	
40	CEFX	154143	
41	CEFX	154148	
42	CEFX	154150	
43	CEFX	154155	
44	CEFX	154159	
45	CEFX	154160	
46	CEFX	154168	
47	CEFX	154181	
48	CEFX	154192	
49	CEFX	154194	
50	CEFX	154196	
51	CEFX	154205	
52	CEFX	154211	

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

3/13/07



Robert W. Alvord