



CORPORATION SERVICE COMPANY

RECORDATION NO 25096 F FILED

APR 06 '07

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SURFACE TRANSPORTATION BOARD



April 5, 2007

Karen January  
Surface Transportation Board  
Recordation Office  
395 East Street SW  
Washington, DC 20423  
202-245-0401

RE: 836214/005

Dear Karen:

Please process the enclosed documents for the service indicated below:

**COMMIT DATE: 04/13/2007**

**PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.**

**Secondary 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:

Graymont Western US Inc.  
3950 South 700 East, Suite 301  
Murray, UT 84107

Lessor:

The CIT Group/Equipment Financing, Inc.  
1211 Avenue of the Americas, 20<sup>th</sup> Floor  
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

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this <sup>29</sup>~~APRIL~~ day of APRIL, 2004, 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 GRAYMONT WESTERN US INC., a Utah corporation, with an address at 3950 South 700 East, Suite 301, Murray, UT 84107 (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 January 16, 2004 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on July 28, 2004 and given Recordation Number 25096.

WHEREAS, the Parties have entered in to 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 for the 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:   
Name: Richard Latini  
Title: Senior Vice President

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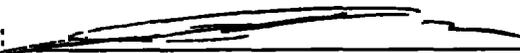
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I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

GRAYMONT WESTERN US INC.

By:   
Name: W. J. WAGNER  
Title: Exec VP

# Schedule A

Number of Cars

Equipment Description

23 4,750 C.F. covered hopper car with gravity gates and trough hatches

1	CEFX	15024
2	CEFX	15722
3	CEFX	15735
4	CEFX	15753
5	CEFX	17062
6	CEFX	17115
7	CEFX	17156
8	CEFX	17274
9	CEFX	151795
10	CEFX	151822
11	CEFX	151896
12	CEFX	151934
13	CEFX	152316
14	CEFX	152359
15	CEFX	152523
16	GRPX	944083
17	GRPX	944084
18	GRPX	944184
19	GRPX	944200
20	GRPX	944261
21	GRPX	944265
22	GRPX	944513
23	GRPX	944582