



CORPORATION SERVICE COMPANY

RECORDATION NO 24287-A FILED

APR 30 '07

3-25 PM

SURFACE TRANSPORTATION BOARD



April 27, 2007

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

RE: 846947/005

Dear Karen:

Please process the enclosed documents for the service indicated below:

COMMIT DATE: 05/04/2007

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

Special instructions:

Lessee:

PSC Metals Inc.

5875 Landerbrook Drive, Suite 200

Mayfield Heights, OH 44124

Lessor:

The CIT Group/Equipment Financing, Inc.

1211 Avenue of the Americas, 20th 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 4 day of MAY, 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 PSC METALS, INC., a Delaware corporation, with an address at 5875 Landerbrook Drive, Suite 200, Mayfield Heights, OH 44124 (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 October 1, 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 11/3/03 and given Recordation Number 24287.

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: Catherine Shylock
Name: Catherine Shylock
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.

PSC METALS, INC.

By: Doug McSorley
Name: Doug McSorley
Title: VP Finance

Schedule A

<u>Number of Cars</u>	<u>Equipment Description</u>	
20	52' Mill Gondola Cars	
1	CEFX	554836
2	CEFX	554837
3	CEFX	554838
4	CEFX	554839
5	CEFX	554840
6	CEFX	554841
7	CEFX	554842
8	CEFX	554843
9	CEFX	554844
10	CEFX	554845
11	JTLX	108
12	JTLX	122
13	JTLX	4055
14	JTLX	4060
15	JTLX	10385
16	JTLX	10389
17	JTLX	10394
18	JTLX	10399
19	JTLX	10402
20	JTLX	10403