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RECORDATION NO. 26954 FILED
MAY 11 '07 -9 22 AM
SURFACE TRANSPORTATION BOARD

May 11, 2007

New Recordation No.

Dear Mr. Williams:

On behalf of Chicago Freight Car Leasing Co. I submit for filing and recording under 49 U.S.C. § 11301 (a) and the regulations applicable thereunder executed counterparts of a primary document, not previously recorded, entitled Memorandum of Lease ("Lease") dated as of April 14, 2005.

The parties to the enclosed Lease are:

Chicago Freight Car Leasing Co. Suite 7000 6250 North River Road Rosemont, IL 60018	-	LESSOR
Unimin Corporation 258 Elm Street New Canaan, CT 06840	-	LESSEE

The said Lease, among other things, acts to lease the equipment listed in Exhibit A thereto, which units are among the units covered by the lease of April 14, 2005, by the Lessor to the Lessee.

The equipment covered by the instant Lease is as identified in Exhibit A thereto, namely 45 covered hoppers, CRDX 20777-20821.

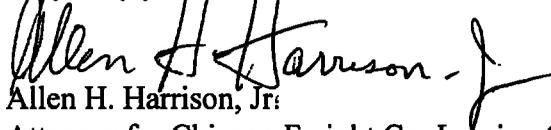
A short summary of the Lease to appear in the Surface Transportation Board Index is as follows:

"Lease of 45 covered hoppers, CRDX 20777-20821."

Enclosed is a check in the amount of thirty-four (\$34.00) dollars in payment of filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

A handwritten signature in black ink that reads "Allen H. Harrison, Jr." with a stylized flourish at the end.

Allen H. Harrison, Jr.
Attorney for Chicago Freight Car Leasing Co.,
for the purpose of this filing.

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Enclosures

BY HAND

MAY 11 '07 -9 22 AM

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

CHICAGO FREIGHT CAR LEASING CO., a corporation of Delaware ("Lessor"),

having an office at Suite 7000, 6250 North River Road, Rosemont, IL 60018, is a party to that certain (unfiled) lease agreement ("Lease") made and entered into April 14, 2005, as may be/may have been, amended, modified or supplemented, with UNIMIN CORPORATION, a corporation of Connecticut ("Lessee"), having an office at 258 Elm Street, New Canaan, CT 06840, covering among the units of railcars covered in the aforesaid Lease those certain forty-five (45) covered hopper cars listed in Exhibit A hereto.

IN WITNESS WHEREOF, the undersigned has caused this Memorandum to be executed by a duly authorized officer as of the date first written.

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

Executed on MAY 9 , 2007.

CHICAGO FREIGHT CAR LEASING CO.

By: *Fred R. Sasser*
Signature

Name: FRED R. SASSER
Print

Title: PRESIDENT

EXHIBIT A

CRDX 20777 - 20821

1.