

RECORDATION NO. 27011-A
FILED

JUN 13 '07 -2 3 0 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301

WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1984)

OF COUNSEL
URBAN A. LESTER

June 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 Lease, dated as of October 3, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease being filed with the Board under Recordation Number 27011.

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

Lessor: The Andersons, Inc.
480 W. Dussel Drive
Maumee, OH 43537

Lessee: Industrial Waste Group, LLC
256 Eagleview Blvd, PMB 261
Exton, PA 19341

Mr. Vernon A. Williams
June 13, 2007
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A description of the railroad equipment covered by the enclosed document is:

8 hopper railcars: AEX 4420, AEX 4421, AEX 4423, AEX 4424, AEX 4426, AEX 4428, AEX 4429 and AEX 11288.

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

Memorandum of Lease.

Also enclosed is a check in the amount of \$35.00 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,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 3rd day of October, 2006, by and between The Andersons, Inc., an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessor") and Industrial Waste Group, LLC, a Delaware limited liability company, having its principal place of business at 256 Eagleview Blvd., PMB 261, Exton, Pennsylvania 19341 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that Certain Master Lease Agreement dated May 25, 2005 (the "Master Lease"), and Deal #R00977 dated as of October 3, 2006 (the "Assigned Schedule"), whereby Lessor leases to Lessee eight (8) railcars bearing railroad reporting marks as noted on attached Exhibit "A."
2. The parties desire to execute this Memorandum for purposes of memorializing of record the Lease Agreement and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

[Signature Pages to Follow]

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first written above.

Lessee

INDUSTRIAL WASTE GROUP, LLC

By: [Signature]

Printed

Name: Alfred T. Myles

Title: Principle

Date: October 3, 2006

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 3rd day of October, 2006, by Alfred T. Myles, the Principle of Industrial Waste Group, LLC, a Delaware limited liability company, on behalf of the company.



[Signature]
Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010

Lessor

THE ANDERSONS, INC.

By: Rasesh H. Shah

Printed

Name: Rasesh H. Shah

Title: President, Rail Group

Date: October 3, 2006

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 3rd day of October, 2006, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.



Julie Ann Dibble
Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010

EXHIBIT A	
Eight (8) Open Top Hoppers	
1	AEX 004423
2	AEX 004428
3	AEX 004420
4	AEX 004421
5	AEX 004424
6	AEX 004426
7	AEX 004429
8	AEX 011288

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:

6/13/07



Robert W. Alvord