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SURFACE TRANSPORTATION BOARD

June 28, 2007

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

Dear Secretary Williams:

Please find enclosed for e-filing recordation pursuant to the provisions of 49 U.S.C. §11301(a) the Memorandum of Lease Agreement, a primary document, dated as of June 27, 2007, as defined in the Board's rules for the Recordation of Documents. We request that one copy of this document be recorded.

The names and addresses of the parties to the enclosed Memorandum of Lease Agreement are:

Secured Party: LaSalle National Leasing Corporation
One West Pennsylvania Avenue, Ste 1000
Towson, MD 21204

Lessee: DAK Americas LLC
5925 Carnegie Boulevard, Ste 500
Charlotte, NC 28209

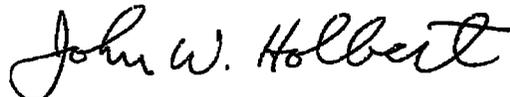
A description of the equipment covered by the Memorandum of Lease Agreement consists of one 1 SW 1400 Locomotive, Old Number RMPX 1411; New Number DAKX 1001.

A fee of \$35.00 is to be billed to Secured Party's account. Please return one copy to:

Erin Parks
LaSalle National Leasing Corporation
One West Pennsylvania Avenue, Ste 1000
Towson, MD 21204

A short summary of the document to appear in the index follows: Memorandum of Lease Agreement consists of one 1 SW 1400 Locomotive, Old Number RMPX 1411; New Number DAKX 1001.

Very truly yours,



John W. Holbert
Vice President

MEMORANDUM OF LEASE AGREEMENT

dated as of June 27, 2007

between

DAK AMERICAS LLC,
as Lessee,

and

LASALLE NATIONAL LEASING CORPORATION,
as Lessor

**FILED WITH THE SURFACE TRANSPORTATION BOARD
PURSUANT TO 49 U.S.C. § 11301**

on _____, _____ at ____:____.m.

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of June 27, 2007, by and between LASALLE NATIONAL LEASING CORPORATION ("Lessor") and DAK AMERICAS LLC ("Lessee"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain units described on Exhibit No. 1 attached hereto.

All of such units are more fully described in that certain Master Lease Agreement dated March 6, 2007, and Equipment Schedule No. 2 thereto and incorporating the terms thereof, dated as of June 27 2007 (together with all of the riders, schedules and other attachments thereto, collectively, the "Lease"), each between Lessor and Lessee.

2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

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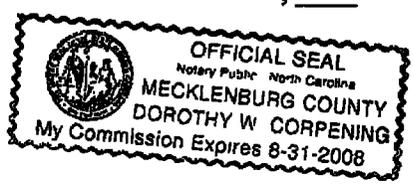


STATE OF North Carolina)
) ss.
COUNTY OF Mecklenburg)

On this 27 day of June, 2007, before me appeared Jorge P. Young, the person who signed this instrument, who acknowledged that (s)he is the Executive VP of DAK AMERICAS LLC and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

[Seal] Dorothy W. Corpening
Notary Public

My commission expires: August 31, 2008



**EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT**

1 SW 1400 Locomotive

| <u>Old Number</u> | <u>New Number</u> |
|-------------------|-------------------|
| RMPX 1411 | DAKX 1001 |