



The David J. Joseph Company

RECORDATION NO. 27196 FILED

OCT 09 '07 - 8 01 AM

SURFACE TRANSPORTATION BOARD

October 8, 2007

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0006

Dear Mr. Williams:

Please find attached one (1) original of the Memorandum of Railroad Equipment Lease Agreement dated as of September 14, 2007 between the following parties:

Lessee: P.H. Glatfelter Company  
PO Box 2500  
Chillicothe, OH 45601

Lessor: The David J. Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

Please see Exhibit A for the equipment, (54) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated as of September 14, 2007 related to fifty-four (54) railcars bearing reporting marks:

JTSX 400084-400126, sporadic  
JTSX 900000-900020, sporadic  
JTSX 900386-900405, inclusive

Please file this agreement as a primary document. The filing fee of \$35.00 can be charged to our account. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

Julie M. Woodard  
Documentation Coordinator

Enclosures

OCT 09 '07 -8 01 AM

**MEMORANDUM OF  
RAILROAD EQUIPMENT LEASE AGREEMENT**

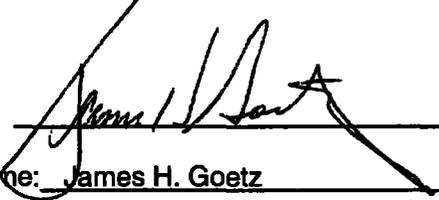
**SURFACE TRANSPORTATION BOARD**

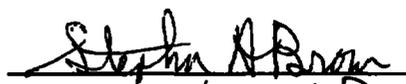
This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 14<sup>th</sup> day of September, 2007, is intended to evidence the lease dated as of September 14, 2007 (the "Lease"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **P.H. GLATFELTER COMPANY**, a Pennsylvania corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the fifty-four (54) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

**IN WITNESS WHEREOF**, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

**THE DAVID J. JOSEPH COMPANY**

**P.H. GLATFELTER COMPANY**

By:   
Name: James H. Goetz  
Title: Executive Vice President & CFO  
Date: September 14, 2007

By:   
Name: Stephen A Brown  
Title: Director of Fiber Supply  
Date: 9/18/07

STATE OF OHIO            )  
                                  )  
COUNTY OF HAMILTON )    SS:

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of September, 2007, by James H. Goetz, the Executive Vice President & Chief Financial Officer of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Angela Denise Watts  
Notary Public

My Commission expires:  
\_\_\_\_\_

**ANGELA DENISE WATTS**  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147.03 O.R.C.

STATE OF Ohio            )  
                                  )  
COUNTY OF Ross        )    SS:

The foregoing instrument was acknowledged before me this 18 day of Sept., 2007, by Stephen A. Brown, the Director of Operations, Fiber Supply of P.H. Glatfelter Company, a Pennsylvania corporation, on behalf of the corporation.

Betsy G. Davidson  
Notary Public

My Commission expires:  
Dec. 7, 2011



**Betsy G. Davidson**  
Notary Public, State of Ohio  
My Commission Expires: 12/7/11

## EXHIBIT A

To the Memorandum of Lease dated September 14, 2007, between The David J. Joseph Company and P.H. Glatfelter Company.

### DESCRIPTION OF UNITS

Fifty-four (54) railcars bearing reporting marks:

JTSX 400084  
JTSX 400085  
JTSX 400086  
JTSX 400087  
JTSX 400088  
JTSX 400090  
JTSX 400094  
JTSX 400095  
JTSX 400098  
JTSX 400099  
JTSX 400102  
JTSX 400103  
JTSX 400104  
JTSX 400106  
JTSX 400109  
JTSX 400111  
JTSX 400112  
JTSX 400113  
JTSX 400115  
JTSX 400117  
JTSX 400119  
JTSX 400123  
JTSX 400125  
JTSX 400126  
JTSX 900000  
JTSX 900001  
JTSX 900002  
JTSX 900003  
JTSX 900004  
JTSX 900008  
JTSX 900009  
JTSX 900010  
JTSX 900017  
JTSX 900020  
JTSX 900386  
JTSX 900387  
JTSX 900388  
JTSX 900389  
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JTSX 900397  
JTSX 900398  
JTSX 900399  
JTSX 900400  
JTSX 900401  
JTSX 900402  
JTSX 900403  
JTSX 900404  
JTSX 900405