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RECORDATION NO. \_\_\_\_\_ FILED

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SURFACE TRANSPORTATION BOARD

November 2, 2007

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W., Suite 715  
Washington, DC 20423-0006

Dear Mr. Williams:

Please find attached one (1) original of the Memorandum of Schedule No. 001 to the Railroad Master Equipment Lease Agreement dated as of November 1, 2007 between the following parties:

Lessee: CSX Transportation, Inc.  
500 Water Street  
12<sup>th</sup> Floor, J222  
Jacksonville, FL 32202

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

Please see Exhibit A for the equipment, (150) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Schedule No. 001 to the Railroad Master Equipment Lease Agreement dated as of November 1, 2007 related to one hundred fifty (150) railcars bearing reporting marks: COGX 1 – COGX 150, inclusive.

Please file this agreement as a primary document. The filing fee in amount 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) 419-6082.

Sincerely,

Barbara A. Brzezicki  
Contract Manager

Rail Equipment Group

300 Pike Street  
Cincinnati, OH 45202-4214  
Phone (513) 419-6200  
Fax (513) 419-6221

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MEMORANDUM OF SCHEDULE NO. 001 TO THE  
RAILROAD MASTER EQUIPMENT LEASE AGREEMENT

SURFACE TRANSPORTATION BOARD

This MEMORANDUM OF SCHEDULE NO. 001 TO THE RAILROAD MASTER EQUIPMENT LEASE ("Memorandum of Lease") entered into this 1<sup>st</sup> day of November, 2007, is intended to evidence the master lease dated as of December 29, 2007 and subsequent schedule number 001 to the master lease dated July 10, 2007, (the "Lease"), between THE DAVID J. JOSEPH COMPANY, a Delaware corporation ("Lessor"), and CSX TRANSPORTATION, INC., a Virginia 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 one hundred fifty (150) 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, pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

THE DAVID J. JOSEPH COMPANY

By: Name: Everett N. MartinTitle: Assistant SecretaryDate: November 1, 2007

STATE OF OHIO )  
 )  
COUNTY OF HAMILTON )

SS:

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of November, 2007, by Erin H. Martin, the Assistant Secretary of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

  
\_\_\_\_\_  
Notary Public

My Commission expires:

12-30-11



BARBARA A. BRZEZICKI  
Notary Public, State of Ohio  
My Commission Expires 12-30-11

## **EXHIBIT A**

To the Memorandum of Lease dated November 1, 2007, between The David J. Joseph Company and CSX Transportation, Inc.

### **DESCRIPTION OF UNITS**

One hundred fifty (150) railcars bearing reporting marks:

COGX 1 – COGX 150, inclusive