

FEB 07 '08

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SURFACE TRANSPORTATION BOARD

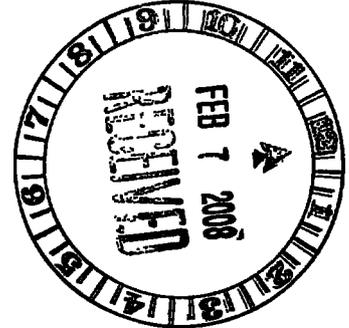
FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Tel 847.318.7575
Fax 847.318.7588
www.firstunionrail.com

VIA UPS 2nd DAY AIR

February 5, 2008



Mr. Vernon E. Williams
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20024
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Agreement

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement, dated December 17, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Surface Transportation Board under Recordation Number 23359.

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

Lessor: First Union Rail Corporation
One O'Hare Center
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Olsen's Mill Inc.
N2084, HWY 49
Berlin, Wisconsin 54923

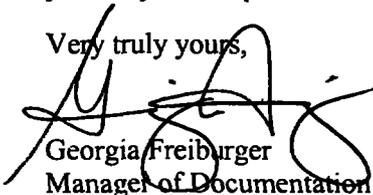
A description of the railroad equipment covered by the enclosed document is thirty-nine (39) 4700/4750 cubic foot covered hopper cars, with FURX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: 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 one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5387. Thank you for your cooperation in this matter.

Very truly yours,


Georgia Freiburger
Manager of Documentation

Enclosure

ASSGN. NO.: OLM1004

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MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 17th day of December, 2007, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Olsen's Mill Inc. ("Lessee"), a Wisconsin corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of December 17, 2007, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of November 21, 2007, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR
VICE PRESIDENT SALES & MARKETING

Title: _____

ATTEST:

By: Susan Grokulsky

Name: SUSAN GROKULSKY
ASST. DIRECTOR OF

Title: DOCUMENTATION

Executed on this 17th day of December, 2007.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 17th day of December, 2007.

Georgia Freiburger
Notary Public

My Commission Expires:

5-18-2008
(Notary Public)



LESSEE:

OLSEN'S MILL INC.

By: _____

Name: _____

Title: _____

Paul E. Olsen

PAUL E. OLSEN

SECRETARY/TREASURER

ATTEST:

By: _____

Name: _____

Title: _____

Liza A. Frite

LIZA A. FRITZ

CONTROLLER

Executed on this 16 day of NOVEMBER, 2007.

[CORPORATE SEAL]

STATE OF WISCONSIN

COUNTY OF WAUKESHA

I, LIZA A. FRITZ, a Notary Public of the County and State aforesaid, certify that PAUL E. OLSEN personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 16 day of NOVEMBER, 2007.

Liza A. Frite

Notary Public

Commission Expires:

May 16, 2010
(Notary Public)



EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Thirty-nine (39)

DESCRIPTION OF CARS: 4700/4750 cu. ft. capacity covered hopper cars with gravity gates and trough hatches.

CAR NUMBERS:

FURX	814217	NDYX	822368
FURX	822334	NDYX	822440
FURX	823667	NDYX	824026
FURX	823812	NDYX	824571
FURX	823820	NDYX	824825
FURX	823822	NDYX	824999
FURX	823824	NDYX	826617
FURX	823835	NDYX	827565
FURX	823839	NDYX	828248
FURX	824126	NDYX	828254
FURX	826769	NDYX	828256
FURX	826954	NDYX	828648
FURX	827897	NDYX	828968
FURX	828357	NDYX	830622
FURX	829807	NDYX	830851
FURX	829855	NDYX	831029
FURX	832088	NDYX	831208
FURX	833237	NDYX	831222
NDYX	819088	NDYX	832487
NDYX	822003		