

JUL 10 '08 -12 30 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N W
SUITE 301
WASHINGTON, D.C.
20036

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

July 10, 2008

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

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 July 2, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 25030.

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

Lessor:	The Andersons, Inc. 480 West Dussel Drive Maumee, OH 43537
Lessee:	Carmeuse Lime, Inc. 11 Stanwix Street 11 th Floor Pittsburgh, PA 15222

Anne K. Quinlan, Esquire
July 10, 2008
Page 2

A description of the railroad equipment covered by the enclosed document is:

113 covered hopper railcars: AEX 247173 and within the series AEX 351 - AEX 1423, AEX 4103 - AEX 4180, AEX 7471 - AEX 7533 and AEX 13508 - AEX 15425.

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 stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a long horizontal stroke extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

RECORDATION NO. 25030-A FILED

JUL 10 '08 -12 30 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 2nd day of July, 2008, by and between **The Andersons, Inc.**, an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, Ohio 43537 (hereinafter "Lessor") and **Carmeuse Lime, Inc.**, a Delaware corporation, having its principal place of business at 11 Stanwix Street, 11th Floor, Pittsburg, Pennsylvania 15222 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated March 5, 2002 (the "Master Lease"), and Deal #R01302 dated effective as of January 1, 2008 (the "Schedule"), whereby Lessor leases to Lessee one hundred thirteen (113) 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 Master Lease 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]

Each party, pursuant to due corporate authority, has caused this Lease to be executed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this Lease was the free act of the corporation, the foregoing is true and correct and that this Lease was executed on the date indicated below.

Lessee

CARMEUSE LIME, INC.

By: SICP

Printed Name: Eric J. Sogal

Title: Transportation Manager

Date: 6/18/08

STATE OF Pennsylvania

COUNTY OF Allegheny SS:

The foregoing instrument was acknowledged before me this 18th day of June, 2008, by Eric J. Sogal, the Transportation Manager of Carmeuse Lime, Inc., a Delaware corporation, on behalf of the corporation.

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
KAREN L. LITTLE - NOTARY PUBLIC
City of Pittsburgh, Allegheny County
MY COMMISSION EXPIRES APR. 13, 2012

Karen L. Little
Notary Public

LESSOR:

THE ANDERSONS, INC.

By: Rasesh H. Shah

Printed

Name: Rasesh H. Shah

Title: President, Rail Group

Date: 7/2/08

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 2nd day of July, 2008, 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

Car List

One Hundred Thirteen (113) Covered Hoppers

1	AEX 000351	31	AEX 001316	61	AEX 001358	91	AEX 004144
2	AEX 000366	32	AEX 001317	62	AEX 001359	92	AEX 004145
3	AEX 000371	33	AEX 001322	63	AEX 001360	93	AEX 004150
4	AEX 000372	34	AEX 001325	64	AEX 001361	94	AEX 004155
5	AEX 000373	35	AEX 001327	65	AEX 001362	95	AEX 004160
6	AEX 000382	36	AEX 001328	66	AEX 001363	96	AEX 004162
7	AEX 000384	37	AEX 001329	67	AEX 001372	97	AEX 004163
8	AEX 000390	38	AEX 001330	68	AEX 001415	98	AEX 004165
9	AEX 000397	39	AEX 001331	69	AEX 001419	99	AEX 004168
10	AEX 000421	40	AEX 001332	70	AEX 001422	100	AEX 004170
11	AEX 000427	41	AEX 001333	71	AEX 001423	101	AEX 004173
12	AEX 000441	42	AEX 001334	72	AEX 004103	102	AEX 004180
13	AEX 000604	43	AEX 001335	73	AEX 004104	103	AEX 007471
14	AEX 000626	44	AEX 001336	74	AEX 004105	104	AEX 007472
15	AEX 000647	45	AEX 001337	75	AEX 004106	105	AEX 007490
16	AEX 000656	46	AEX 001339	76	AEX 004109	106	AEX 007533
17	AEX 000966	47	AEX 001340	77	AEX 004113	107	AEX 013508
18	AEX 000968	48	AEX 001341	78	AEX 004114	108	AEX 013524
19	AEX 001013	49	AEX 001342	79	AEX 004115	109	AEX 015364
20	AEX 001014	50	AEX 001343	80	AEX 004117	110	AEX 015391
21	AEX 001015	51	AEX 001345	81	AEX 004118	111	AEX 015402
22	AEX 001016	52	AEX 001347	82	AEX 004123	112	AEX 015425
23	AEX 001021	53	AEX 001348	83	AEX 004128	113	AEX 247173
24	AEX 001127	54	AEX 001349	84	AEX 004129		
25	AEX 001205	55	AEX 001350	85	AEX 004131		
26	AEX 001211	56	AEX 001351	86	AEX 004132		
27	AEX 001214	57	AEX 001353	87	AEX 004133		
28	AEX 001240	58	AEX 001355	88	AEX 004135		
29	AEX 001278	59	AEX 001356	89	AEX 004139		
30	AEX 001314	60	AEX 001357	90	AEX 004142		

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: 7/10/08



Robert W. Alvord