

RECORDATION NO. 24816-NN FILED

AUG 07 '08 -10 30 AM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

August 7, 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 Supplement No. 18 to Memorandum of Indenture, effective as of August 15, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Indenture previously filed with the Board under Recordation Number 24816.

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

| | |
|----------------|------------------------------------------------------------------------------------------------------|
| Debtor: | NARCAT, LLC 480 West Dussel Drive, Suite R Maumee, OH 43537 |
| Debtor: | CARCAT ULC 480 West Dussel Drive, Suite R Maumee, OH 43537 |
| Debtor: | NARCAT Mexico, S. de R.L. de C.V. 480 West Dussel Drive, Suite R Maumee, OH 43537 |
| Secured Party: | Wells Fargo Bank, National Association Sixth Street and Marquette Avenue Minneapolis, MN 55479 |

Anne K. Quinlan, Esquire
August 7, 2008
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A description of the railroad equipment covered by the enclosed document is:

Exhibit A-1: 101 railcars remarked to RMGX 811013, GNRR 9000 - GNRR 9080 and within the series ANGX 2046 - ANGX 4014 (previously bearing PRSX, SPSX, NS and FXE reporting marks) as more particularly set forth in the attachment to the document.

Exhibit A-2 - 23 railcars destroyed or scrapped: ITGX 12679, NS 456831, NS 456833, ANGX 4080, GNRR 30064, RMGX 11778, RMGX 700497 and within the series SLGG 1230 - SLGG 15497 and TFM 22000 - TFM 22030 as more particularly set forth in the attachment to the document.

Exhibit B: Lease changes

A short summary of the document to appear in the index is:

Supplement No. 18 to Memorandum of Indenture.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

AUG 07 '08 -10 30 AM

SUPPLEMENT NO. 18 TO MEMORANDUM OF INDENTURE
SURFACE TRANSPORTATION BOARD

This Supplement No. 18 To Memorandum of Indenture is made effective as of August 15, 2008, between NARCAT LLC., CARCAT ULC AND NARCAT MEXICO S. DE R.L. DE C.V., (collectively the "Debtors") and WELLS FARGO BANK, NATIONAL ASSOCIATION, as Indenture Trustee referred to below (together with its successors and permitted assigns, the "Secured Party").

WITNESSETH:

The Debtors and the Secured Party entered into the Indenture dated February 12, 2004, which was recorded with the Surface Transportation Board on February 12, 2004, under Recordation No. 24816 and with the Canadian Registry on February 12, 2004 at 3:35 p.m., by which the Debtors granted a security interest to the Secured Party in certain railroad equipment bearing reporting marks and road numbers as listed on Exhibit A attached thereto ("Railcars") and in each lease as listed on Exhibit B attached thereto in order to secure the Debtors' performance of their obligations as described in the Indenture.

Subsequent to February 12, 2004, the following Supplements have been filed:

| Document | Surface Transportation Board Recordation #/Date of Filing | Registrar General of Canada Date of Filing |
|---------------------------------------|----------------------------------------------------------------------|-----------------------------------------------------------|
| Supplement No. 1 | Recordation Number 24816-J/May 11, 2004 | May 12, 2004 |
| Partial Release and Discharge of Lien | Recordation Number 24816-L/August 10, 2004 | August 10, 2004 |
| Supplement No. 2 | Recordation Number 24816-M/August 11, 2004 | August 11, 2004 |
| Supplement No. 3 | Recordation Number 24816-N/November 10, 2004 | November 10, 2004 |
| Supplement No. 4 | Recordation Number 24816-O/February 9, 2005 | February 9, 2005 |
| Partial Release and Discharge of Lien | Recordation Number 24816-P/April 8, 2005 | April 26, 2005 |
| Supplement No. 5 | Recordation Number 24816-V/May 12, 2005 | May 13, 2005 |
| Partial Release and Discharge of Lien | Recordation Number 24816-W/June 9, 2005 | August 3, 2005 |
| Supplement No. 6 | Recordation Number 24816-X/August 12, 2005 | August 11, 2005 |
| Supplement No. 7 | Recordation Number 24816-Y/November 9, 2005 | November 8, 2005 |
| Partial Release and Discharge of Lien | Recordation Number 24816-AA/December 27, 2005 | December 28, 2005 |
| Supplement No. 8 | Recordation Number 24816-BB/February 14, 2006 | February 14, 2006 |
| Supplement No. 9 | Recordation Number 24816-DD/May 8, 2006 | May 9, 2006 |
| Supplement No. 10 | Recordation Number 24816-EE/August 4, 2006 | August 4, 2006 |
| Supplement No. 11 | Recordation Number 24816-FF/November 9, 2006 | November 8, 2006 |
| Supplement No. 12 | Recordation Number 24816-GG/February 13, 2007 | February 7, 2007 |
| Supplement No. 13 | Recordation Number 24816-HH/May 3, 2007 | May 3, 2007 |

| Document | Surface Transportation Board Recordation #/Date of Filing | Registrar General of Canada Date of Filing |
|---------------------------------------|----------------------------------------------------------------------|-----------------------------------------------------------|
| Supplement No. 14 | Recordation Number 24816-II/August 6, 2007 | August 9, 2007 |
| Partial Release and Discharge of Lien | Recordation Number 24816-JJ/October 12, 2007 | October 15, 2007 |
| Supplement No. 15 | Recordation Number 24816-KK/November 5, 2007 | November 6, 2007 |
| Supplement No. 16 | Recordation Number 24816-LL/February 12, 2008 | February 5, 2008 |
| Supplement No. 17 | Recordation Number 24816-MM/May 16, 2008 | May 16, 2008 |

Subsequent to these filing certain changes have occurred in the reporting marks and road numbers listed on Exhibit A to the Indenture. Those changes are set forth on the attached Exhibits A-1 and A-2. Attached hereto as Exhibit A-1 are all reporting mark and road number changes that have occurred to the Railcars due to restenciling between May 1, 2008 and July 31, 2008. Attached hereto as Exhibit A-2 are the reporting marks and road numbers of all Railcars that have been destroyed, scrapped or sold between May 1, 2008 and July 31, 2008. Also certain changes have occurred in the lease information listed on Exhibit B to the Indenture. Those changes are set forth on the attached Exhibit B, which include a description of all leases that have been terminated between May 1, 2008 and July 31, 2008.

[Signature Pages to Follow]

IN WITNESS WHEREOF, each party hereto has caused this Supplement No. 18 to Memorandum of Indenture to be duly executed by its duly authorized representative as of the date and year first above written.

NARCAT LLC

By: Rasesh H. Shah
Rasesh H. Shah, Manager

STATE OF OHIO)
) ss.:
COUNTY OF LUCAS)

On the 6th day of August in the year 2008 before me personally came Rasesh H. Shah to me known, who, being by me duly sworn, did depose and say that he reside(s) at 8929 Sand Ridge Road, Holland, Ohio 43528 that he is Manager of NARCAT LLC, the limited liability company described in and which executed the above instrument; and that he signed his name(s) thereto by authority of the board of directors of said limited liability company.



Julie Ann Dibble
Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010

CARCAT ULC

By: Rasesh H. Shah
Rasesh H. Shah, President/Secretary

STATE OF OHIO)
) ss.:
COUNTY OF LUCAS)

On the 5th day of August in the year 2008 before me personally came Rasesh H. Shah to me known, who, being by me duly sworn, did depose and say that he reside(s) at 8929 Sand Ridge Road, Holland, Ohio 43528 that he is President/Secretary of CARCAT ULC, the unlimited liability company described in and which executed the above instrument; and that he signed his name(s) thereto by authority of the board of directors of said unlimited liability company.

[Notarial Seal]

Julie Ann Dibble
Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010



NARCAT MEXICO S. DE R.L. DE C.V.

By: Rasesh H. Shah
Rasesh H. Shah, Legal Representative

STATE OF OHIO)
) ss.:
COUNTY OF LUCAS)

On the 5th day of August in the year 2008 before me personally came Rasesh H. Shah to me known, who, being by me duly sworn, did depose and say that he reside(s) at 8929 Sand Ridge Road, Holland, Ohio 43528 that he is Legal Representative of NARCAT MEXICO, S. de R.L. de C.V., the limited liability association with variable capital described in and which executed the above instrument; and that he signed his name(s) thereto by authority of the board of directors of said limited liability association with variable capital



Julie Ann Dibble
Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010

EXHIBIT A-1

| | Assigned Car | Original Car | | Assigned Car | Original Car | | Assigned Car | Original Car |
|----|--------------|--------------|----|--------------|--------------|-----|--------------|--------------|
| 1 | ANGX002046 | PRSX000396 | 36 | GNRR009016 | NS456796 | 71 | GNRR009051 | NS456831 |
| 2 | ANGX002050 | PRSX000400 | 37 | GNRR009017 | NS456797 | 72 | GNRR009052 | NS456832 |
| 3 | ANGX002051 | PRSX000402 | 38 | GNRR009018 | NS456798 | 73 | GNRR009053 | NS456833 |
| 4 | ANGX002052 | PRSX000403 | 39 | GNRR009019 | NS456799 | 74 | GNRR009054 | NS456834 |
| 5 | ANGX002063 | PRSX000414 | 40 | GNRR009020 | NS456800 | 75 | GNRR009055 | NS456835 |
| 6 | ANGX002065 | PRSX000416 | 41 | GNRR009021 | NS456801 | 76 | GNRR009056 | NS456836 |
| 7 | ANGX002066 | PRSX000417 | 42 | GNRR009022 | NS456802 | 77 | GNRR009057 | NS456837 |
| 8 | ANGX002068 | PRSX000419 | 43 | GNRR009023 | NS456803 | 78 | GNRR009058 | NS456838 |
| 9 | ANGX002074 | PRSX000426 | 44 | GNRR009024 | NS456804 | 79 | GNRR009059 | NS456839 |
| 10 | ANGX002079 | SPSX058179 | 45 | GNRR009025 | NS456805 | 80 | GNRR009060 | NS456840 |
| 11 | ANGX002084 | SPSX579265 | 46 | GNRR009026 | NS456806 | 81 | GNRR009061 | NS456841 |
| 12 | ANGX002090 | SPSX584346 | 47 | GNRR009027 | NS456807 | 82 | GNRR009062 | NS456842 |
| 13 | ANGX002101 | PRSX000290 | 48 | GNRR009028 | NS456808 | 83 | GNRR009063 | NS456843 |
| 14 | ANGX004000 | SPSX200038 | 49 | GNRR009029 | NS456809 | 84 | GNRR009064 | NS456844 |
| 15 | ANGX004003 | SPSX200041 | 50 | GNRR009030 | NS456810 | 85 | GNRR009065 | NS456845 |
| 16 | ANGX004007 | SPSX200045 | 51 | GNRR009031 | NS456811 | 86 | GNRR009066 | NS456846 |
| 17 | ANGX004008 | SPSX200046 | 52 | GNRR009032 | NS456812 | 87 | GNRR009067 | NS456847 |
| 18 | ANGX004010 | SPSX200048 | 53 | GNRR009033 | NS456813 | 88 | GNRR009068 | NS456848 |
| 19 | ANGX004014 | SPSX200052 | 54 | GNRR009034 | NS456814 | 89 | GNRR009069 | NS456849 |
| 20 | GNRR009000 | NS456780 | 55 | GNRR009035 | NS456815 | 90 | GNRR009070 | NS456850 |
| 21 | GNRR009001 | NS456781 | 56 | GNRR009036 | NS456816 | 91 | GNRR009071 | NS456851 |
| 22 | GNRR009002 | NS456782 | 57 | GNRR009037 | NS456817 | 92 | GNRR009072 | NS456852 |
| 23 | GNRR009003 | NS456783 | 58 | GNRR009038 | NS456818 | 93 | GNRR009073 | NS456853 |
| 24 | GNRR009004 | NS456784 | 59 | GNRR009039 | NS456819 | 94 | GNRR009074 | NS456854 |
| 25 | GNRR009005 | NS456785 | 60 | GNRR009040 | NS456820 | 95 | GNRR009075 | NS456855 |
| 26 | GNRR009006 | NS456786 | 61 | GNRR009041 | NS456821 | 96 | GNRR009076 | NS456856 |
| 27 | GNRR009007 | NS456787 | 62 | GNRR009042 | NS456822 | 97 | GNRR009077 | NS456857 |
| 28 | GNRR009008 | NS456788 | 63 | GNRR009043 | NS456823 | 98 | GNRR009078 | NS456858 |
| 29 | GNRR009009 | NS456789 | 64 | GNRR009044 | NS456824 | 99 | GNRR009079 | NS456859 |
| 30 | GNRR009010 | NS456790 | 65 | GNRR009045 | NS456825 | 100 | GNRR009080 | NS456860 |
| 31 | GNRR009011 | NS456791 | 66 | GNRR009046 | NS456826 | 101 | RMGX811013 | FXE811013 |
| 32 | GNRR009012 | NS456792 | 67 | GNRR009047 | NS456827 | | | |
| 33 | GNRR009013 | NS456793 | 68 | GNRR009048 | NS456828 | | | |
| 34 | GNRR009014 | NS456794 | 69 | GNRR009049 | NS456829 | | | |
| 35 | GNRR009015 | NS456795 | 70 | GNRR009050 | NS456830 | | | |

EXHIBIT A-2

DESTROYED, SCRAPPED OR SOLD CARS

Destroyed Cars:

| | Car Mark | Car Num |
|---|-----------------|----------------|
| 1 | ITGX | 012679 |
| 2 | NS | 456831 |
| 3 | NS | 456833 |
| 4 | SLGG | 011168 |
| 5 | TFM | 022030 |

Scrapped Cars:

| | Car Mark | Car Num | | Car Mark | Car Num |
|---|-----------------|----------------|----|-----------------|----------------|
| 1 | ANGX | 004080 | 10 | TFM | 022001 |
| 2 | GNRR | 030064 | 11 | TFM | 022004 |
| 3 | RMGX | 011778 | 12 | TFM | 022006 |
| 4 | RMGX | 700497 | 13 | TFM | 022008 |
| 5 | SLGG | 001230 | 14 | TFM | 022009 |
| 6 | SLGG | 005803 | 15 | TFM | 022012 |
| 7 | SLGG | 015495 | 16 | TFM | 022014 |
| 8 | SLGG | 015497 | 17 | TFM | 022015 |
| 9 | TFM | 022000 | 18 | TFM | 022016 |

Sold Cars: (None)

EXHIBIT B

NEW LEASES/AMENDMENTS TO EXISTING LEASES; EXPIRED/TERMINATED LEASES

| Deal # | Lessee | Lease Documents |
|---------------------|-------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| C01274 | American Rail Marketing, L.L.C. | Full Service Lease Agreement #04192006ARM, dated as of April 19, 2006, and its related Rider Deal #C01274, dated as of May 14, 2008, between NARCAT LLC, as Lessor, and American Rail Marketing, L.L.C., as Lessee. |
| C01121 | Carmeuse Lime, Inc. | Full Service Lease Agreement #04292004CLI, dated as of April 29, 2004, and its related Rider Deal #C01121, dated effective as of June 1, 2007, between NARCAT LLC, as Lessor, and Carmeuse Lime, Inc., as Lessee. |
| C01030 | Florida East Coast Railway, L.L.C. | Net Lease Agreement #01012005FEC, dated effective as of January 1, 2005, and its related Rider Deal #C01030, dated effective as of September 1, 2006, between NARCAT LLC, as Lessor, and Florida East Coast Railway, L.L.C., as Lessee. |
| C01293 | Linea Coahuila-Durango, S.A. de C.V. | Net Locomotive Lease Agreement #02122004LCD, dated effective as of February 12, 2004, and its related Rider Deal #C01293, dated as of July 28, 2008, between NARCAT LLC, as Lessor, and Linea Coahuila-Durango, S.A. de C.V., as Lessee. |
| C01277 | National Electrical Carbon Products, Inc. | Full Service Lease Agreement #09302004NEC, dated September 30, 2004, and its related Rider Deal #C01277, dated effective as of April 1, 2008, between NARCAT LLC, as Lessor, and National Electrical Carbon Products, Inc., as Lessee. |
| C00435 (RCL 477) | Carmeuse Lime, Inc. | Lease expired; renewed as Rider Deal #C01121 |
| C00700 | Florida East Coast Railway LLC | Lease expired; renewed as Rider Deal #C01030 |
| C00651 | National Electrical Carbon Products, Inc. | Lease expired; renewed as Rider Deal #C01277 |
| C00862 | Wilmot Transportation and Logistics, Ltd. | Lease terminated; All cars returned |
| C00739 | Linea Coahuila-Durango, S.A. de C.V. | Lease expired; renewed as Rider Deal #C01293 |

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: 8/7/08



Robert W. Alvord