

RECORDATION NO 26884A FILED

MAY 14 '09

2-38 PM

SURFACE TRANSPORTATION BOARD



# FIRST UNION RAIL

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

VIA UPS 2<sup>nd</sup> DAY AIR

May 12, 2009

Ms. Anne K. Quinlan  
Surface Transportation Board  
395 E Street, S.W., Suite 100  
Washington, DC 20024  
Attn: Recordation of Railroad Equipment

**Re: Memorandum of Lease Agreement**

Dear Ms. Quinlan:

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 April 13, 2009, 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 26884.

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

Lessor:	First Union Rail Corporation One O'Hare Centre 6250 River Road, Suite 5000 Rosemont, IL 60018	Lessee:	Canada Malting Co. Limited 3316 Bonnybrook Calgary, AB T2P 2J3 CANADA
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A description of the railroad equipment covered by the enclosed document is for fifty (50) 5250 cu. ft. 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 \$41.00 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) 384-5397.  
Thank you for your cooperation in this matter.

Sincerely,

  
Marcia Dunne  
Sr. Rail Documentation Specialist

Enclosures

ASSGN. NO.: CMCL005

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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 13<sup>th</sup> day of April, 2009, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Canada Malting Co. Limited, a Canadian Corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of March 15, 2007, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 4 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of October 9, 2008, 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: \_\_\_\_\_  
Title: \_\_\_\_\_

ATTEST:

By: Susan Grokulsky  
Name: SUSAN GROKULSKY  
Title: ASSISTANT DIRECTOR OF DOCUMENTATION

Executed on this 13<sup>th</sup> day of April, 2009.

[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 13<sup>th</sup> day of April, 2009.

Georgia Freiburger  
Notary Public

My Commission Expires:

6-2012  
(Notary Public)



**LESSEE:**

CANADA MALTING CO. LIMITED

ATTEST:

By: *[Signature]*

Name: STEVE GALT

Title: PRESIDENT

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Executed on this 3 day of APRIL, 2009.

[CORPORATE SEAL]

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

I, \_\_\_\_\_, a Notary Public of the County and State aforesaid, certify that \_\_\_\_\_ 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 \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

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

Commission Expires:

\_\_\_\_\_  
(Notary Public)

**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

- I. NUMBER OF CARS: Fifty (50)
- II. DESCRIPTION OF CARS: 5250 cu. ft. covered hopper cars, 286,000 lb. capacity, unlined, with gravity outlet gates

III. CAR NUMBERS:

FURX 850001	FURX 850352
FURX 850005	FURX 850356
FURX 850026	FURX 850383
FURX 850054	FURX 850406
FURX 850055	FURX 850417
FURX 850078	FURX 850426
FURX 850080	FURX 850449
FURX 850094	FURX 850457
FURX 850106	FURX 850458
FURX 850115	FURX 850465
FURX 850141	FURX 850470
FURX 850142	FURX 850472
FURX 850150	FURX 850476
FURX 850151	FURX 850484
FURX 850161	FURX 850485
FURX 850164	FURX 850487
FURX 850219	FURX 850509
FURX 850242	FURX 850517
FURX 850262	FURX 850533
FURX 850274	FURX 850802
FURX 850282	FURX 850966
FURX 850314	FURX 851037
FURX 850319	FURX 851055
FURX 850326	FURX 851086
FURX 850344	FURX 851090
	Count 50