

MAR 15 '11 -10 40 AM

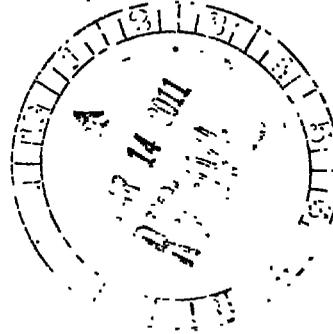
SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

VIA UPS 2nd DAY AIR

March 11, 2011



Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Agreement

Dear Section Chief:

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 March 4, 2011, a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. 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: Corning Incorporated
One Riverfront Plaza
HP-ME-01-C10C
Corning, NY 14831

A description of the railroad equipment covered by the enclosed document is for two (2) hopper cars; having NATX marks remarked to FURX (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
Senior Rail Documentation Specialist

Enclosure

(COIN005)

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ASSGN. NO.: COIN005

MEMORANDUM OF LEASE

SUNBELT TRANSPORTATION BOARD
[Signature]

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 4th day of March, 2011, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Corning Incorporated ("Lessee"), a New York corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of March 4, 2011, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 2 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of January 1, 2010, 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 E. Seymour

Name: _____

Title: _____

ATTEST:

By: Susan Grokulska

Name: SUSAN GROKULSKY

Title: ASSISTANT DIRECTOR OF DOCUMENTATION

Executed on this 4th day of March, 2011.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD E. 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 4th day of March, 2011.

[Signature]
Notary Public

My Commission Expires:

6-2012
(Notary Public)



LESSEE:

CORNING INCORPORATED

ATTEST:

By: [Signature]

Name: MORGAN BURROWS

Title: N.A. TRANS. ANALYST

By: Amthalemi

Name: COLLEEN SHALINE

Title: N.A. TRANS. COORD.

Executed on this 7 day of January, 2011.

[CORPORATE SEAL]

STATE OF New York

COUNTY OF Steuben

I, Teresa A Havens, a Notary Public of the County and State aforesaid, certify that Morgan Burrows 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 7 day of January, 2011.

Teresa A. Havens
Notary Public

Commission Expires:

12/23/2014
(Notary Public)

Teresa A. Havens
Notary Public of New York
01HA6085184
Exp. Date 12/23/2014
Steuben County

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Two (2)

DESCRIPTION OF CARS: 3900 cu. ft. capacity Pressure Differential covered hopper Cars with 263,000lbs.GWR.

CAR NUMBERS:
NATX 099919 remarked to FURX 892362
NATX 390208 remarked to FURX 892398