

RECORDATION NO. 30526
FILED November 26, 2012 12:00 PM
SURFACE TRANSPORTATION BOARD



November 2, 2012

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

Dear Section Chief:

Please find attached one original of the Memorandum of Rider No. 2 to the Master Lease Agreement dated as of October 29, 2012 between the following parties:

Lessee: Weitsman Shredding, LLC
1 Recycle Drive #1
Owego, NY 13827

Lessor: The David J. Joseph Company
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A for the equipment, (51) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Rider No. 2 to the Master Lease Agreement dated as of October 29, 2012 related to fifty-one (51) railcars bearing reporting marks: UFTX 20104 – 22105, non-inclusive.

Please file this agreement as a primary document. The filing fee in the amount of \$42.00 can be charged to our account. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6294.

Sincerely,

Lindsay Gordin
Staff Assistant

**MEMORANDUM OF RIDER NO. 2 TO THE
MASTER LEASE AGREEMENT**

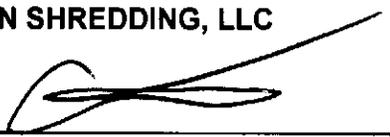
This **MEMORANDUM OF RIDER NO. 2 TO THE MASTER LEASE AGREEMENT** ("Memorandum of Lease") entered into this 29th day of October, 2012, is intended to evidence the master lease agreement dated as of March 30, 2012, as amended by agreement dated October 9, 2012, and subsequent rider number 2 to the master lease agreement dated September 11, 2012 (collectively, the "Lease"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **WEITSMAN SHREDDING, LLC**, a New York limited liability company ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the fifty-one (51) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, pursuant to due corporate authority, have executed this Memorandum of Lease on the date indicated below each signature.

THE DAVID J. JOSEPH COMPANY

By: Kelly C. Poellein
Name: Kelly C. Poellein
Title: VP Finance, Brokerage
Date: 10/31/12

WEITSMAN SHREDDING, LLC

By: 
Name: Adam Weitsman
Title: President
Date: 10/30/12

STATE OF OHIO)
)
COUNTY OF HAMILTON)

SS:

The foregoing instrument was acknowledged before me this 31st day of October
2012, by Kelly C Poellein, the
VP Finance-Brokerage of The David J. Joseph Company, a Delaware
corporation, on behalf of the corporation.

Angela Denise Watts
Notary Public

My Commission has no expiration.

ANGELA DENISE WATTS
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date Section 147.03 O.R.C.

STATE OF NEW YORK)
)
COUNTY OF Broome)

SS:

The foregoing instrument was acknowledged before me this 30th day of October 2012, by
Adam Weitsman, the President of Weitsman Shredding, LLC, a New York limited liability
company, on behalf of the company.

Adam Weitsman
Notary Public

My Commission expires:

HOWARD M. RITBERG
Notary Public, State of New York
No. 4623413
Residing in Broome County
My Commission Expires Aug. 31, 2013

EXHIBIT A

To the Memorandum of Lease dated October 9, 2012, between The David J. Joseph Company and Weitsman Shredding, LLC.

DESCRIPTION OF UNITS

Fifty-one (51) railcars bearing reporting marks:

UFTX020104
UFTX021015
UFTX021024
UFTX021031
UFTX021039
UFTX021041
UFTX021054
UFTX021060
UFTX021061
UFTX021063
UFTX021075
UFTX021076
UFTX021088
UFTX022011
UFTX022038
UFTX022040
UFTX022045
UFTX022069
UFTX022073
UFTX022099
UFTX021037
UFTX021043
UFTX021044
UFTX021048
UFTX021052
UFTX021062
UFTX021065
UFTX021081
UFTX021082
UFTX021085
UFTX021087
UFTX021089
UFTX021094
UFTX021101
UFTX022012
UFTX022016

UFTX022027

UFTX022030

UFTX022033

UFTX022034

UFTX022035

UFTX022036

UFTX022044

UFTX022046

UFTX022049

UFTX022050

UFTX022058

UFTX022066

UFTX022084

UFTX022092

UFTX022105