

RECORDATION NO. 28580 FILED

JAN 15 '10 -12 00 PM

**SURFACE TRANSPORTATION BOARD**

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N W  
SUITE 301  
WASHINGTON, DC

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL [alvordlaw@aol.com](mailto:alvordlaw@aol.com)

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

OF COUNSEL  
URBAN A. LESTER

January 15, 2010

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

Contract 3-50009

Dear Section Chief,

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 November 19, 2008, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor.	American Railcar Leasing LLC 620 North Second Street St. Charles, Missouri 63301
Lessee.	Kemira Water Solutions, Inc. 808 E. Main Street Lakeland, Florida 33801

Section Chief  
January 15, 2010  
Page 2

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

75 railcars: EAGX 027000 - EAGX 027074.

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

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 stamped copies of the enclosed document to the undersigned

Very truly yours,

A handwritten signature in black ink, appearing to read 'Robert W. Alvord', with a horizontal line extending to the right.

Robert W. Alvord

RWA/sem  
Enclosures

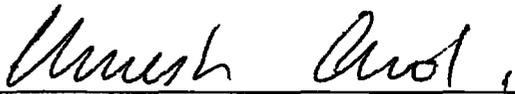
**MEMORANDUM OF LEASE**

This Memorandum of Lease is made and entered into as of November 19, 2008 by and between American Railcar Leasing LLC, a Delaware limited liability company, as Lessor ("Lessor"), and Kemira Water Solutions, Inc, a Florida corporation ("Lessee").

The undersigned have entered into that certain Equipment Lease Agreement (the "Lease Agreement"), dated as of April 30, 2008 pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum of Lease to be duly executed by their respective officers duly authorized as of the date and year first above written.

AMERICAN RAILCAR LEASING LLC, Lessor

By:   
Name: Umesh Choksi  
Title: CFO & Treasurer

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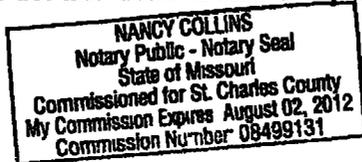
SEALYAGE TRANSPORTATION BOARD

KEMIRA WATER SOLUTIONS, INC., Lessee

By:   
Name: John Gorkowski  
Title: Director of Logistics + Supply Chain

STATE OF MISSOURI )  
 ) ss.:  
COUNTY OF ST. CHARLES )

On this 22 day of January, 2009, before me, personally appeared Umesh Choksi, to me personally known, who being by me duly sworn, says that he resides at St. Louis County, Missouri and is the CFO & Treasurer of American Railcar Leasing LLC, that said instrument was signed on the date hereof on behalf of said company by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Nancy Collins  
Notary Public

STATE OF \_\_\_\_\_ )  
 ) ss.:  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of \_\_\_\_\_, 2008, before me, personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, says that he resides at \_\_\_\_\_ County, \_\_\_\_\_ and is \_\_\_\_\_ of \_\_\_\_\_, that said instrument was signed on the date hereof on behalf of said corporation by authority of its \_\_\_\_\_; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

\_\_\_\_\_  
Notary Public  
My commission expires on \_\_\_\_\_

STATE OF MISSOURI            )  
  ) ss.:  
COUNTY OF SAINT CHARLES    )

On this 2 day of December, 2008, before me, personally appeared Umesh Choksi, to me known, who being by me duly sworn, says that he resides in Saint Louis County, Missouri and is SVP, CFO and Treasurer of American Railcar Leasing LLC; that said instrument was signed on behalf of said company; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



*Lynda Jordan*  
\_\_\_\_\_  
Notary Public  
My commission expires on May 20, 2012

STATE OF ILLINOIS            )  
  ) ss.:  
COUNTY OF COOK            )

On this 2 day of December, 2008, before me, personally appeared Mr. John Gutkowski, to me known, who being by me duly sworn, says that he resides in Will County, and is Director of Logistics & Supply Chain of Kemira Water Solutions, Inc.; that said instrument was signed on behalf of said company by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



*Lynda Jordan*  
\_\_\_\_\_  
Notary Public  
My commission expires on May 20, 2012

# Schedule A

## Equipment

**Kemira Water Solution, Inc.**

**Contract 3-50009**

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	EAGX	027000
	Tank	EAGX	027001
	Tank	EAGX	027002
	Tank	EAGX	027003
	Tank	EAGX	027004
	Tank	EAGX	027005
	Tank	EAGX	027006
	Tank	EAGX	027007
	Tank	EAGX	027008
	Tank	EAGX	027009
	Tank	EAGX	027010
	Tank	EAGX	027011
	Tank	EAGX	027012
	Tank	EAGX	027013
	Tank	EAGX	027014
	Tank	EAGX	027015
	Tank	EAGX	027016
	Tank	EAGX	027017
	Tank	EAGX	027018
	Tank	EAGX	027019
	Tank	EAGX	027020
	Tank	EAGX	027021
	Tank	EAGX	027022
	Tank	EAGX	027023
	Tank	EAGX	027024
	Tank	EAGX	027025
	Tank	EAGX	027026
	Tank	EAGX	027027
	Tank	EAGX	027028
	Tank	EAGX	027029
	Tank	EAGX	027030
	Tank	EAGX	027031
	Tank	EAGX	027032
	Tank	EAGX	027033

# Schedule A

## Equipment

### Kemira Water Solution, Inc.

Contract 3-50009

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	EAGX	027034
	Tank	EAGX	027035
	Tank	EAGX	027036
	Tank	EAGX	027037
	Tank	EAGX	027038
	Tank	EAGX	027039
	Tank	EAGX	027040
	Tank	EAGX	027041
	Tank	EAGX	027042
	Tank	EAGX	027043
	Tank	EAGX	027044
	Tank	EAGX	027045
	Tank	EAGX	027046
	Tank	EAGX	027047
	Tank	EAGX	027048
	Tank	EAGX	027049
	Tank	EAGX	027050
	Tank	EAGX	027051
	Tank	EAGX	027052
	Tank	EAGX	027053
	Tank	EAGX	027054
	Tank	EAGX	027055
	Tank	EAGX	027056
	Tank	EAGX	027057
	Tank	EAGX	027058
	Tank	EAGX	027059
	Tank	EAGX	027060
	Tank	EAGX	027061
	Tank	EAGX	027062
	Tank	EAGX	027063
	Tank	EAGX	027064
	Tank	EAGX	027065
	Tank	EAGX	027066
	Tank	EAGX	027067

**Schedule A**

**Equipment**

**Kemira Water Solution, Inc.**

**Contract 3-50009**

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	EAGX	027068
	Tank	EAGX	027069
	Tank	EAGX	027070
	Tank	EAGX	027071
	Tank	EAGX	027072
	Tank	EAGX	027073
	Tank	EAGX	027074

**75**

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 1/15/2010



\_\_\_\_\_  
Robert W Alvord