

RECORDATION NO. 28820 FILED

FEB 02 '10 -9 00 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C ALVORD (1942)
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OF COUNSEL
URBAN A LESTER

February 2, 2010

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

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 Agreement, dated as of November 2, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor:	Mitsui Rail Capital, LLC 71 South Wacker Drive, Suite 1800 Chicago, IL 60606
Lessee:	Rifkin Scrap Iron & Metal Company 1445 N. Niagara St Saginaw, MI 48602

Section Chief
February 2, 2010
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A description of the railroad equipment covered by the enclosed document is:

6 railcars within the series MBKX 287001 - MBKX 287040 as more particularly set forth in the attachment to the document.

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

Memorandum of Lease Agreement.

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 stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF LEASE AGREEMENT
BETWEEN
MITSUI RAIL CAPITAL, LLC
("LESSOR")**

AND

**RIFKIN SCRAP IRON & METAL COMPANY
("LESSEE")**

NOVEMBER 2, 2009

This Memorandum of Lease Agreement is made and entered into as of November 2, 2009 by and between Mitsui Rail Capital, LLC, a Delaware limited liability company, ("Lessor") and Rifkin Scrap Iron & Metal Company, a Michigan corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor six (6) 1998 Thrall built, 110-ton, 52'6" Mill Gondola Railcars bearing marks and numbers as follows:

See attached Exhibit 1 attached hereto.

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

LESSOR:

MITSUI RAIL CAPITAL, LLC

By: 
Print Name: John O'Bryan
Title: President

LESSEE:

RIFKIN SCRAP IRON & METAL COMPANY

By: 
Print Name: David S. Rifkin
Title: President

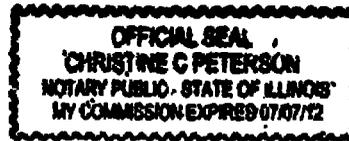
STATE OF ILLINOIS

COUNTY OF COOK

On this 1st day of Feb, 2012, before me personally appeared John O'Bryan, to me personally known, who being by me duly sworn, says that he is the President of Mitsui Rail Capital, LLC that the foregoing instrument was signed on behalf of said limited liability company, and he acknowledged that the execution of the said instrument was his free act and deed.

Christine C Peterson
NOTARY PUBLIC

My commission expires: 7/7/12



STATE OF MICHIGAN

COUNTY OF SAGINAW

On this 26 day of Jan, 2012, before me personally appeared David Rifkin, to me personally known, who being by me duly sworn, says that he is the President of Rifkin Scrap Iron & Metal Company, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Devon Mary Charette
NOTARY PUBLIC

My commission expires:
3-15 2014

OFFICIAL SEAL
DEVON MARY CHARETTE
NOTARY PUBLIC - STATE OF MICHIGAN
COUNTY OF SAGINAW
MY COMMISSION EXPIRES MARCH 15, 2014

EXHIBIT 1

CAR MARKS AND NUMBERS

<u>Count</u>	<u>Mark</u>	<u>Number</u>
1	MBKX	287001
2	MBKX	287007
3	MBKX	287012
4	MBKX	287031
5	MBKX	287035
6	MBKX	287040

GERTIFICATION

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: _____

2/2/10



Robert W. Alvord