

FIRST UNION RAIL

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

Tel 847 318 7575
Fax 847 318 7588

RECORDATION NO. 27928-E FILED
MAR 16 '10 -12 2 # PM
SURFACE TRANSPORTATION BOARD



VIA UPS 2nd DAY AIR

March 12, 2010

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

Re: Memorandum of Lease Agreement

Dear Section Chief

Enclosed for recordation pursuant to the provisions of 49 U S C Section 11301(a) are one (1) original and two (2) copies of a Memorandum of Lease Agreement dated February 4, 2010, 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 27928. The names and addresses of the parties to the enclosed document are:

Lessor.	First Union Rail Corporation One O'Hare Centre 6250 N River Road, Suite 5000 Rosemont, IL 60018	Lessee:	West Coast Reduction Ltd 105 N Commercial Drive Vancouver, B C. V5L 4V7 Canada
---------	--	---------	---

A description of the railroad equipment covered by the enclosed document is for ten (10) covered hopper cars having NDYX 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
Senior Documentation Specialist

Enclosures
(WECR006)

**MEMORANDUM OF LEASE
RIDER NO. 6**

THIS MEMORANDUM OF LEASE (the "Memorandum of Lease") is made and entered into as of February 4, 2010 by and between the Montreal branch of First Union Rail Corporation ("Lessor"), a North Carolina corporation, and West Coast Reduction Ltd., a British Columbia limited liability company

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement dated as of March 24, 2009 (the "Lease") and Rider No. 6 thereto dated as of February 4, 2010 (the "Rider"), whereby Lessor has agreed to lease to Lessee certain railcars as more particularly described in Exhibit A attached hereto and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider which are incorporated herein by reference.

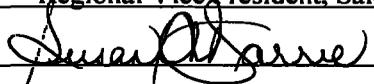
IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum of Lease to be duly executed by their respective officers duly authorized as of the date and year first above written (and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

LESSOR:

FIRST UNION RAIL CORPORATION

Name: Susan A. Barrie

Title: Regional Vice President, Sales

Signature: 

LESSEE:

WEST COAST REDUCTION LTD.

Name: 

Title: T.R. Bestwick
Director of Finance

Signature. & Chief Financial Officer

ASSGN. NO.: WECR006

**MEMORANDUM OF LEASE
RIDER NO. 6**

EXHIBIT A

NUMBER OF CARS: Ten (10).

DESCRIPTION OF CARS: Covered hopper cars loading to 286,000 lbs., 5150 cu. ft. capacity. Cars equipped with trough hatches, gravity outlet gates and vibrator brackets.

CAR NUMBERS:
NDYX 516244
NDYX 516285
NDYX 516337
NDYX 516338
NDYX 516354
NDYX 516355
NDYX 516357
NDYX 516362
NDYX 516363
NDYX 516364

ASSGN. NO.: WECR006

MAR 16 '10 -12 2 # PM

**MEMORANDUM OF LEASE
RIDER NO. 6**

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum of Lease") is made and entered into as of February 4, 2010 by and between the Montreal branch of First Union Rail Corporation ("Lessor"), a North Carolina corporation, and West Coast Reduction Ltd., a British Columbia limited liability company

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement dated as of March 24, 2009 (the "Lease") and Rider No 6 thereto dated as of February 4, 2010 (the "Rider"), whereby Lessor has agreed to lease to Lessee certain railcars as more particularly described in Exhibit A attached hereto and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider which are incorporated herein by reference

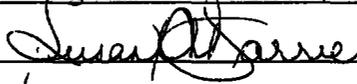
IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum of Lease to be duly executed by their respective officers duly authorized as of the date and year first above written (and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

LESSOR:

FIRST UNION RAIL CORPORATION

Name Susan A. Barrie

Title: Regional Vice President, Sales

Signature: 

LESSEE:

WEST COAST REDUCTION LTD.

Name. 

Title. T.R. Bestwick

Director of Finance
Signature: & Chief Financial Officer

ASSGN. NO.: WECR006

**MEMORANDUM OF LEASE
RIDER NO. 6**

EXHIBIT A

NUMBER OF CARS: Ten (10)

DESCRIPTION OF CARS Covered hopper cars loading to 286,000 lbs., 5150 cu. ft. capacity Cars equipped with trough hatches, gravity outlet gates and vibrator brackets.

CAR NUMBERS:
NDYX 516244
NDYX 516285
NDYX 516337
NDYX 516338
NDYX 516354
NDYX 516355
NDYX 516357
NDYX 516362
NDYX 516363
NDYX 516364

ASSGN. NO.: WECR006

**MEMORANDUM OF LEASE
RIDER NO. 6**

THIS MEMORANDUM OF LEASE (the "Memorandum of Lease") is made and entered into as of February 4, 2010 by and between the Montreal branch of First Union Rail Corporation ("Lessor"), a North Carolina corporation, and West Coast Reduction Ltd., a British Columbia limited liability company.

W I T N E S S E T H:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement dated as of March 24, 2009 (the "Lease") and Rider No 6 thereto dated as of February 4, 2010 (the "Rider"), whereby Lessor has agreed to lease to Lessee certain railcars as more particularly described in Exhibit A attached hereto and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider which are incorporated herein by reference

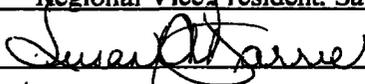
IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum of Lease to be duly executed by their respective officers duly authorized as of the date and year first above written (and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation)

LESSOR:

FIRST UNION RAIL CORPORATION

Name: Susan A Barrie

Title: Regional Vice President, Sales

Signature: 

LESSEE:

WEST COAST REDUCTION LTD

Name: 

Title: T.R. Bestwick
Director of Finance

Signature: & Chief Financial Officer

ASSGN. NO.: WECR006

**MEMORANDUM OF LEASE
RIDER NO. 6**

EXHIBIT A

NUMBER OF CARS: Ten (10)

DESCRIPTION OF CARS. Covered hopper cars loading to 286,000 lbs., 5150 cu. ft. capacity. Cars equipped with trough hatches, gravity outlet gates and vibrator brackets

CAR NUMBERS:
NDYX 516244
NDYX 516285
NDYX 516337
NDYX 516338
NDYX 516354
NDYX 516355
NDYX 516357
NDYX 516362
NDYX 516363
NDYX 516364