

RECORDATION NO. 22264-N FILED

JUN 30 '10 -4 19 PM

SURFACE TRANSPORTATION BOARD

VIA UPS 2<sup>nd</sup> DAY AIR

June 28, 2010

## FIRST UNION RAIL

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

Tel 847.318.7575  
Fax 847.318.7588



Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W., Suite 100  
Washington, DC 20423-0001  
Re: 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 two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated June 15, 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 primary Recordation Number 22264.

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: Thompson Industries, Inc.  
4260 S. Arkansas Avenue  
Russellville, AR 72802

A description of the railroad equipment covered by the enclosed document is for four (4) 2244 cu. ft. gondola cars having NOKL 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,

A handwritten signature in black ink, appearing to read "Marcia Dunne".

Marcia Dunne  
Senior Documentation Specialist

Enclosures

(TOM034)

JUN 30 '10 -4 19 PM

ASSGN. NO.: TOM034

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 15<sup>th</sup> day of June, 2010, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Thompson Industries, Inc. ("Lessee"), an Arkansas corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as March 22, 1996, as amended, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 34 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of May 20, 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

ATTEST:

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR  
VICE PRESIDENT SALES & MARKETING

By: Susan Grokulsky

Name: SUSAN GROKULSKY  
ASST. DIRECTOR  
Title: OF DOCUMENTATION

Executed on this 15<sup>th</sup> day of June, 2010.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 15<sup>th</sup> day of June, 2010.

Georgia Freiburger  
Notary Public

My Commission Expires:  
6-2012  
(Notary Public)



LESSEE:

THOMPSON INDUSTRIES, INC.

By: Clayton Bryson

Name: Clayton Bryson

Title: Transportation Mgr.

ATTEST:

By: Charlotte Brock

Name: Charlotte Brock

Title: Clerk

Executed on this 19 day of May, 2010

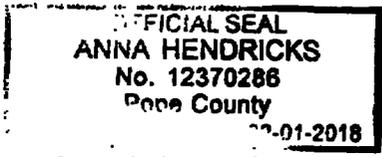
[CORPORATE SEAL]

STATE OF ARKANSAS

COUNTY OF POPE

I, ANNA HENDRICK, a Notary Public of the County and State aforesaid, certify that CLAYTON BRYSON personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

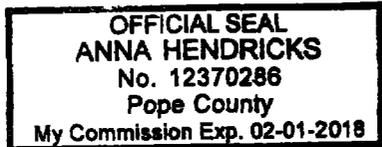
WITNESS my hand and official stamp or seal, this 19 day of MAY, 2010.



Anna Hendricks  
Notary Public

Commission Expires:

2-1-18  
(Notary Public)



**EXHIBIT A**  
to  
**MEMORANDUM OF LEASE**

NUMBER OF CARS: Four (4)

DESCRIPTION OF CARS: 2244 cubic foot capacity, 263,000 lbs GRL, 4'6' sided gondola Cars  
(Car type E534).

CAR NUMBERS:

NOKL 310823  
NOKL 310885  
NOKL 311041  
NOKL 311154