

APR 18 '11 -1 57 PM

SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

VIA UPS 2nd DAY AIR

April 13, 2011

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

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 April 4, 2011, 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 23708.

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

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Lhoist North America, Inc.
3700 Hulen Street
Fort Worth, TX 76107

A description of the railroad equipment covered by the enclosed document is for fifty five (55) hopper cars having FURX and 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

APR 18 '11 -1 57 PM

ASSGN. NO.: LHNO004

MEMORANDUM OF LEASE

~~RAIL~~ TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 4th day of April, 2011 by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Lhoist North America, Inc., a Nevada corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement, dated as of July 20, 2001, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 10 to the Lease (the "Rider") as described in more particular on Exhibit A attached hereto, effective as of July 1, 2011, 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: _____
Title: VICE PRESIDENT

By: Susan Grokulska
Name: SUSAN GROKULSKY
Title: ASSISTANT DIRECTOR OF DOCUMENTATION

Executed on this 4th day of April, 2011

[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 4th day of April, 2011.

Georgia Freiburger
Notary Public

My Commission Expires:

6-2012
(Notary Public)



LESSEE:

LHOIST NORTH AMERICA, INC.

ATTEST:

By: [Signature]
Name: Charlotte Jones
Title: Risk Analyst

By: [Signature]
Name: Ludwig de Mot
Title: _____

Executed on this 30 day of March 2011.

[CORPORATE SEAL]

STATE OF TEXAS

COUNTY OF TARRANT

I, KATHLEEN M. READE, a Notary Public of the County and State aforesaid, certify that LUDWIG DE MOT personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 30 day of March, 2011

[Signature]
Notary Public

My Commission Expires:
6/17/2012
(Notary Public)

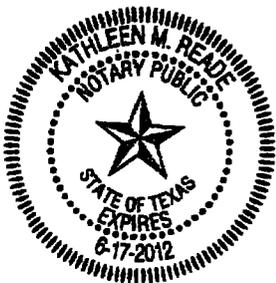


EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Fifty-five (55)

DESCRIPTION OF CARS: Covered Hopper Cars

CAR NUMBERS:

FURX 839331	NDYX 475137	NDYX 475438
FURX 839332	NDYX 475145	NDYX 475440
FURX 839335	NDYX 475164	NDYX 475443
FURX 839336	NDYX 475183	NDYX 475449
FURX 839339	NDYX 475201	NDYX 475450
FURX 839345	NDYX 475209	NDYX 475453
FURX 839347	NDYX 475223	NDYX 475456
FURX 839349	NDYX 475317	NDYX 475468
FURX 839351	NDYX 475320	NDYX 475473
FURX 839355	NDYX 475385	NDYX 475475
FURX 839374	NDYX 475392	NDYX 475477
NDYX 475018	NDYX 475393	NDYX 475479
NDYX 475031	NDYX 475397	NDYX 475488
NDYX 475068	NDYX 475410	NDYX 475489
NDYX 475085	NDYX 475414	NDYX 475492
NDYX 475101	NDYX 475420	NDYX 475496
NDYX 475102	NDYX 475430	NDYX 475499
NDYX 475112	NDYX 475436	
NDYX 475118	NDYX 475437	