

RECORDATION NO. 23708-H FILED

JUN 30 11 -2 03 PM

RECORDATION BOARD

## FIRST UNION RAIL

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

Tel 847.318.7575  
Fax 847.318.7588  
www.firstunionrail.com

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

June 30, 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: Amendment to Memorandum of Lease

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 an Amendment to Memorandum of Lease Agreement dated June 28, 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 six (56) 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: Amendment to 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

(LHNO004)

ASSGN. NO.: LHNO004

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AMENDMENT TO MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS AMENDMENT TO MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 28th day of June, 2011, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Lhoist North America, Inc. ("Lessee"), a Nevada corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of July 10, 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; and

A Memorandum evidencing such Rider No. 10 (and such Lease Agreement) was filed at the Surface Transportation Board pursuant to Section 11301 of Title 49 of the United States Code on April 18, 2011 at 1:57 p.m. with secondary Recordation Number 23708-G.

NOW THEREFORE, the Lessor and Lessee, for good and valuable consideration, agree that:

- a) Exhibit A to such Memorandum is amended as follows:
  - 1) One additional car is added to Exhibit A; NDYX 475457
- b) Except as amended hereby, the terms and conditions of such Memorandum of Lease remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have each caused this Amendment to Memorandum of Lease 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  
 Title: VICE PRESIDENT

By: Susan Gorkulsky  
 Name: SUSAN GORKULSKY  
 Title: ASST. DIR. OF DOCUMENTATION

Executed on this 28th day of June, 2011.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

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

WITNESS my hand and official stamp or seal, this 28th day of June, 2011.

Notary Public

My Commission Expires:  
6-2012  
 (Notary Public)



LESSEE:

LHOIST NORTH AMERICA, INC.

ATTEST

By: [Signature]  
Name: [Signature]  
Title: Paul Hitzler

By: Brad Potvin  
Name: [Signature]  
Title: Director, Logistics

Executed on this 25 day of May, 2011.

[CORPORATE SEAL]

STATE OF Texas  
COUNTY OF Tarrant

I, Rita Beachy, a Notary Public of the County and State aforesaid, certify that Brad Potvin 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 25 day of May, 2011.

[Signature]  
Notary Public

My Commission Expires:  
April 28, 2012  
(Notary Public)



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

NUMBER OF CARS: Fifty-six (56)

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 475457
FURX 839351	NDYX 475320	NDYX 475468
FURX 839355	NDYX 475385	NDYX 475473
FURX 839374	NDYX 475392	NDYX 475475
NDYX 475018	NDYX 475393	NDYX 475477
NDYX 475031	NDYX 475397	NDYX 475479
NDYX 475068	NDYX 475410	NDYX 475488
NDYX 475085	NDYX 475414	NDYX 475489
NDYX 475101	NDYX 475420	NDYX 475492
NDYX 475102	NDYX 475430	NDYX 475496
NDYX 475112	NDYX 475436	NDYX 475499
NDYX 475118	NDYX 475437	