



RECORDATION NO. 30052 FILED

DEC 30 '11 -2 54 PM

SURFACE TRANSPORTATION BOARD

December 29, 2011

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

Dear Section Chief:

Please find attached one original of the Memorandum of Railroad Equipment Lease Agreement dated as of December 21, 2011 between the following parties.

Lessee	M-I LLC 5950 North Course Drive Houston, TX 77242
Lessor	The David J Joseph Company 300 Pike Street Cincinnati, OH 45202

Please see Exhibit A for the equipment, (30) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated as of December 21, 2011 related to thirty (30) railcars bearing reporting marks. JTSX 316454 - 480648, sporadic.

Please file this agreement as a primary document. The filing fee in the amount of \$41.00 can be charged to our account. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

Julie Woodard
Contract Manager

DEC 30 '11 -2 54 PM

**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT**

SURFACE TRANSPORTATION BOARD

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 21st day of December, 2011, is intended to evidence the lease dated as of December 21, 2011 (the "Lease"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **M-I L.L.C.**, a limited liability company ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the thirty (30) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature

THE DAVID J. JOSEPH COMPANY

M-I L.L.C.

By: Kelly C Poellein
Name: Kelly C. Poellein
Title: VP Finance, Brokerage
Date: 12/21/11

By: Anita Edmondson
Name: Anita Edmondson
Title: Director Central Supply Chain
Date: 12-21-11

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 21 day of December, 2011, by Kelly C. Poelker, the VP Finance, Brokerage of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Julie M. Woodard
Notary Public

~~My Commission has no expiration~~



Julie M. Woodard
Notary Public, State of Ohio
My Commission Expires 09-24-2012

STATE OF Texas)
)
COUNTY OF Harris) SS:

The foregoing instrument was acknowledged before me this 21st day of December, 2011, by Antia Edmondson, the Director Catering of M-I L L C, a limited liability company, on behalf of the company Supply Chain

Barbara A. Williams
Notary Public

My Commission expires



EXHIBIT A

To the Memorandum of Lease dated December 21, 2011, between The David J Joseph Company and M-I L L C.

DESCRIPTION OF UNITS

Thirty (30), railcars bearing reporting marks-

JTSX316454
JTSX316491
JTSX466753
JTSX466766
JTSX466780
JTSX466790
JTSX466801
JTSX466804
JTSX466808
JTSX466812
JTSX466817
JTSX466818
JTSX466825
JTSX466830
JTSX466848
JTSX466854
JTSX466868
JTSX466869
JTSX466876
JTSX466885
JTSX466886
JTSX466893
JTSX466899
JTSX466909
JTSX466910
JTSX466911
JTSX466917
JTSX466918
JTSX466920
JTSX480648