

JAN 19 2012 -1 34 PM

SURFACE TRANSPORTATION BOARD



January 9, 2012

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

JAN 19 2012

Dear Section Chief:

Please find enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) one original and one copy of the Memorandum of Railcar Lease Agreement, dated January 5, 2012, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor: Tealinc, Ltd.
1606 Rosebud Creek Road
Forsyth, MT 59327

Lessee: Graymont (PA) Inc.
194 Match Factory Place
Bellefonte, PA 16823

A description of the railroad equipment covered by the enclosed document is:

Five (5) 4600 to 4750 cube covered hopper railcars with the numbers GRAX 4001 through GRAX 4005 inclusive as more particularly set forth in the schedule attached to the document.

1606 Rosebud Creek Road, Forsyth, MT 59327

Ph: 406-347-5237

Fax: 406-347-5239

Email: darell@tealinc.com

A short summary of the document to appear in the index is:

Memorandum of Railcar Lease Agreement.

Also enclosed is our check in the amount of \$41.00 payable to the Surface Transportation Board for the required recordation fee.

Please kindly return the file-stamped copy of the enclosed document to the undersigned.

Sincerely,

A handwritten signature in cursive script that reads "Tammy R. Luther". The signature is written in black ink and is positioned above the printed name.

Tammy R. Luther

/tl
Enclosures

MEMORANDUM OF RAILCAR LEASE AGREEMENT

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of this 5th day of June, 2012 by and between **Tealinc, Ltd.**, a Montana corporation (the "Lessor") and **Graymont (PA) Inc.**, a Pennsylvania corporation (the "Lessee") with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various railcars pursuant to one or more Schedules to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Master Railcar Service and Lease Agreement No. GPA001 dated March 24, 2006 between Lessor and Lessee (hereinafter referred to as the "Lease").

2. Pursuant to Schedule No. GPA003 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor the five (5) 4600 to 4750 cube covered hopper Railcars bearing the reporting marks and numbers indicated on Exhibit A hereto, all as more particularly described in the Lease.

3. The Lease shall be effective as of the execution date thereof and shall be subject to the term of the Lease, as provided therein.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

LESSOR:

Tealinc, Ltd.

By: *Darell J. Luther*
Print Name: Darell J. Luther
Title: President

Address: 1606 Rosebud Creek Road
Forsyth, MT 59327
Phone: (406) 347-5237
Facsimile: (406) 347-5239

LESSEE:

Graymont (PA) Inc.

By: *Randy E. Pletcher*
Print Name: Randy E. Pletcher
Title: Vice President - Sales and Distribution

Address: 194 Match Factory Place
Bellefonte, PA 16823
Phone: (814) 353-2107
Facsimile: (814) 353-1349

RECORDATION NO. 30069 FILED

JAN 19 '12 -1 34 PM

SURFACE TRANSPORTATION BOARD

EXHIBIT A
To
MEMORANDUM OF RAILCAR LEASE AGREEMENT

GRAX 4001
GRAX 4002
GRAX 4003
GRAX 4004
GRAX 4005