

103 2 12 -2 4 4 P.M.

SURFACE TRANSPORTATION BOARD

**FIRST UNION RAIL**

One O'hare Centre  
6250 River Rd, Suite 5000  
Rosemont, IL 60018

Tel 847.318.7575  
Fax 847.318.7588  
www.firstunionrail.com

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

February 16, 2012

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street S.W., Suite 100  
Washington, DC 20423-0001  
Attn: 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 February 3, 2012, 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 29332.

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: I.C.E. Service Group, Inc.  
192 Ohio River Blvd.  
Suite 100  
Ambridge, PA 15003

A description of the railroad equipment covered by the enclosed document is for two (2) tank cars; having FURX 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.

Best regards,



Marcia Dunne  
Senior Documentation Specialist

Enclosures

(ICES009)

ASSGN. NO.: ICES009

FEB 22 '12 -2 42 PM

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 3rd day of February, 2012, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and I.C.E. SERVICE GROUP, INC. ("Lessee"), a Pennsylvania corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of August 29, 2008, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 9 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of February 3, 2012, 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

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR  
VICE PRESIDENT SALES & MARKETING

Title: \_\_\_\_\_

ATTEST:

By: Susan Grotkowsky

Name: SUSAN GROTKOWSKY  
ASSISTANT DIRECTOR

Title: OF DOCUMENTATION

Executed on this 3rd day of February, 2012.

[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/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 3rd day of February, 2012.

Georgia Freiburger  
Notary Public

My Commission Expires:

6-2012  
(Notary Public)



**LESSEE:**

I.C.E. SERVICE GROUP, INC.

ATTEST:

By: [Signature]

Name: GUS CHIRTOIT

Title: Sr. Proc. Mgr.

By: [Signature]

Name: Steve Hpecky

Title: Sr. Program Manager

Executed on this 23 day of JANUARY, 2012.

[CORPORATE SEAL]

STATE OF PENNSYLVANIA  
COUNTY OF Allegheny

I, \_\_\_\_\_, a Notary Public of the County and State aforesaid, certify that \_\_\_\_\_ 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 23 day of \_\_\_\_\_, \_\_\_\_\_.

[Signature]  
Notary Public

Commission Expires:  
ROBERT L. FORD  
MAGISTERIAL DISTRICT JUDGE  
MAGISTERIAL DISTRICT 05-3-02  
(Notary Public)  
MY COMMISSION EXPIRES ON THE  
FIRST MONDAY IN JANUARY, 2018

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

**NUMBER OF CARS:** Two (2)

**DESCRIPTION OF CARS:** Tank Cars

**CAR NUMBERS:** FURX 123310 and FURX 123311