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SURFACE TRANSPORTATION BOARD



March 1, 2012

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 January 5, 2012 between the following parties:

Lessee:                   Gerdau Ameristeel US Inc.  
                              300 Ward Street  
                              Midlothian, TX 76065

Lessor:                   The David J. Joseph Company  
                              300 Pike Street  
                              Cincinnati, OH 45202

Please see Exhibit A for the equipment, (40) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated as of January 5, 2012 related to forty (40) railcars bearing reporting marks: DJTX 4020 – 4059, inclusive.

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,

A handwritten signature in black ink that reads 'Julie Woodard'. The signature is written in a cursive, flowing style.

Julie Woodard  
Contract Manager

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**MEMORANDUM OF RAILROAD EQUIPMENT LEASE AGREEMENT** SURFACE TRANSPORTATION BOARD

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 5<sup>th</sup> day of January, 2012, is intended to evidence the lease dated as of January 5, 2012 (the "Lease"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **GERDAU AMERISTEEL US INC.**, a Florida corporation ("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 forty (40) 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**

**GERDAU AMERISTEEL US INC.**

By: *Kelly C. Poellein*

By: *R. Thompson*

Name: Kelly C. Poellein

Name: ROBERT THOMPSON

Title: Vice President, Finance - Brokerage

Title: Commercial VP - METALLICS

Date: January 5, 2012

Date: FEB. 8, 2012

STATE OF OHIO )  
 ) SS:  
COUNTY OF HAMILTON )

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of January, 2012, by Kelly C. Poellein, the Vice President, Finance – Brokerage of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

*Angela Denise Watts*  
Notary Public

My Commission has no expiration.

ANGELA DENISE WATTS  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147.03 O.R.C

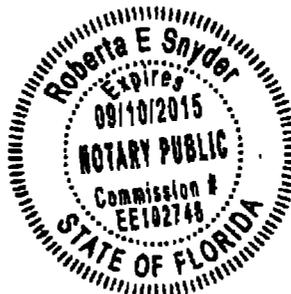
STATE OF Florida )  
 ) SS:  
COUNTY OF Hillsborough )

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of February 2012, by Robert Thompson, the VP Commercial Metals of Gerdau Ameristeel US Inc., a Florida corporation, on behalf of the corporation.

*Roberta E. Snyder*  
Notary Public

My Commission expires:

9/10/15



**EXHIBIT A**

To the Memorandum of Lease dated January 5, 2012, between The David J. Joseph Company and Gerdau Ameristeel US Inc.

**DESCRIPTION OF UNITS**

Forty (40) railcars bearing reporting marks as follows:

DJTX 4020-4059, inclusive