

FILED June 4, 2012 12:36 PM  
SURFACE TRANSPORTATION BOARD

**OSTER RESEARCHING SERVICES**

12897 Colonial Drive  
Mt. Airy, Maryland 21771  
(301) 253-6040  
maryannoster@comcast.net

June 4, 2012

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recordation with the Surface Transportation Board pursuant to Section 11301 of Title 49 of the U.S. Code is the following document:

Memorandum of Schedule #1 to Full Service  
Master Lease Agreement 1/31/12

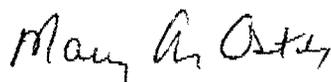
Lessor: Midwest Railcar Corporation  
4949 Autumn Oaks Drive  
Maryville, IL 62062

Lessee: Ash Grove Cement Company  
6720 S.W. Macadam Avenue, Suite 300  
Portland, OR 97219

Equipment: 50, 3250 cf Covered Hoppers  
MCEX 330652-330701

Please record this agreement as a primary document. The filing fee of \$41 is enclosed.  
Thank you.

Sincerely,



Mary Ann Oster  
Research Consultant

RECORDATION NO. 30244  
FILED June 4, 2012 12:36 PM  
SURFACE TRANSPORTATION BOARD

**MIDWEST RAILCAR CORPORATION**

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**MEMORANDUM OF SCHEDULE #1 TO  
FULL SERVICE MASTER LEASE AGREEMENT**

between

**MIDWEST RAILCAR CORPORATION**

as Lessor

and

**ASH GROVE CEMENT COMPANY**

as Lessee

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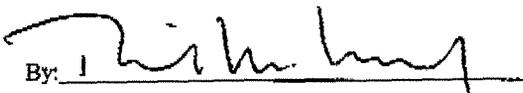
**MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT**

THIS MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of January 31, 2012, by and between MIDWEST RAILCAR CORPORATION, an Illinois Corporation ("Lessor"), and ASH GROVE CEMENT COMPANY, a Delaware Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #1 dated January 31, 2012 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of January 31, 2012 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #1.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #1 to Full Service Master Lease Agreement to be executed as of the date first above written.

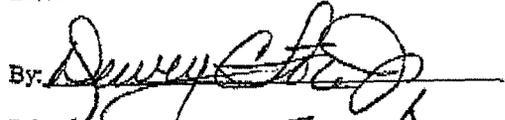
MIDWEST RAILCAR CORPORATION  
Lessor

By: 

Printed Name: Richard M. Murphy

Title: President & CEO

ASH GROVE CEMENT COMPANY  
Lessee

By: 

Printed Name: DEWEY C. FORE, JR

Title: VICE PRESIDENT - SALES

STATE OF Illinois, COUNTY OF Madison, TO WIT:

On this 3<sup>rd</sup> day of February, 2012 before me appeared, Richard M. Murphy to me personally known, who being by me duly sworn, says that he is the President & CEO of MIDWEST RAILCAR CORPORATION, an Illinois Corporation, that said instrument was signed on February 3, 2012 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Karyn F. Ward  
Notary Public

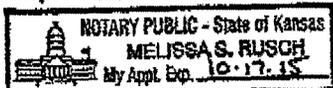
[Notarial Seal]

My commission expires: 5/13/14



STATE OF Kansas, COUNTY OF Johnson, TO WIT:

On this 2<sup>nd</sup> day of February, 2012 before me appeared, Dewey C. Fore, Jr, to me personally known, who being by me duly sworn, says that he is a Vice President - Sales, of ASH GROVE CEMENT COMPANY, a Delaware Corporation, that said instrument was signed on Feb. 2, 2012 on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Melissa S. Rusch  
Notary Public

[Notarial Seal]

My commission expires: 10-17-15

EXHIBIT ADESCRIPTION OF RAILCARS

Fifty (50) newly built, 3250 c.f., 286K GRL, Covered Hoppers, manufactured by Greenbrier in May of 2012 and equipped with Miner gates, and bearing the following reporting marks and numbers:

MCEX 330652 – MCEX 330701, Inclusive