

APR 22 '13 -11 23 AM

SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018-4214

Tel 847.318.7575  
Fax 847.318.7588  
www.firstunionrail.com

*Via Federal Express*

April 17, 2013

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W., Suite 100  
Washington, DC 20423-0001  
Attn: Recordation of Railroad Equipment

**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 April 11, 2013, 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 23708.

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: Lhoist North America, Inc. 3700 Hulen Street Fort Worth, TX 76107
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A description of the railroad equipment covered by the enclosed document is for eighty ten (10) hopper 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 \$42.00 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.

Sincerely,



Marcia Dunne  
Senior Documentation Specialist

Enclosures

(LHNO005)

ASSGN. NO.: LHNO005

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MEMORANDUM OF LEASE

SAHFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 11th day of April, 2013 by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Lhoist North America, Inc., a Nevada corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement, dated as of July 20, 2001, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 11 to the Lease (the "Rider") as described in more particular on Exhibit A attached hereto, effective as of May 1, 2013, 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

ATTEST:

By: [Signature]
Name: K.A. Dombrowski
Title: Director of Documentation

By: [Signature]
Name: RICHARD F. SEYMOUR
Title: VICE PRESIDENT SALES & MARKETING

Executed on this 11th day of April, 2013

[CORPORATE SEAL]

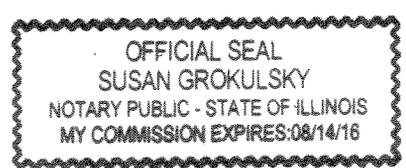
STATE OF ILLINOIS
COUNTY OF COOK

I, SUSAN GROKULSKY, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 11th day of April, 2013

[Signature]
Notary Public

My Commission Expires:
8-14-2016
(Notary Public)



**LESSEE:**

LHOIST NORTH AMERICA, INC.

ATTEST:

By: Kyle Kalde  
Name: Kyle Kalde  
Title: CFO

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Executed on this \_\_\_ day of \_\_\_\_\_, \_\_\_\_.

[CORPORATE SEAL]

STATE OF Texas  
COUNTY OF Tarrant

I, Maggie H Rossell, a Notary Public of the County and State aforesaid, certify that Kyle Kalde 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 1 day of April, 2013

Maggie H Rossell  
Notary Public

My Commission Expires:

\_\_\_\_\_  
(Notary Public)



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

NUMBER OF CARS: Ten (10)

DESCRIPTION OF CARS: Pressure Differential Covered Hopper Cars

CAR NUMBERS:

FURX 894349  
FURX 894344  
FURX 894345  
FURX 894340  
FURX 894348  
FURX 894342  
FURX 894343  
FURX 894341  
FURX 894346  
FURX 894347