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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

May 17, 2013

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S W , Suite 100  
Washington, DC 20423-0001  
Re: 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 one (1) original and two (2) copies of a Memorandum of Lease Agreement dated April 16, 2013, a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

<p>Lessor: First Union Rail Corporation One O'Hare Centre 6250 N River Road, Suite 5000 Rosemont, IL 60018</p>	<p>Lessee: Cemex Mexico, S.A. de C.V. Av Constitucion No. 444 Poniente Col. Centro C.P. 64000 Monterrey, Nuevo Leon Mexico</p>
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A description of the railroad equipment covered by the enclosed document is for eighty-eight (88) box cars in the series FURX 558427 – FURX 558801 (see Exhibit A for specific 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

Enclosure



ASSGN NO. CEME002

MAY 21 '13 -4 18 PM

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 16 day of April, 2013 by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and CEMEX MEXICO, S.A. DE C.V., a Mexican corporation.

~~SURFACE TRANSPORTATION BOARD~~

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement, dated as of April 16 2013 whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider") as described in more particular on Exhibit A attached hereto, effective as of November 19, 2010, 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: Richard F. Seymour

Name: RICHARD F. SEYMOUR  
VICE PRESIDENT SALES & MARKETING

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

By: Georgia Treburger  
Name: GEORGIA TREBURGER

Title: VP OF DOCUMENTATION Executed on this 16<sup>th</sup> day of April, 2013.

[CORPORATE SEAL]

STATE OF Illinois

COUNTY OF Cook

I, Janice L. Enolva, 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 16<sup>th</sup> day of April, 2013

Janice L. Enolva  
Notary Public

My Commission Expires:  
8-2-2014  
(Notary Public)



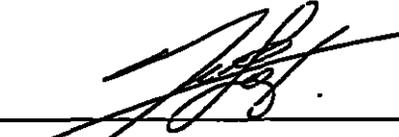
CEMEX MEXICO, S.A. DE C.V.

REVISADO 15  
Lessor Lessee

**LESSEE:**

CEMEX MEXICO, S.A. DE C.V

ATTEST

By: 

Name: Jesus Fco Lopez Malla

Title: Rail Logistics Manager

By: \_\_\_\_\_

Name: \_\_\_\_\_

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

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

[CORPORATE SEAL]

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

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 \_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

\_\_\_\_\_  
Notary Public

My Commission Expires:

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

CEMEX MEXICO, S.A. DE C.V.

**REVISADO**  
IURIDICO MEXICO

\_\_\_\_\_  
Lessor Lessee

EXHIBIT A  
to  
MEMORANDUM OF LEASE

NUMBER OF CARS.           Eighty-eight (88)

DESCRIPTION OF CARS.    52' Plate "F" boxcar equipped with 16' (8" double) sliding doors and  
286 GRL, AAR Car Type A303.

CAR NUMBERS:

FURX 558427	FURX 558481	FURX 558653
FURX 558428	FURX 558482	FURX 558672
FURX 558430	FURX 558486	FURX 558675
FURX 558431	FURX 558487	FURX 558676
FURX 558432	FURX 558489	FURX 558679
FURX 558438	FURX 558492	FURX 558688
FURX 558439	FURX 558496	FURX 558701
FURX 558440	FURX 558501	FURX 558709
FURX 558441	FURX 558504	FURX 558714
FURX 558442	FURX 558505	FURX 558718
FURX 558443	FURX 558506	FURX 558723
FURX 558444	FURX 558507	FURX 558727
FURX 558445	FURX 558508	FURX 558729
FURX 558447	FURX 558509	FURX 558730
FURX 558448	FURX 558510	FURX 558731
FURX 558449	FURX 558512	FURX 558749
FURX 558450	FURX 558514	FURX 558752
FURX 558451	FURX 558517	FURX 558763
FURX 558452	FURX 558519	FURX 558782
FURX 558453	FURX 558521	FURX 558787
FURX 558456	FURX 558522	FURX 558791
FURX 558460	FURX 558523	FURX 558793
FURX 558461	FURX 558608	FURX 558794
FURX 558462	FURX 558611	FURX 558796
FURX 558464	FURX 558619	FURX 558797
FURX 558467	FURX 558622	FURX 558801
FURX 558473	FURX 558628	
FURX 558475	FURX 558632	
FURX 558476	FURX 558635	
FURX 558478	FURX 558639	
FURX 558479	FURX 558641	