

RECORDATION NO 30744 FILED
June 3, 2013 05:35 PM
SURFACE TRANSPORTATION BOARD
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ELIAS C. ALVORD (1942)
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June 3, 2013

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

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement, dated as of May 23, 2013, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor:	The Huntington National Bank 105 East Fourth Street, Suite 200C Cincinnati, OH 45202
Lessee:	R.E.L.A.M., Inc. 7695 Bond Street Glenwillow, Ohio 44139

Section Chief
June 3, 2013
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A description of the railroad equipment covered by the enclosed document is:

7 pieces of Maintenance of Way Equipment: Geismar Crane, 360 KGT, Rail Road Loader s/n 4758, Pettibone 445 Speedswing s/n SS10130-13, Nordco dual spike puller SP2R s/n 310246, Nordco Spiker CX s/n 411018, Nordco Spoker with nipper guager CX s/n 411020, Harsco rail tamper 2400 s/n 153725 and Knox Kershaw ballast regulator KPR850-139 s/n 850-139-12.

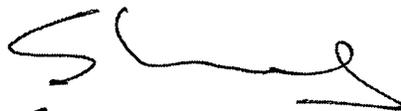
A short summary of the document to appear in the index is:

Memorandum of Lease Agreement.

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 stamped copies of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE AGREEMENT

dated as of May 23, 2013

between

R.E.L.A.M., INC.
as Lessee

and

THE HUNTINGTON NATIONAL BANK
as Lessor

FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C.
§11301

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of **May 23, 2013**, by and between **R.E.L.A.M., INC.** ("Lessee") and **THE HUNTINGTON NATIONAL BANK** ("Lessor"), with reference to the following:

1. Pursuant to that certain Master Lease Agreement No. **74403** dated **May 21, 2010** ("Master Agreement") and the related Financing Lease Schedule No. **005** dated **May 23, 2013** (together with all of the riders and other attachments thereto, collectively, the "Lease Agreement"), Lessor has agreed to lease to Lessee those certain railcars described on Exhibit No. 1 attached hereto and incorporated herein (the "Railcars").

Lessor owns all rights, title and interest in the Railcars under the Lease Agreement including, without limitation, the right for Lessor to directly enter into various schedules with Lessee (which such schedule shall incorporate by reference the terms and conditions of the Master Agreement) and acquire the Railcars for lease to Lessee.

2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.

3. The Lease contains an option by Lessee to purchase the Railcars on the terms set forth in the Lease.

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

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

R.E.L.A.M, Inc.

By: *D.M. Horth*
Name: DM HORTH
Title: V. PRESIDENT

STATE OF OHIO)
) ss.
COUNTY OF CUYAHOGA)

I HEREBY CERTIFY, that on this 23RD day of MAY, 2013, before me, the undersigned, a Notary Public of the State of OHIO, personally appeared D.M. HORTH, who acknowledged himself to be the V PRESIDENT of RELAM INC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized OFFICER of said company by signing the name of the company by himself as the V. PRESIDENT.

AS WITNESS my hand and notarial seal.

Linda L. Ertel
Notary Public

My commission expires: August 26 2017



LINDA L. ERTEL
Notary Public - State of Ohio
My Commission Expires 8/26/2017

EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT
DESCRIPTION OF RAILCARS

Manufacturer	Description	Serial No
Geismar	Crane, 360 KGT, Rail Road Loader	4758
Pettibone	445 Speedswing	SS10130-13
Nordco	Dual Spike Puller SP2R	310246
Nordco	Spiker CX	411018
Nordco	Spiker with Nipper Gauger CX	411020
Harsco	Rail Tamper 2400	153725
Knox Kershaw	Ballast Regulator KBR850-139	850-139-12

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6/3/13

Edward M Luria
Edward M. Luria