

RECORDATION NO 30814 FILED  
June 26, 2013 02:50 PM  
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.  
20036  
\_\_\_\_\_  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
ROBERT W. ALVORD (2011)

June 26, 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 June 26, 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:	BB&T Equipment Finance Corporation 600 Washington Avenue, Suite 201 Towson, Maryland 21204
Lessee:	Veolia Transportation Maintenance and Infrastructure, Inc. 720 E. Butterfield Road, Suite 300 Lombard, Illinois 60148

A description of the railroad equipment covered by the enclosed document is:

One (1) 2012 Freightliner M2106 Truck, VIN No.:  
1FVHCYBS2CHBW0417, equipped with a Brandon 14-46-56 Roto  
Dump S/N: FHDP-1K-914 and a DMF 1630 Hi Rail Gear S/N:  
32691/32692

One (1) 2012 Freightliner M2106 Truck, VIN No.:  
1FVHCYBS4CHBW0421, equipped with a Brandon 14-46-56 Roto  
Dump S/N: FHDP-1K-915 and a DMF 1630 Hi Rail Gear S/N:  
32401/32402

One (1) 2013 Peterbilt Conventional 337, VIN No.:  
2NP2HN7X9DM199911, equipped with Knapheide Fuel & Lube  
Body Model PCHS-83 S/N: 20120823-0263343

One (1) 2014 Western Star Conventional 4700SB, VIN No.:  
5KKHAXDV0EPFL5599, equipped with Rotobec Elite XT Loader-  
S/N: 508811

One (1) 2013 Ford F750, VIN No.: 3FRWX7FB9DV767210,  
equipped with a 2013 Stellar 5521 Crane S/N: CGW13A245

One (1) 2013 Ford F750, VIN No.: 3FRWX7FB2DV767212,  
equipped with a 2013 Stellar 5521 Crane S/N: CGQ13A246

One (1) 2013 Ford F750, VIN No.: 3FRWX7FB4DV767213,  
equipped with a 2013 Stellar 5521 Crane S/N: CGQ13A247

One (1) 2013 Ford F750, VIN No.: 3FRWX7FB3DV773360,  
equipped with a 2013 Stellar 5521 Crane S/N: CGQ13A248

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 \$41.00 payable to the order of  
the Surface Transportation Board covering the required recordation fee.

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Chief, Section of Administration SURFACE TRANSPORTATION BOARD

June 26, 2013

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Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Edward M. Luria".

Edward M. Luria

EML/bhs  
Enclosures

## MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of June 26, 2013, by and between BB&T EQUIPMENT FINANCE CORPORATION ("Lessor") and VEOLIA TRANSPORTATION MAINTENANCE AND INFRASTRUCTURE, INC. ("Lessee"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor the following equipment:

One (1) 2012 Freightliner M2106 Truck  
Equipped with a Brandon 14-46-56 Roto Dump S/N: FHDP-1K-914  
and a DMF 1630 Hi Rail Gear S/N: 32691/32692  
VIN No.: 1FVHCYBS2CHBW0417

One (1) 2012 Freightliner M2106 Truck  
Equipped with a Brandon 14-46-56 Roto Dump S/N: FHDP-1K-915  
and a DMF 1630 Hi Rail Gear S/N: 32401/32402  
VIN No.: 1FVHCYBS4CHBW0421

One (1) 2013 Peterbilt Conventional 337  
Equipped with Knapheide Fuel & Lube Body Model PCHS-83  
S/N: 20120823-0263343  
VIN No.: 2NP2HN7X9DM199911

One (1) 2014 Western Star Conventional 4700SB  
Equipped with Rotobec Elite XT Loader-S/N: 508811  
VIN No.: 5KKHAXDV0EPFL5599

One (1) 2013 Ford F750  
Equipped with a 2013 Stellar 5521 Crane S/N: CGW13A245  
VIN No.: 3FRWX7FB9DV767210

One (1) 2013 Ford F750  
Equipped with a 2013 Stellar 5521 Crane S/N: CGQ13A246  
VIN No.: 3FRWX7FB2DV767212

One (1) 2013 Ford F750  
Equipped with a 2013 Stellar 5521 Crane S/N: CGQ13A247  
VIN No.: 3FRWX7FB4DV767213

One (1) 2013 Ford F750  
Equipped with a 2013 Stellar 5521 Crane S/N: CGQ13A248  
VIN No.: 3FRWX7FB3DV773360

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.

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.

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.

BB&T EQUIPMENT FINANCE CORPORATION

By: Patricia J. Gillis  
Name: Patricia J. Gillis  
Title: Vice President

VEOLIA TRANSPORTATION MAINTENANCE  
AND INFRASTRUCTURE, INC.

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

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.

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.

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.

BB&T EQUIPMENT FINANCE CORPORATION

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

VEOLIA TRANSPORTATION MAINTENANCE  
AND INFRASTRUCTURE, INC.

By:   
Name: Paul W. Marshall  
Title: Vice President

STATE OF MARYLAND            )  
                                          ) ss.  
COUNTY OF BALTIMORE        )

On this 20<sup>th</sup> day of June, 2013, before me appeared Patricia J. Gillis, the person who signed this instrument, who acknowledged that (s)he is the Vice President of BB&T EQUIPMENT FINANCE CORPORATION and that, being duly authorized, she signed such instrument as a free act on behalf of said corporation.

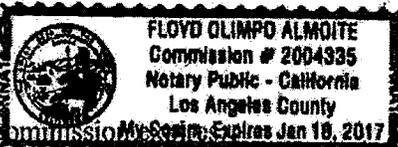
[Seal]           REGINA M. MCMANUS  
                  NOTARY PUBLIC  
                  BALTIMORE COUNTY

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

My commission expires:  
October 15, 2016

STATE OF CA )  
 ) ss.  
COUNTY OF LOS ANGELES )

On this 26 day of June, 2013, before me appeared PAUL MARSHALL the person who signed this instrument, who acknowledged that (s)he is the VICE PRES. of VEOLIA TRANSPORTATION MAINTENANCE AND INFRASTRUCTURE, INC., and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]  **FLOYD OLIMPO ALMDITE**  
Commission # 2004935  
Notary Public - California  
Los Angeles County  
My commission expires Jan 18, 2017

Floyd Olimpo Almdite  
Notary Public  
1/16, 2017

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: 6/26/13

Edward M Luria  
Edward M. Luria