

RECORDATION NO 30836 FILED  
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SURFACE TRANSPORTATION BOARD

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

July 11, 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, dated as of July 8, 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 documents are:

Lessor: Progress Rail Leasing Corporation  
1600 Progress Drive  
Albertville, AL 35950

Lessee: Owen Electric Steel Company of South  
Carolina d/b/a CMC Steel South Carolina  
310 New State Road  
Cayce, SC 29033

Section Chief  
July 11, 2013  
Page 2

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

25 flat railcars within the series PMRX 66000 – PMRX 66027 as more particularly set forth in the attachment to the document.

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

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 stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "E. Luria", with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

**MEMORANDUM OF LEASE**

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of the 8<sup>th</sup> day of July, 2013, by and between Progress Rail Leasing Corporation (the "Lessor") and Owen Electric Steel Company of South Carolina d/b/a CMC Steel South Carolina ("Lessee").

WITNESSETH

The undersigned Lessor and Lessee have entered into that certain Master Railcar Lease Agreement (Full Service), as supplemented by that certain Schedule 1 to Master Railcar Lease Agreement dated as of July 8, 2013 (the "Lease"), whereby Lessor has agreed to lease to Lessee certain railcars as more particularly described on Exhibit A attached hereto, subject to the terms, conditions and provisions of the Lease.

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:**

**PROGRESS RAIL LEASING CORPORATION**

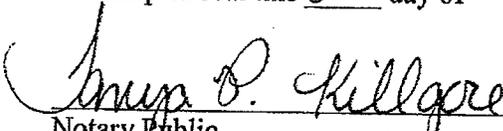
By: 

STATE OF ALABAMA

COUNTY OF MARSHALL

I, Tanya P. Killgore a Notary Public of the County and State aforesaid, certify that J. Duane Cantrell, as Senior Vice President of Progress Rail Leasing Corporation 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 8<sup>th</sup> day of July, 2013.

  
Notary Public  
My commission expires: 9-1-2015



LESSEE:

OWEN ELECTRIC STEEL COMPANY OF  
SOUTH CAROLINA D/B/A CMC STEEL  
SOUTH CAROLINA

By: C. M. Dubois  
Name: Carey J. Dubois  
Its: Treasurer

STATE OF Texas

COUNTY OF Dallas

I, Leslie Spruill, a Notary Public of the County and State aforesaid, certify that Carey J. Dubois, as Treasurer of Owen Electric Steel Company of South Carolina d/b/a CMC Steel South Carolina 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 27<sup>th</sup> day of June, 2013.



Leslie Spruill  
Notary Public  
My commission expires: 7-12-14

KS

EXHIBIT A  
TO  
MEMORANDUM OF LEASE

Twenty-five (25) 66' 100-ton bulkhead flat cars with the following marks and numbers:

PMRX	66022
PMRX	66023
PMRX	66000
PMRX	66001
PMRX	66002
PMRX	66003
PMRX	66004
PMRX	66005
PMRX	66006
PMRX	66007
PMRX	66008
PMRX	66009
PMRX	66010
PMRX	66011
PMRX	66012
PMRX	66013
PMRX	66014
PMRX	66015
PMRX	66016
PMRX	66017
PMRX	66018
PMRX	66019
PMRX	66020
PMRX	66025
PMRX	66027

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: 7/11/13

Edward M Luria  
Edward M. Luria