

LAW OFFICES OF
LOUIS E. GITOMER, LLC

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SURFACE TRANSPORTATION BOARD

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August 30, 2016

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board 395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for efileing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a secondary document, dated as of August 30, 2016. The primary document to which this is connected is recorded under a New Recordation No. We request that this document be recorded under Recordation No. New-C.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

CAI Rail, Inc.
Steuart Tower
1 Market Plaza, Suite 900
San Francisco, CA 94105

Lessee:

SSAB Enterprises, LLC
801 Warrenville Road, Suite 800
Lisle, IL 60532

A description of the equipment covered by the Memorandum of Lease Agreement consists of 75 bulkhead flat cars numbered CAIX 000076-000150, inclusive.

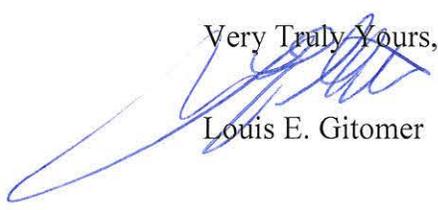
Ms. Cynthia T. Brown
August 30, 2016
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A fee of \$43.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgraillaw.com

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between CAI Rail, Inc., Steuart Tower, 1 Market Plaza, Suite 900, San Francisco, CA 94105, and SSAB Enterprises, LLC, 801 Warrenville Road, Suite 800, Lisle, IL 60532, covering 75 bulkhead flat cars numbered CAIX 000076-000150, inclusive.

Very Truly Yours,



Louis E. Gitomer

MEMORANDUM OF LEASE AGREEMENT

dated as of August 30, 2016

between

SSAB ENTERPRISES, LLC,
as Lessee

and

CAI RAIL INC.,
as Lessor

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of August 30, 2016, by and between CAI RAIL INC. ("Lessor") and SSAB ENTERPRISES, LLC ("Lessee"), with reference to the following:

1. Lessor and Lessee have heretofore executed that certain Full Service Schedule SSAB-700 dated April 16, 2015 (together with all of the riders, schedules and other attachments thereto), executed pursuant to and incorporating by reference that certain Master Car Master Lease Agreement dated as of April 16, 2015 (collectively, the "Lease"), each between Lessor and Lessee.

Pursuant to the Lease, Lessor has leased to Lessee, and Lessee has leased from Lessor, those certain railcars described on Exhibit No. 1 attached hereto.

2. The Lease became effective as of April 16, 2015, and is 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.

[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.

CAI RAIL INC.

By: 
Name: Timothy B. Page
Title: Chief Financial Officer

STATE OF CALIFORNIA)
) ss.
COUNTY OF _____)

On this _____ day of July, 2016, before me appeared _____, the person who signed this instrument, who acknowledged that (s)he is the _____ of CAI RAIL INC. and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

Notary Public

My commission expires:

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
County of San Francisco)
On 8/1/16 before me, Kirsten Williams, notary public
Date Here Insert Name and Title of the Officer
personally appeared Trishy Page
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature [Handwritten Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____ Document Date: _____
Number of Pages: _____ Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Individual Attorney in Fact
 Trustee Guardian or Conservator
 Other: _____
Signer Is Representing: _____

Signer's Name: _____
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Individual Attorney in Fact
 Trustee Guardian or Conservator
 Other: _____
Signer Is Representing: _____

SSAB ENTERPRISES, LLC

By: _____

Sean Keenan,
Vice President, Supply Chain Management

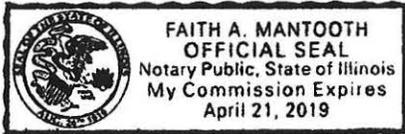
STATE OF ILLINOIS)

) ss.

COUNTY OF DU PAGE)

On this 4th day of August, 2016, before me appeared Sean Keenan, the person who signed this instrument, who acknowledged that he is the Vice President, Supply Chain Management of SSAB ENTERPRISES, LLC, and that being duly authorized, he signed such instrument as a free act on behalf of said corporation.

[Seal]



Faith A. Mantooth
Notary Public

My commission expires.

April 21, 2019

**EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT**

DESCRIPTION OF RAILCARS AND REPORTING MARKS

<u>Railcar Number</u>	<u>Contract Number</u>	<u>Lessee Name</u>	<u>Equipment Description</u>	<u>Manufacturer Year</u>
CAIX000076	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000077	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000078	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000079	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000080	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000081	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000082	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000083	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000084	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000085	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000086	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000087	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000088	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000089	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000090	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000091	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000092	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000093	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000094	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000095	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000096	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000097	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000098	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000099	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000100	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000101	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000102	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000103	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000104	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000105	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000106	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000107	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000108	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000109	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000110	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000111	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000112	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015

<u>Railcar Number</u>	<u>Contract Number</u>	<u>Lessee Name</u>	<u>Equipment Description</u>	<u>Manufacturer Year</u>
CAIX000113	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000114	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000115	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000116	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000117	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000118	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000119	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000120	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000121	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000122	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000123	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000124	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000125	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2015
CAIX000126	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000127	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000128	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000129	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000130	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000131	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000132	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000133	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000134	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000135	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000136	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000137	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000138	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000139	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000140	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000141	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000142	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000143	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000144	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000145	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000146	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000147	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000148	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000149	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016
CAIX000150	SSAB700	SSAB Enterprises, LLC	116T 62' Bulkhead Flat	2016