

RECORDATION NO. 28031 FILED

SEP 04 '09 -9 00 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

September 4, 2009

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Full Service Railcar Lease, effective as of March 25, 2009, 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: BBRX Two LLC
885 Second Avenue, 49th Floor
New York, NY 10017

Lessee: Vulcan Materials Company
1200 Urban Center Drive
Birmingham, AL 35242

Anne K. Quinlan, Esquire
September 4, 2009
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A description of the railroad equipment covered by the enclosed document
is:

20 covered hopper railcars within the series BNBX 20001 - BNBX 20098
as more particularly set forth in the attachment to the document (previously
marked and numbered within the series CEMX 120001 - CEMX 120100).

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

Memorandum of Full Service Railcar Lease.

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.

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

Very truly yours,



Robert W Alvord

RWA/sem
Enclosures

SEP 04 '09 9 00 AM

MEMORANDUM OF FULL SERVICE RAILCAR LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF FULL SERVICE RAILCAR LEASE dated as of this 24th day of July, 2009, effective as of March 25, 2009, to that certain Master Full Service Railcar Lease dated as of July 24, 2009, effective as of March 25, 2009, between BBRX TWO LLC, a Delaware limited liability company (the "Lessor") and VULCAN MATERIALS COMPANY, a Delaware corporation (the "Lessee"), is made by the Lessor and the Lessee (the Lessor and together with the Lessee, the "Parties")

KNOW ALL PERSONS BY THESE PRESENTS THAT

WHEREAS, the Parties entered into that certain Master Full Service Railcar Lease dated as of July 24, 2009, effective as of March 25, 2009 and that certain Schedule No 01 thereto dated as of the same date (hereinafter as the same may from time to time be amended, modified or supplemented, the "Agreement");

WHEREAS, the Parties have entered into Schedule No. 02 dated as of July 24, 2009, effective as of March 25, 2009 covering the equipment listed on Exhibit A hereto (the "Cars") and wish to show for the public record the existence of Schedule No 02, and the respective interests therein of the Parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Cars to the Lessee in accordance with the terms and conditions of the Agreement, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein

This Memorandum of Full Service Railcar Lease may be executed by the Parties in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute but one and the same instrument

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned has caused this Memorandum of Full Service Railcar Lease to be executed by a duly authorized officer as of the day and year set forth below.

BBRX TWO LLC, as Lessor

By George Stone
Name George Stone
Title Vice President
Date August 7, 2009

VULCAN MATERIALS COMPANY, as Lessee

By Chris Horner
Name CHRIS HORNER
Title PLANT MANAGER
Date 7/29/09

STATE OF New York

) SS:

COUNTY OF New York)

On 8/7, 2009 before me, Indra Bedasie, Notary Public, personally appeared George Stone personally known to me 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.

WITNESS my hand and official seal

Indra Bedasie

INDRA BEDASIE
Notary Public, State of New York
No. 01BE6014602
Qualified in Queens County
Certificate Filed in New York County
Commission Expires October 19, 20 10

STATE OF Florida)

) SS.

COUNTY OF Alachua)

On July 28, 2009, before me, Denise Suggs, Notary Public, personally appeared Chris Horner, personally known to me 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.

WITNESS my hand and official seal.

Denise Suggs



EXHIBIT A

MEMORANDUM OF FULL SERVICE RAILCAR LEASE

Quantity/ Car Description

Twenty (20) 3250 CF, 2 pocket covered hopper railcars, AAR Car Type Code C112, built by Thrall Manufacturing in 2001

Reporting Marks and Numbers

BNBX 20001
BNBX 20004
BNBX 20006
BNBX 20019
BNBX 20024
BNBX 20028
BNBX 20029
BNBX 20031
BNBX 20032
BNBX 20034
BNBX 20035
BNBX 20040
BNBX 20044
BNBX 20053
BNBX 20062
BNBX 20065
BNBX 20066
BNBX 20071
BNBX 20087
BNBX 20098

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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: 9/4/09



Robert W. Alvord