

RECORDATION NO 30765 FILED  
June 13, 2013 02:30 PM  
SURFACE TRANSPORTATION BOARD

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

June 13, 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 December 6, 2012, 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: Rail Trusts Equipment, Inc.  
1661 Beach Blvd.  
Jacksonville, FL 32250

Lessee: Island Rail Terminal Inc.  
80 Emjay Boulevard  
Brentwood, NY 11717

Chief  
Section of Administration  
June 13, 2013  
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A description of the railroad equipment covered by the enclosed document is:

30 railcars within the series USWX 70005 – USWX 70087 as more particularly set forth in the attachment to the document.

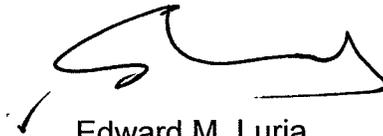
A short summary of the document to appear in the index is:

Memorandum of Lease 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,

A handwritten signature in black ink, appearing to read 'Edward M. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

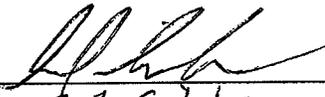
**MEMORANDUM OF LEASE AGREEMENT** dated as of December 6, 2012, between **ISLAND RAIL TERMINAL INC.**, (hereinafter called the **Lessee**), and **RAIL TRUSTS EQUIPMENT, INC.**, a Florida corporation (hereinafter called the **Lessor**)

**WHEREAS**, the Lessee and the Lessor have entered into that certain Lease Agreement dated as of December 6, 2012 (hereinafter called the **Lease**), covering the railroad equipment listed in **Schedule A** hereto bearing the road numbers shown in said **Schedule A** (the **Units**), and all additions and alterations thereto, replacements thereof and substitutions therefor;

**IN WITNESS WHEREOF**, the lessor wishes to show for the public record the leasing of the Units from the Lessor to the Lessee and the leasehold interest therein of the Lessee, and, accordingly has caused this Memorandum to be executed by its officer thereunto duly authorized, as of the date first above written.

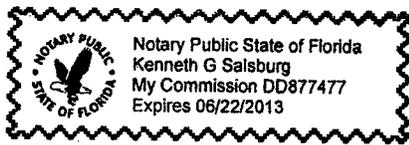
This Memorandum may be executed in any number of counterparts and by the different parties hereto on separate counterparts, all of which together shall constitute a single agreement

**RAIL TRUSTS EQUIPMENT, INC.**

By:   
Name: G. L. G. Jobs  
Title: Vice President

STATE OF FLORIDA )  
 )  
COUNTY OF DUVAL )      ss.

On this 13<sup>th</sup> day of June, 2013, before me personally appeared GIL GIBBS, to me personally known, who, by me being duly sworn, says that s/he is VICE PRESIDENT of Rail Trusts Equipment, Inc., that the foregoing instrument was signed on behalf of said corporation by authority of its board of directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Kenneth G Salsburg  
Notary Public  
My commission expires: \_\_\_\_\_

**SCHEDULE A**

**Description of Units**

**Thirty (30) railcars bearing reporting marks:**

**USWX 70005  
USWX 70006  
USWX 70008  
USWX 70009  
USWX 70017  
USWX 70023  
USWX 70027  
USWX 70029  
USWX 70031  
USWX 70033**

**USWX 70036  
USWX 70039  
USWX 70043  
USWX 70045  
USWX 70047  
USWX 70049  
USWX 70053  
USWX 70054  
USWX 70060  
USWX 70061**

**USWX 70066  
USWX 70071  
USWX 70074  
USWX 70076  
USWX 70079  
USWX 70081  
USWX 70083  
USWX 70085  
USWX 70086  
USWX 70087**

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: 6/13/13

Edward M Luria  
Edward M. Luria