

RECORDATION NO 30788 FILED  
June 19, 2013 01:00 PM  
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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June 19, 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 July 10, 2003, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document is:

Lessor:                   Infinity Rail II, LLC  
1355 Peachtree Street  
Suite 750 - South Tower  
Atlanta, GA 30309

[Lessee:                   North American Salt Company  
8900 College Blvd  
Overland Park KS 66210]

Section Chief  
June 19, 2013  
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A description of the railroad equipment covered by the enclosed document is:

31 covered hopper railcars: IFRX 306906 and within the series IFRX 311111 - IFRX 358671 as set forth in 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 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

**MEMORANDUM OF LEASE AGREEMENT**

Memorandum of Lease Agreement effective as of July 10, 2003 by Infinity Rail II, LLC, a Georgia limited liability company (the "**Lessor**").

W I T N E S S E T H:

Lessor (as assignee of GATX Financial Corporation) and North American Salt Company (the "**Lessee**") are parties to that certain Car Service Contract No. 5052, dated as of July 10, 2003 and that certain Rider No. 2 to Car Service Contract No. 5052 (as may be amended, modified, supplemented and assigned, the "**Lease**"), whereby Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from Lessor certain railroad cars bearing the reporting marks and numbers as listed on Exhibit A hereto.

[signature page follows]

[Memorandum of Lease Agreement]

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

INFINITY RAIL II, LLC

By: Infinity Rail Asset Management, LLC,  
as Manager

By: [Signature]  
Name: Jeffrey E. Edelman  
Title: President

Executed on this 18<sup>th</sup> day of June, 2013

STATE OF GEORGIA     )  
                                  ) SS:  
COUNTY OF FULTON    )

On this, the 18<sup>th</sup> day of June, 2013, before a Notary Public in and for said County and State, personally appeared Jeffrey E. Edelman, who being by me duly sworn, says that he is the President of Infinity Rail Asset Management, LLC, the Manger of Infinity Rail II, LLC, that said instrument was signed on June 18, 2013 on behalf of said limited liability company and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



[Signature]  
Name: Stephanie M. Cassamas  
Notary Public

My Commission Expires: 08/13/2013  
Residing in DeKalb Co, Georgia

## Exhibit A

### Cars

Description of Cars:

4427-4750 cubic foot covered hoppers , with trough hatches and gravity gates, 263 GRL

Quantity (number of Cars):

Thirty One (31)

Reporting marks and road numbers:

	Car Mark	Car Num
1	IFRX	306906
2	IFRX	311111
3	IFRX	316385
4	IFRX	316397
5	IFRX	332398
6	IFRX	333964
7	IFRX	334176
8	IFRX	345205
9	IFRX	345216
10	IFRX	349596
11	IFRX	350723
12	IFRX	350758
13	IFRX	350845
14	IFRX	353672
15	IFRX	353717
16	IFRX	354343
17	IFRX	354488
18	IFRX	357009
19	IFRX	357079
20	IFRX	357090
21	IFRX	357104
22	IFRX	357143
23	IFRX	357236
24	IFRX	357250
25	IFRX	357265
26	IFRX	357276
27	IFRX	357306
28	IFRX	357479
29	IFRX	357839
30	IFRX	357851
31	IFRX	358671

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: 6/19/13

Edward M Luria  
Edward M. Luria