

RECORDATION NO 30824 FILED
July 03, 2013 01:10 PM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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July 3, 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 April 23, 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:	NuRail Canada ULC 480 West Dussel Drive Maumee, OH 43537
Lessee:	PCS Sales (Canada) Inc. 122 – 1st Avenue South, Suite 500 Saskatoon, Saskatchewan S7K7G3 Canada

Section Chief
July 3, 2013
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A description of the railroad equipment covered by the enclosed document is:

126 covered hopper railcars within the series AEX 013852 – AEX 014971 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 long horizontal stroke extending to the right.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 23 day of April, 2013, by and between **NuRail Canada ULC**, a Nova Scotia unlimited liability company, having its principal place of business at 480 W. Dussel Drive, Maumee, Ohio 43537 (hereinafter "Lessor") and **PCS Sales (Canada) Inc.**, a Canadian corporation, having its principal place of business at 122 - 1st Avenue South, Suite 500, Saskatoon, Saskatchewan S7K7G3 Canada (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated effective as of May 1, 2007 (the "Master Lease"), and Rider Deal #T01218 dated as of effective as of September 1, 2008 (the "Schedule"), whereby Lessor leases to Lessee one hundred twenty-six (126) railcars bearing railroad reporting marks as noted on attached Exhibit A.
2. The parties desire to execute this Memorandum of Lease for purposes of memorializing of record the Master Lease and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

[Signature Page to Follow]

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessee. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Lessee

PCS SALES (CANADA) INC.

Witness: Judy Brauner
Printed
Name: Judy Brauner

By: David Ostertag
Printed
Name: David Ostertag
Title: Sr. Director
Date: April 23, 2013

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessor. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Lessor

NURAIL CANADA ULC

Witness: Julie Ann Doble
Printed
Name: Julie Ann Doble

By: Rasesh H. Shah
Printed
Name: Rasesh H. Shah
Title: President and Secretary
Date: 4/25/2013

EXHIBIT A

**Car List
One Hundred Twenty-Six (126) Covered Hopper Cars**

1	AEX 013852	33	AEX 014799	65	AEX 014854	97	AEX 014917
2	AEX 014757	34	AEX 014802	66	AEX 014857	98	AEX 014920
3	AEX 014758	35	AEX 014803	67	AEX 014858	99	AEX 014921
4	AEX 014762	36	AEX 014805	68	AEX 014859	100	AEX 014932
5	AEX 014763	37	AEX 014807	69	AEX 014860	101	AEX 014933
6	AEX 014764	38	AEX 014808	70	AEX 014867	102	AEX 014938
7	AEX 014766	39	AEX 014809	71	AEX 014869	103	AEX 014941
8	AEX 014767	40	AEX 014811	72	AEX 014870	104	AEX 014944
9	AEX 014768	41	AEX 014813	73	AEX 014871	105	AEX 014945
10	AEX 014769	42	AEX 014815	74	AEX 014872	106	AEX 014946
11	AEX 014770	43	AEX 014816	75	AEX 014873	107	AEX 014948
12	AEX 014771	44	AEX 014817	76	AEX 014874	108	AEX 014949
13	AEX 014775	45	AEX 014819	77	AEX 014875	109	AEX 014950
14	AEX 014776	46	AEX 014820	78	AEX 014876	110	AEX 014953
15	AEX 014778	47	AEX 014821	79	AEX 014877	111	AEX 014954
16	AEX 014779	48	AEX 014822	80	AEX 014878	112	AEX 014955
17	AEX 014780	49	AEX 014823	81	AEX 014879	113	AEX 014956
18	AEX 014781	50	AEX 014824	82	AEX 014881	114	AEX 014957
19	AEX 014783	51	AEX 014825	83	AEX 014882	115	AEX 014958
20	AEX 014785	52	AEX 014826	84	AEX 014883	116	AEX 014959
21	AEX 014786	53	AEX 014827	85	AEX 014884	117	AEX 014960
22	AEX 014788	54	AEX 014829	86	AEX 014885	118	AEX 014961
23	AEX 014789	55	AEX 014831	87	AEX 014886	119	AEX 014962
24	AEX 014790	56	AEX 014832	88	AEX 014887	120	AEX 014963
25	AEX 014791	57	AEX 014833	89	AEX 014889	121	AEX 014964
26	AEX 014792	58	AEX 014834	90	AEX 014904	122	AEX 014965
27	AEX 014793	59	AEX 014837	91	AEX 014907	123	AEX 014966
28	AEX 014794	60	AEX 014838	92	AEX 014910	124	AEX 014968
29	AEX 014795	61	AEX 014841	93	AEX 014911	125	AEX 014970
30	AEX 014796	62	AEX 014845	94	AEX 014913	126	AEX 014971
31	AEX 014797	63	AEX 014852	95	AEX 014915		
32	AEX 014798	64	AEX 014853	96	AEX 014916		

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: 7/3/13

Edward M Luria
Edward M. Luria