

RECORDATION NO 30847 FILED
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SURFACE TRANSPORTATION BOARD

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July 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 15, 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: Infinity Rail, LLC
 1355 Peachtree Street
 Suite 750 - South Tower
 Atlanta, GA 30309

Lessee: WCA Waste Corp.
 1330 Post Oak Blvd., 30th Floor
 Houston, TX 77056

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

30 gondola railcars within the series ITRX 1000 – ITRX 1038 and ITRX 92003 – ITRX 93202, as more particularly set forth on 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 "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 15, 2013 by Infinity Rail, LLC, a Georgia limited liability company (the "**Lessor**").

W I T N E S S E T H:

Lessor and WCA Waste Corp. (the "**Lessee**") are parties to that certain Lease Agreement, dated as of July 15, 2013 (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]

Exhibit A

Cars

Description of Cars:

ACF and Berwick, 263,000 gross rail loading, 6500 cubic foot gondola railcars

Quantity (number of Cars):

Thirty (30)

Reporting marks and road numbers:

	Car Mark	Car Num
1	ITFX	1000
2	ITFX	1006
3	ITFX	1008
4	ITFX	1029
5	ITFX	1038
6	ITFX	92003
7	ITFX	92009
8	ITFX	92034
9	ITFX	92036
10	ITFX	92037
11	ITFX	92063
12	ITFX	92066
13	ITFX	92077
14	ITFX	92098
15	IFRX	92110
16	ITFX	92117
17	ITFX	92130
18	ITFX	92131
19	ITFX	92139
20	ITFX	92141
21	ITFX	92144
22	ITFX	92155
23	ITFX	92163
24	ITFX	92167
25	ITFX	92184
26	ITFX	93025
27	ITFX	93103
28	ITFX	93104
29	ITFX	93192
30	ITFX	93202

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: 7/19/2013

Edward M Luria
Edward M. Luria