

SPECIAL PROVISIONS BETWEEN
THE STATE, THE COMPANY AND LONE STAR

1. GENERAL

- (a) Detail plans and specifications for the removal and reconstruction of the Lone Star Spur portion of the Canal Street Lead Track, structure foundations, and for such other incidental or appurtenant work for which plans will be necessary are as shown in State of Wisconsin Department of Transportation plans labeled "MARQUETTE INTERCHANGE NORTH – SOUTH FREEWAY, Menomonee Valley Bridge, National Avenue to Menomonee River, IH 43/94", prepared under State Project Number 1060-05-73, dated October 1, 2004.
- (b) Plans and specifications for the removal and reconstruction of the Lone Star Spur shall be subject to the approval of the Manager – Engineering of the COMPANY.
- (c) Construction operations by the STATE or its contractors will be subject to the inspection of the Manager – Engineering of the COMPANY or his authorized representatives to insure safety of railroad operations during construction and reconstruction.

2. CONSTRUCTION

- (a) LONE STAR agrees to allow the STATE and the COMPANY to take the Lone Star Spur out of service for an approximate six week period, beginning approximately middle February 2006 and ending approximately the end of March 2006. During that period, LONE STAR will not require any shipment of material by rail. LONE STAR agrees to allow the COMPANY to temporarily remove those portions of the Lone Star Spur as necessary for the construction of structure foundations in coordination with Project 1060-05-73 as shown in Exhibit "E-1" which is attached hereto and made a part hereof. The construction of the structure foundations and any other incidental or appurtenant work shall be performed in accord with the plans and specifications identified in Item 1.(a) above.
- (b) The COMPANY shall perform the removal and reconstruction of the Lone Star Spur in coordination with Project 1060-05-73. The STATE will reimburse the COMPANY for 100 percent of the cost of the work performed under a separate agreement for work with COMPANY forces.
- (c) The STATE will require its contractor to provide thirty (30) calendar days advance written notice to LONE STAR and the Manager – Engineering of the COMPANY, or his authorized representative, prior to the COMPANY placing the Lone Star Spur out of service and removing any portion of said spur.
- (d) The STATE will require its contractor to inform LONE STAR and the COMPANY on a weekly basis of the progress of the structure foundation work and any potential impact to the six week Lone Star Spur track outage.

- (e) In the event that operations related to construction of structure foundations shown in Exhibit "E-1" prevent resumption of rail freight service to LONE STAR after the planned six week Lone Star Spur track outage through no fault of LONE STAR, the STATE will require its contractor to provide for the delivery and unloading of the material customarily delivered to LONE STAR by rail cars. The STATE and LONE STAR shall mutually agree on the location of the source of such material. LONE STAR shall be responsible for the customary cost of the material, delivery and unloading. The STATE's contractor shall be responsible for those costs in excess of LONE STAR's customary material, delivery and unloading costs.

3. TRACK CLEARANCES

The STATE shall not place, or permit to be placed, or to remain, any above ground portion of the completed structure pier or other obstruction within eight feet six inches (8'-6") laterally of the center line of the Lone Star Spur, or within twenty three feet (23'-0") vertically from the top of rail of the track unless approved by the Office of the Commissioner of Railroads.

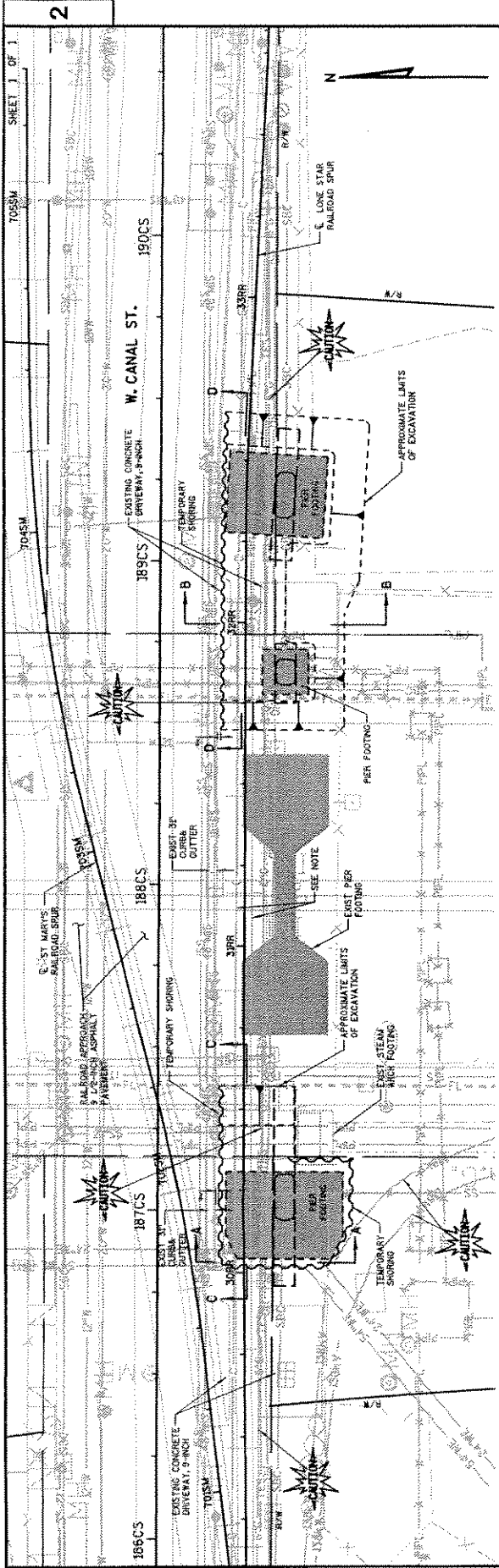
4. NOTICES

All correspondence and notices to be given by the STATE, LONE STAR and the COMPANY shall be given by letter, deposited with the United States Postal Service, postage prepaid, addressed to:

State of Wisconsin Department of Transportation
District 2
141 NW Barstow Street
Waukesha, WI 53187
Attn: David Nguyen, Marquette Interchange Team

Lone Star Industries
d/b/a Buzzi Unicem USA
745 West Canal Street
Milwaukee, WI 53223
Attn: Plant Manager

Canadian Pacific Railway
501 Marquette Avenue South, Suite 635
Minneapolis, MN 55402
Attn: Jim Krieger



PLAN

- NOTES**
- 1) RAILROAD TRACKS, TIES AND CONCRETE CROSSING PANELS REMOVED BY OTHERS FROM STA. 298R+90 TO STA. 338R+00
 - 2) CONTRACTOR SHALL SALVAGE AND STOCKPILE FOR REUSE EXISTING CLEAN BALLAST AND SUBBALLAST.
 - 3) RAILROAD SUBBALLAST, BALLAST, TIES, RAILS AND CONCRETE CROSSING PANELS CONSTRUCTED BY OTHERS.
 - 4) LOCATIONS OF TEMPORARY SHEETING AND EXCAVATIONS LIMITS ARE APPROXIMATE.

LONE STAR RAILROAD SPUR ALIGNMENT DATA

STATION	RADIUS	NORTHING	EASTING
PT 27+06.51	-	286895.44	602036.12
PC 30+13.10	-	286897.44	602544.71
PI -	1000.00	286897.48	602358.28
PT 30+94.23	-	286897.44	602057.84
PC 32+32.21	-	286896.07	602563.81
PI -	575.00	286895.58	602377.07
PT 32+48.72	-	286895.29	602590.30
PC 33+62.41	-	286895.82	602693.86

EXHIBIT E-1