

OSTER RESEARCHING SERVICES

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September 8, 2014

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Memorandum of Railcar Lease Agreement dated as of 8/29/14

Lessor: Wells Fargo Equipment Finance, Inc.
733 Marquette Avenue, Suite 700
Minneapolis, MN 55402

Lessee: Midwest Railcar Corporation
4949 Autumn Oaks Drive
Maryville, IL 62062

Equipment: 135, 5700 cf Covered Hoppers
MCEX 350924-351058

Please record this agreement as a primary document. The filing fee of \$43 is enclosed.
Thank you.

Sincerely,



Mary Ann Oster
Research Consultant



Memorandum of Railcar Lease Agreement

Wells Fargo Equipment Finance, Inc. | 733 Marquette Avenue, Suite 700 | MAC N9306-070 | Minneapolis, MN 55402

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of August 29, 2014 by and between Wells Fargo Equipment Finance, Inc., a Minnesota corporation ("Lessor") and Midwest Railcar Corporation, a(n) Illinois corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various railcars pursuant to one or more Supplements to the Lease to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Railcar Master Lease Agreement dated as of August 29, 2014 between Lessor and Lessee (hereinafter referred to as the "Lease").
2. Pursuant to Supplement Nos 68386-405 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor One Hundred thirty-five (135) 5700 c.f. Covered Hoppers with reporting marks and numbers indicated on Schedule A hereto, all as more particularly described in the Lease.
3. The Lease shall be effective as of the execution date thereof and shall be subject to the terms of the Lease, as provided therein.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

Lessor: Wells Fargo Equipment Finance, Inc.
By: Renee Bakos
Renee Bakos
AVP/Contract Analyst
Title: _____

Lessee: Midwest Railcar Corporation
By: _____
Title: _____



Memorandum of Railcar Lease Agreement

Wells Fargo Equipment Finance, Inc. | 733 Marquette Avenue, Suite 700 | MAC N9306-070 | Minneapolis, MN 55402

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2. Pursuant to Supplement Nos 68386-405 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor One Hundred thirty-five (135) 5700 c.f. Covered Hoppers with reporting marks and numbers indicated on Schedule A hereto, all as more particularly described in the Lease.

3. The Lease shall be effective as of the execution date thereof and shall be subject to the terms of the Lease, as provided therein.

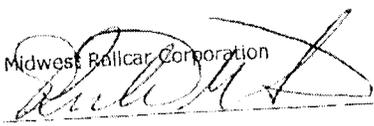
IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

Lessor: Wells Fargo Equipment Finance, Inc.

By: _____

Title: _____

Lessee: Midwest Railcar Corporation

By: 

Title: Executive Vice President

Schedule A

To Memorandum of Railcar Lease Agreement

Wells Fargo Equipment Finance, Inc. | 733 Marquette Avenue, Suite 700 | MAC N9306-070 | Minneapolis, MN 55402



Supplement to Railcar Lease No. **68386-405** dated August 29, 2014 to
Railcar Master Lease Agreement No. **68386** dated August 29, 2014

Equipment Location: Braskem America, Inc.
1735 Market Street
Philadelphia PA 19103

One hundred thirty-five (135) 5700 c.f. Covered Hoppers weighing 263,000 lbs. gross rail load with the following marks:

MCEX 350924	MCEX 350957	MCEX 350990	MCEX 351025
MCEX 350925	MCEX 350958	MCEX 350991	MCEX 351026
MCEX 350926	MCEX 350959	MCEX 350992	MCEX 351027
MCEX 350927	MCEX 350960	MCEX 350993	MCEX 351028
MCEX 350928	MCEX 350961	MCEX 350994	MCEX 351029
MCEX 350929	MCEX 350962	MCEX 350995	MCEX 351030
MCEX 350930	MCEX 350963	MCEX 350996	MCEX 351031
MCEX 350931	MCEX 350964	MCEX 350997	MCEX 351032
MCEX 350932	MCEX 350965	MCEX 350998	MCEX 351033
MCEX 350933	MCEX 350966	MCEX 350999	MCEX 351034
MCEX 350934	MCEX 350967	MCEX 351000	MCEX 351035
MCEX 350935	MCEX 350968	MCEX 351001	MCEX 351036
MCEX 350936	MCEX 350969	MCEX 351002	MCEX 351037
MCEX 350937	MCEX 350970	MCEX 351003	MCEX 351038
MCEX 350938	MCEX 350971	MCEX 351004	MCEX 351039
MCEX 350939	MCEX 350972	MCEX 351005	MCEX 351040
MCEX 350940	MCEX 350973	MCEX 351006	MCEX 351041
MCEX 350941	MCEX 350974	MCEX 351007	MCEX 351042
MCEX 350942	MCEX 350975	MCEX 351008	MCEX 351043
MCEX 350943	MCEX 350976	MCEX 351009	MCEX 351044
MCEX 350944	MCEX 350977	MCEX 351010	MCEX 351045
MCEX 350945	MCEX 350978	MCEX 351011	MCEX 351046
MCEX 350946	MCEX 350979	MCEX 351012	MCEX 351047
MCEX 350947	MCEX 350980	MCEX 351013	MCEX 351048
MCEX 350948	MCEX 350981	MCEX 351014	MCEX 351049
MCEX 350949	MCEX 350982	MCEX 351015	MCEX 351050
MCEX 350950	MCEX 350983	MCEX 351016	MCEX 351051
MCEX 350951	MCEX 350984	MCEX 351017	MCEX 351052
MCEX 350952	MCEX 350985	MCEX 351018	MCEX 351053
MCEX 350953	MCEX 350986	MCEX 351019	MCEX 351054
MCEX 350954	MCEX 350987	MCEX 351020	MCEX 351055
MCEX 350955	MCEX 350988	MCEX 351021	MCEX 351056
MCEX 350956	MCEX 350989	MCEX 351022	MCEX 351057
		MCEX 351023	MCEX 351058
		MCEX 351024	

STATE OF MINNESOTA
COUNTY OF HENNEPIN

On this 28th day of August, 2014 before me personally appeared, Renee Balcos to me personally known, who being by me duly sworn, says that s/he is the AVP of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, that said instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Pauline A. Glendenning
Notary Public

My commission expires: January 31, 2015

STATE OF _____

COUNTY OF _____

On this _____ day of _____, 200__ before me personally appeared, _____ to me personally known, who being by me duly sworn, says that s/he is the _____ of _____, a(n) _____ corporation, that said instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Seal]

Notary Public

My commission expires: _____

STATE OF MINNESOTA
COUNTY OF HENNEPIN

On this _____ day of _____, 20__ before me personally appeared, _____ to me personally known, who being by me duly sworn, says that s/he is the _____ of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, that said Instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Seal]

Notary Public

My commission expires: _____

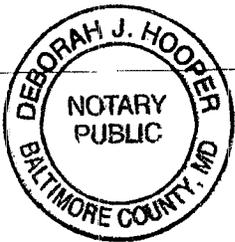
STATE OF Maryland
COUNTY OF Baltimore
city

On this 27th day of August, 2014 before me personally appeared, Richard M. Folio to me personally known, who being by me duly sworn, says that s/he is the Executive V.P. of Midwest Railcar Corporation of Illinois corporation, that said Instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Seal]

Deborah J. Hooper
Notary Public

My commission expires: _____



My Commission Expires
07/11/2018