

C.W. Brooks, Inc.
9632 S. Delaware Ave. #103
Tulsa, OK 74136

Bank of Oklahoma, Mercantile Center ;
P.O. Box 1200
Tulsa, OK 74102

(CML)

RECORDATION NO. _____ Filed 1425

NOV 12 1985 -3 15 PM

INTERSTATE COMMERCE COMMISSION

This Financing Statement covers the following property. Proceeds and products are also covered.

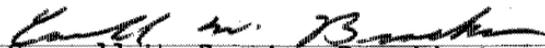
Eleven (11) Railroad Tank Cars
See attached exhibit

Interstate Commerce Commission, Washington, D.C.

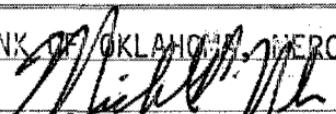
This Financing Statement is filed without the Debtors' signature because: (Check appropriate box, if applicable)

- Property was subject to a security interest when brought into this state.
 This is a copy of a financing statement filed in another county.
 Property is proceeds of property described above which is subject to a perfected security interest.
- Property was subject to a security interest when Debtor's location was changed to this state.
 The Collateral was acquired after a change of name, identity or corporate structure of the Debtor.

C.W. BROOKS, INC.


Carroll W. Brooks, President

BANK OF OKLAHOMA, MERCANTILE CENTER


Michael P. Nash, Asst. Vice President