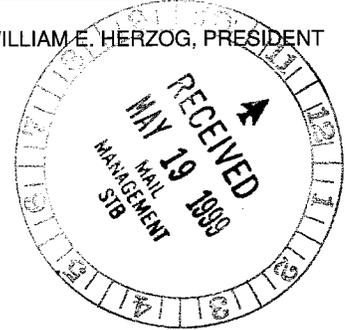


HERZOG CONTRACTING CORP.

May 7, 1999

600 S. RIVERSIDE RD.
P.O. BOX 1089
ST. JOSEPH, MO 64502
PHONE (816) 233-9001
FAX (816) 233-9881

WILLIAM E. HERZOG, PRESIDENT



Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RECORDATION NO. **22181** FILED

JUN 1 '99 11-00AM

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of CFR 49, Parts 1000 to 1199, Part 1177, are two (2) originals of Memorandums of Lease Agreement dated April 9, 1999, as a primary document defined in the Board's Rules for Recordation of Documents.

The names and addresses of the parties to the enclosed documents are:

Lessee: L.G. Everist
P. O. Box 5829
Sioux Falls, SD 57117-5829

Lessor: Herzog Contracting Corp.
P. O. Box 1089
St. Joseph, MO 64502

This Memorandum of Lease Agreement covers the lease of sixty (60) gondola cars identified in Schedule A to the Memorandum of Lease Agreement. The railcars in Schedule A are identified by the existing reporting marks and numbers. We have also enclosed a check for \$26.00, payable to the Surface Transportation Board, for the required recording fee. Please return one stamped copy of the enclosed documents to the undersigned. If you have any questions or require additional information concerning this filing, contact the undersigned at (816) 233-9001.

Sincerely yours,

HERZOG CONTRACTING CORP.

A handwritten signature in cursive script that reads "James A. Frasher".

James A. Frasher
Vice President

JAF/sa

Encl.

JUN 1 '99

11-00AM

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of April 9, 1999 by and between L.G. Everist, a South Dakota Corporation, (LESSEE) and HERZOG CONTRACTING CORP., a Missouri Corporation, (LESSOR), 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 Schedule A in the Lease Agreement Document identified as Number 154, dated April 9, 1999 between LESSOR and LESSEE.
2. Pursuant to Exhibit A., LESSOR has agreed to lease, and LESSEE has agreed to lease sixty (60) E530 railcars bearing the existing reporting marks and numbers as indicated on Schedule A hereto attached, as more particularly described on the Lease Agreement Document Number 154.
3. The transaction shall be effective as of the execution date of the Lease Agreement Document Number 154, subject to all terms and conditions.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement, Document Number 154, to be executed as of the date first written.

HERZOG CONTRACTING CORP.

L.G. EVERIST

LESSOR

LESSEE

BY: James A. FrasherBY: Daniel J. KuperITS: Vice PresidentITS: Div. mgr.

Schedule A

1	HZGX	1102	31	HZGX	3820
2	HZGX	1104	32	HZGX	3821
3	HZGX	1106	33	HZGX	3822
4	HZGX	1109	34	HZGX	3824
5	HZGX	1119	35	HZGX	3825
6	HZGX	1120	36	HZGX	3829
7	HZGX	1122	37	HZGX	3830
8	HZGX	1130	38	HZGX	3835
9	HZGX	1131	39	HZGX	3838
10	HZGX	1140	40	HZGX	3839
11	HZGX	1143	41	HZGX	3843
12	HZGX	1152	42	HZGX	3849
13	HZGX	1153	43	HZGX	3853
14	HZGX	1168	44	HZGX	3855
15	HZGX	1171	45	HZGX	3856
16	HZGX	1173	46	HZGX	3863
17	HZGX	1175	47	HZGX	3869
18	HZGX	1189	48	HZGX	66000
19	HZGX	1190	49	HZGX	66008
20	HZGX	1191	50	HZGX	66009
21	HZGX	3658	51	HZGX	66010
22	HZGX	3660	52	HZGX	66015
23	HZGX	3675	53	HZGX	66020
24	HZGX	3800	54	HZGX	66030
25	HZGX	3801	55	HZGX	66072
26	HZGX	3804	56	HZGX	66077
27	HZGX	3809	57	HZGX	66103
28	HZGX	3810	58	HZGX	66156
29	HZGX	3813	59	HZGX	66169
30	HZGX	3814	60	HZGX	66192

STATE OF MISSOURI

COUNTY OF ANDREW

THIS IS TO CERTIFY that the attached Memorandum of Lease Agreements are a true and complete originals of said Memorandum of Lease Agreement.

WITNESS my hand and seal this 27th day of May, 1999.



Notary Public

My Commission Expires: 8/1/99

SHARON M. ADAMS, NOTARY PUBLIC
STATE OF MISSOURI, ANDREW COUNTY
MY COMMISSION EXPIRES AUG. 1, 1999