



RECORDATION NO

22014
22014
FILED

DJJ Transportation Services, Inc. FEB 3 '99
a subsidiary of
The David J. Joseph Company

2-45 PM

January 26, 1999

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Mr. Williams:

Enclosed is an original and one copy of the Memorandum of Railroad Equipment Lease Agreement dated as of December 11, 1998 between the following parties:

Lessee: Ralston Purina Company
Checkerboard Square
St. Louis, MO 63164

Lessor: DJJ Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment involved in this transaction. Please file this agreement as a primary document. The amount of \$26.00 is included in the enclosed check No. 454877.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Julie M. Woodard
Documentation Assistant

Enclosures

CERTIFICATE

The undersigned, Julie M. Woodard, notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.

Julie M. Woodard

Notary Public



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires Sept. 24, 2002

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

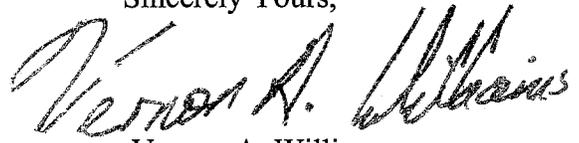
OFFICE OF THE SECRETARY

Julie M. Woodard
DJJ Transportation Services, Inc.
300 Pike Street
Cincinnati, Ohio 45202

Dear Sir:

The enclosed documents (s) was recorded pursuant to the provisions of 49 U.S.C.
11301 and CFR 1177.3 (c), on 2/3/99 at 2:45 PM, and
assigned recordation numbers (s): 22013 and 22014.

Sincerely Yours,


Vernon A. Williams

Enclosure(s)

52.00

\$_____ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature _____



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**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 11th day of December, 1998, is intended to evidence the lease dated as of December 11, 1998 (the "Lease"), between **DJJ TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **RALSTON PURINA COMPANY**, a Missouri corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the fifty (50) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

DJJ TRANSPORTATION SERVICES, INC.

RALSTON PURINA COMPANY

MFO

By: *Paul E. Loebig*

By: *Martin S. Tendler*

Name: Paul E. Loebig

Name: Martin S. Tendler

Title: Vice President

Title: Vice-President & Director of Transportation

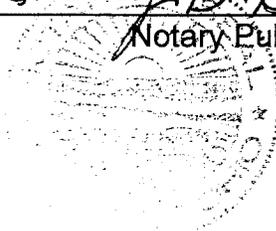
Date: December 11, 1998

Date: December 22, 1998

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 11th day of December, 1998, by Paul E. Loebig, the Vice President of DJJ Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Shelley B. Bacon
Notary Public



My Commission expires:
July 22, 2002

SHELLEY B. BACON
Notary Public, State of Ohio
My Commission Expires July 22, 2002

STATE OF Missouri)
CITY)
COUNTY OF St. Louis) SS:

The foregoing instrument was acknowledged before me this 22ND day of ^{DECEMBER} ~~June~~, 1998, by MATT OLEJARCZYK, the MANAGER OF TRANSPORTATION of Ralston Purina Company, a Missouri corporation, on behalf of the corporation.

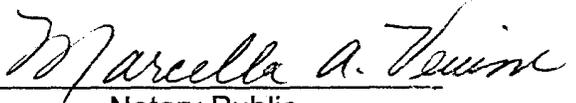
Marcella A. Veium
Notary Public

MARCELLA A. VEIUM
NOTARY PUBLIC, STATE OF MISSOURI
CITY OF ST. LOUIS
MY COMMISSION EXPIRES JUNE 4, 1999

My Commission expires:
6/4/99

STATE OF MISSOURI)
) SS:
CITY OF ST. LOUIS)

The foregoing instrument was acknowledged before me this 22nd day of December, 1998, by Martin S. Tendler, the Vice-President & Director of Transportation of Ralston Purina Company, a Missouri corporation, on behalf of the corporation.



Notary Public

My Commission expires:

6/4/99

MARCELLA A. VEIUM
NOTARY PUBLIC, STATE OF MISSOURI
CITY OF ST. LOUIS
MY COMMISSION EXPIRES JUNE 4, 1999

EXHIBIT A

To the Memorandum of Lease dated December 11, 1998, between DJJ Transportation Services, Inc. and Ralston Purina Company.

DESCRIPTION OF UNITS

Fifty (50) railcars bearing reporting marks as follows:

DJTX 51300-51304, and
DJTX 51306-51350, inclusive