

TheBANKSM of Edwardsville

Member FDIC

Montclair Center • 300 Montclair Avenue • Edwardsville, IL 62025
618/656-0057 • Fax 618/656-1989

March 31, 1998

Surface Transportation Board
Reconciliation Unit
ATTN: Janice Fort
1925 K Street, Suite 1700
Washington, D.C. 20423

Dear Ms. Fort:

Please find enclosed our Cashier's Check No. 4813311751 in the amount of \$72.00, which represents the fee to record the enclosed documents in the name of Southern Illinois Railcar Company. Please record the enclosed documents (Assignment of Lease, Financing Statement and Notice of Security Interest and Memorandum of Assignment of Lease between Southern Illinois Railcar Company, with an address of 505 Buckeye Drive, Troy, IL 62294 and Continental Grain Company, with an address of 222 South Riverside Plaza, Suite 2600, Chicago, IL 60606) and return to my attention by using the enclosed postage-paid envelope. If you have any questions, please contact me at (618) 659-6288. Thank you for your help on this matter.

Sincerely,



Michele Laws,
Loan Secretary to
Daniel L. Abegg,
Assistant Vice President

DLA/ml

Enclosures

RECORDATION NO. 21503 FILED *-primary*

JUL 9 '98 4-19 PM

RECORDATION NO. 21523 FILED *-A, B*

JUL 9 '98 4-19 PM

RECORDATION NO. 21503-9
FILED
JUL 9 '98 4-19 PM

**FINANCING STATEMENT
AND
NOTICE OF SECURITY INTEREST**

Southern Illinois Railcar Company)
505 Buckeye Drive) Debtor
Troy, Illinois 62294)

TO

The Bank of Edwardsville,)
An Illinois Banking Corporation) Secured Party
330 West Vandalia)
Edwardsville, Illinois 62025)

Be It Known Hereby That, to secure an obligation entered into on March 30, 1998, the above-named Debtor pledged to the Secured Party certain collateral as follows:

- A. Eleven (11) 4,600 - 4,707 Cube 100 Ton covered hopper rail cars all as more particularly described upon attachment hereto. (See Schedule B)
- B. An Assignment of that Lease wherein Debtor is named as the Lessor and Continental Grain Company, a Delaware corporation, is named as the Lessee, said Lease being dated February 25, 1993, and all renewals thereof, a Memorandum of same being attached hereto;

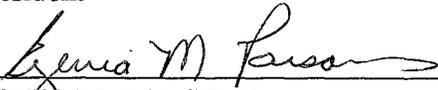
and, in addition thereto, all accessions, additions, replacements, and substitutions relating to any and all of the foregoing; all records, instruments, documents, and evidences relating thereto; and all proceeds and revenues related to or generated by the foregoing, including proceeds of insurance, general intangibles, and accounts.

Debtor

SOUTHERN ILLINOIS RAILCAR
COMPANY

By: 

FRED L. PARSONS
Its President

By: 

EUGENIA M. PARSONS
Its Secretary

Secured Party

THE BANK OF EDWARDSVILLE,
An Illinois Banking Corporation

By: 

DANIEL L. ABEGG
Its Assistant Vice President

STATE OF ILLINOIS)
)
COUNTY OF MADISON)

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO
HEREBY CERTIFY that FRED L. PARSONS and EUGENIA M. PARSONS, representing
themselves to be the duly-elected and acting President and Secretary of SOUTHERN ILLINOIS
RAILCAR COMPANY, and personally known to me to be the same persons whose names
appear on the foregoing instrument, appeared before me this date in person and acknowledged
that they signed, sealed, and delivered the said instrument as their free and voluntary act for the
uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 30th day of
March, 1998.



Janice A. Tweedy
Notary Public

SCHEDULE B

Description of Railcars

Eleven (11) covered hopper railcars, having capacities ranging from 4,600 - 4,707 cubic feet, bearing reporting marks as follows:

<u>Car Number</u>	<u>Original Car Number</u>
SIRX460127	SBD 248517
SIRX460132	SBD 248625
SIRX460134	SBD 248657
SIRX460137	CSXT248458
SIRX460152	LN 205115
SIRX460160	LN 240987
SIRX460162	LN 240784
SIRX460180	SBD 248539
SIRX470160	BO 602076
SIRX470161	CSXT256404
SIRX470162	CSXT255727