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RECORDATION NO 18528 FILED 1/25
DEC 17 1993 -12 55 PM
INTERSTATE COMMERCE COMMISSION

December 17, 1993

0100069029
RECORDATION NO 18528-A FILED 1/25
DEC 17 1993 -12 55 PM
INTERSTATE COMMERCE COMMISSION

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two duly executed copies each of a Memorandum of Lease and a Memorandum of Assignment of Lease, both dated as of December 17, 1993, the first being a primary document and the other a secondary document related thereto, as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

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

Lessor/Assignor Debtor:	ACF Industries, Incorporated 3301 Rider Trail South Earth City, Missouri 63045
Lessee:	Himont U.S.A., Inc. Two Little Falls Centre 2751 Centerville Road Wilmington, Delaware 19850-5439
Assignee/ Secured Party:	National Financial Capital Corporation One Canterbury Green 201 Broad Street, 2nd Floor Stamford, Connecticut 06901

Edward M. Lindsay Counterparts —

A description of the railroad equipment and leases covered by the enclosed documents is attached to each document as Exhibit A.

Also enclosed is a check in the amount of $36.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of each of the enclosed documents to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/bg
Enclosures

RECORDATION NO 18528 FILED 1425
DEC 17 1993 4 55 PM
INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASES

BETWEEN

ACF INDUSTRIES, INCORPORATED ("LESSOR")

AND

the Lessee identified herein, ("LESSEE")

Filed and recorded with the Interstate Commerce Commission pursuant to Section 11303, Title 49, United States Code on December , 1993, at , Recordation No.

[4408-103/CV01.WPF/13NS/4276/38NS]

Memorandum dated as of December 17, 1993 of Leases specified on Exhibit A attached hereto by and between ACF Industries, Incorporated, a New Jersey corporation, ("Lessor") and the Lessee identified on Exhibit A attached hereto, ("Lessee") (as the same have been and may be amended, supplemented, otherwise modified or renewed from time to time, the "Leases").

W I T N E S S E T H:

Pursuant to the Leases, Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor certain railcars including the railroad tank cars and covered hopper cars listed on Exhibit A attached hereto.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be signed by its corporate officer as of the date first above written.

ACF INDUSTRIES, INCORPORATED,

by Umesh Chol

Title: ASSISTANT TREASURER

[4408-103/MEMLE.WPF/13NS/4276/38NS]

STATE OF NEW YORK)
) ss.
COUNTY OF NEW YORK)

On this 15th day of December, 1993, before me personally appeared Umesh Choksi, to me personally known, who being by me duly sworn, says that he is the Director of Finance and Assistant Treasurer of ACF INDUSTRIES, INCORPORATED that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

NOTARY PUBLIC

My commission expires:

DAVID M BRENSILBER
Notary Public, State of New York
Qualified in New York County
No. 4980938
Commission Expires April 29, 1995

[4408-103/MEMLE.WPF/13NS/4276/38NS]

EXHIBIT A

Lessee	Car Service Contract No.	Identifying Numbers (Both Inclusive) Rptg Mark	From	To	Number of Cars	AAR Designation
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52000	0	1	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52005	52007	3	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52010	0	1	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52012	0	1	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52015	0	1	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52017	52023	7	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52025	52029	5	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52118	0	1	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52120	0	1	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52122	52123	2	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52126	52128	3	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52130	52132	3	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52134	0	1	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52137	52138	2	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52140	52141	2	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	52143	52146	4	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	53728	53729	2	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	55472	0	1	C214
HIMONT USA INC	MSC 2-4874 Rider 005	ACFX	55476	0	1	C214
HIMONT USA INC	MSC C-4874 Rider 006	ACFX	55054	0	1	C114
HIMONT USA INC	MSC C-4874 Rider 006	ACFX	54993	55014	22	C214
HIMONT USA INC	MSC C-4874 Rider 006	ACFX	55016	55039	24	C214
HIMONT USA INC	MSC C-4874 Rider 006	ACFX	55041	55044	4	C214
HIMONT USA INC	MSC C-4874 Rider 006	ACFX	55046	55053	8	C214
HIMONT USA INC	MSC C-4874 Rider 006	ACFX	55055	55150	96	C214
HIMONT USA INC	MSC C-4874 Rider 006	ACFX	55152	55155	4	C214
HIMONT USA INC	MSC C-4874 Rider 006	ACFX	56088	0	1	C214
HIMONT USA INC	MSC C-4874 Rider 007	ACFX	55474	0	1	C214
HIMONT USA INC	MSC C-4874 Rider 007	ACFX	56499	56523	25	C214
HIMONT USA INC	MSC C-4874 Rider 007	ACFX	56525	56531	7	C214
HIMONT USA INC	MSC C-4874 Rider 007	ACFX	56533	56535	3	C214
HIMONT USA INC	MSC C-4874 Rider 007	ACFX	56537	56548	12	C214
HIMONT USA INC	MSC C-4874 Rider 008	ACFX	56562	0	1	C114
HIMONT USA INC	MSC C-4874 Rider 008	ACFX	56549	0	1	C214
HIMONT USA INC	MSC C-4874 Rider 008	ACFX	56551	56561	11	C214
HIMONT USA INC	MSC C-4874 Rider 008	ACFX	56563	56568	6	C214
HIMONT USA INC	MSC C-4874 Rider 008	ACFX	56570	56578	9	C214
HIMONT USA INC	MSC C-4874 Rider 010	ACFX	57782	57828	47	C214
HIMONT USA INC	MSC C-4874 Rider 010	ACFX	57830	0	1	C214
HIMONT USA INC	MSC C-4874 Rider 010	ACFX	57831	0	1	C414
HIMONT USA INC	MSC C-4874 Rider 011	ACFX	55566	0	1	C214
HIMONT USA INC	MSC C-4874 Rider 011	ACFX	56579	56589	11	C214
HIMONT USA INC	MSC C-4874 Rider 011	ACFX	56591	56598	8	C214
HIMONT USA INC	MSC C-4874 Rider 011	ACFX	56600	56605	6	C214
HIMONT USA INC	MSC C-4874 Rider 011	ACFX	56607	56624	18	C214
HIMONT USA INC	MSC C-4874 Rider 011	ACFX	56626	56648	23	C214
HIMONT USA INC	MSC C-4874 Rider 012	ACFX	52149	0	1	C214

HIMONT USA INC	MSC C-4874	Rider	012	ACFX	52138		0	1	C214
HIMONT USA INC	MSC C-4874	Rider	012	ACFX	52167		0	1	C214
HIMONT USA INC	MSC C-4874	Rider	012	ACFX	52348		0	1	C214
HIMONT USA INC	MSC C-4874	Rider	012	ACFX	52414		0	1	C214
HIMONT USA INC	MSC C-4874	Rider	012	ACFX	52417		0	1	C214
HIMONT USA INC	MSC C-4874	Rider	012	ACFX	52420		0	1	C214
HIMONT USA INC	MSC C-4874	Rider	012	ACFX	52490		0	1	C214
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HIMONT USA INC	MSC C-4874	Rider	012	ACFX	52526		0	1	C214
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HIMONT USA INC	MSC C-4874	Rider	015	ACFX	52008	52009		2	C214
HIMONT USA INC	MSC C-4874	Rider	015	ACFX	52011		0	1	C214
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