

18906-B

BEFORE THE INTERSTATE
COMMERCE COMMISSION

JUL 18 1994 -2 30 PM

INTERSTATE COMMERCE COMMISSION

FINANCING STATEMENT AGREEMENT

DEBTOR: St. Louis Car Company
c/o The Innsbrook Corporation
222 South Central, Suite 800
Clayton, MO 63105

SECURED PARTY: Edmund J. Boyce, Jr. Donald Kenneth Anderson, Jr.
c/o The Innsbrook Corp. 8011 Clayton Road
222 South Central, Ste. 800 St. Louis, MO 63117
Clayton, MO 63105

ASSIGNEE(S) OF SECURED PARTY AND ADDRESS: Mark Twain Bank
P.O. Box 66911
St. Louis, MO 63166

PROPERTY SECURED: 70 Foot Baggage Car with Floor Plan 76 5814 Lot 4896, Union Pacific
5715 ACF 1957, Amtrak Car #800039; 85 Foot Pullman Standard 44 Seat
Coach Car, Floor Plan 7617 Lot 6844, Union Pacific 5428, DOM 1950
AKA Alaska Railroad Car 5428, Ex-ARR #5013, St. Louis Car Company
Built 1959, Lot 1806 as 8 Seat Lunch Counter, 24 Seat Diner, 16 Seat
Lounge, now SLCC Osage River.

See Note and Security Agreement with Addendum attached hereto and incorporated herein
by reference all dated 5/27/94, for \$593,363.24

THIS FINANCING STATEMENT AGREEMENT IS FILED WITH DEBTOR'S SIGNATURE TO
PERFECT A SECURITY INTEREST IN COLLATERAL PER ATTACHED PROMISSORY NOTE.

DATE: May 27, 1994

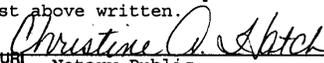
DEBTOR: 
St. Louis Car Company
BY: Edmund J. Boyce, Jr.,
Chairman of the Board

SECURED PARTY: 
x Edmund J. Boyce, Jr.
x Donald Kenneth Anderson, Jr.

State of Missouri
County of St. Louis

On this 27th day of May, 1994, before me personally appeared Edmund J. Boyce, Jr. and Donald
Kenneth Anderson, Jr. to be known to be the persons described in and who executed the
foregoing statement, and acknowledged that they executed the same as their free act and deed.

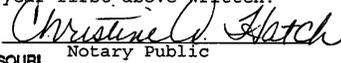
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County
and State aforesaid on the day and year first above written.

CHRISTINE A. HATCH 
NOTARY PUBLIC-STATE OF MISSOURI Notary Public
ST. LOUIS COUNTY
MY COMMISSION EXPIRES
MAY 12, 1995

My term expires:
STATE OF Missouri
COUNTY OF St. Louis

On this 27th day of May, 1994, before me appeared Edmund J. Boyce, Jr. to me
personally known, who, being by me duly sworn, did say that he is the Chairman of St. Louis
Car Company, a corporation of the State of Missouri, and that the seal affixed to the
foregoing instrument is the corporate seal of said corporation or that said corporation has
no corporate seal, and that said instrument was signed and sealed on behalf of said
corporation by authority of its board of directors, and said person acknowledged said
instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the
County and State aforesaid on the day and year first above written.

CHRISTINE A. HATCH 
NOTARY PUBLIC-STATE OF MISSOURI Notary Public
ST. LOUIS COUNTY
MY COMMISSION EXPIRES
MAY 12, 1995

My term expires: