

**Southern  
Illinois  
Oil & Gas Co.**

One Mark Twain Plaza, Suite #225  
Edwardsville, IL 62025-1959

STATE COMMERCE COMMISSION  
(618) 656-2200  
FAX (618) 656-2369

RECORDATION NO. 19081-D

MAR 21 1996 -1 30 PM

RECORDATION NO. 19040-E

March 20, 1996 MAR 21 1996 -1 30 PM

RECORDATION NO. 19081-E

MAR 21 1996 -1 30 PM

INTERSTATE COMMERCE COMMISSION

INTERSTATE COMMERCE COMMISSION

Mr. Vernon A. Williams, Secretary  
Surface Transportation Board/DOT  
12th Street & Constitution Avenue  
Washington, DC 20423

VIA: FedEx  
RECORDATION NO. 19116-F  
MAR 21 1996 -1 30 PM  
26 PM '96  
INTERSTATE COMMERCE COMMISSION  
RECEIVED

Dear Secretary Williams,

Enclosed for filing are two (2) originals of four (4) partial releases related to previous filings. Those original filings are referenced in your files as:

- 1) Memorandum of Security Agreement recorded on December 5, 1994 under Recordation Number #19081.
- 2) Memorandum of Security Agreement recorded on August 30, 1995 under Recordation Number #19081-C.
- 3) Memorandum of Security Agreement recorded on November 21, 1994 under Recordation Number #19040-A.
- 4) Memorandum of Lease Agreement assigned Recordation Number #19116, subsequently updated under Recordation #'s; 19116-B, 19116-B, and 19116-C.

I have enclosed a check in the amount of \$84.00 (\$21.00 for each document) to cover the filing fees. Please return on copy to me at in the self addressed envelope enclosed after you have stamped and recorded the documents. Thank you for your efforts and prompt attention in this matter.

Sincerely,

Gary J. Goodman  
VP & Controller

Enclosures

19116 F

MAR 21 1996 - 1 30 PM

**PARTIAL RELEASE**

WHEREAS, Southern Illinois Railcar Company, an Illinois corporation ("Borrower") entered into that certain First Amended and Restated Loan Agreement, Chattel Mortgage and Security Agreement dated as of November 15, 1994 (the "November 15 Loan Agreement") with Mark Twain Illinois Bank, an Illinois banking corporation (the "Bank"), to finance the purchase of certain railcars;

WHEREAS, Borrower entered into a Loan Agreement, Chattel Mortgage and Security Agreement dated as of November 30, 1994 as amended by that certain First Amendment to Loan Agreement, Chattel Mortgage and Security Agreement dated as of June 20, 1995 (as amended, the "November 30 Loan Agreement" and, together with the November 15 Loan Agreement, the "Loan Agreements") with the Bank to finance the purchase of certain additional railcars;

WHEREAS, Borrower, as lessor, and Continental Grain Company ("CGC"), as lessee, are parties to that certain Railcar Lease Agreement dated as of July 20, 1994 (the "Lease"), pursuant to which Borrower agreed to lease and sublease covered hopper railcars (the "Railcars") to CGC, a memorandum of which was recorded with the Interstate Commerce Commission on December 22, 1994 and assigned recordation number 19116;

WHEREAS, certain of the Railcars leased to CGC by Borrower under the Lease are owned by Borrower (the "Owned Railcars"), including the Owned Railcars set forth on Exhibit A hereto (the "Exhibit A Railcars"), and the other Railcars leased to CGC by Borrower under the Lease are leased by Borrower;

WHEREAS, to secure payment and performance of any and all of Borrower's obligations to the Bank, Borrower has, pursuant to the Loan Agreements, assigned to the Bank, for collateral security purposes only, and has granted to Bank a continuing, first priority security interest in, and chattel mortgage lien on, all of Borrower's right, title and interest in and to, among other things, the Lease, all rental payments, casualty value payments and other sums due and to become due and payable by CGC to Borrower from time to time thereunder;

WHEREAS, Borrower and Bank executed and caused a Memorandum of Assignment of Lease to be recorded with the Interstate Commerce Commission on December 22, 1994, and assigned recordation number 19116-A;

WHEREAS, the Bank has subsequently executed one or more releases, which were recorded with the Interstate Commerce Commission, pursuant to which the Bank has partially released the foregoing security interest, including that certain Partial Release dated as of April 18, 1995, and recorded with the Interstate Commerce Commission on April 20, 1995, and assigned recordation number 19116-B, and that certain Partial Release dated as of July 7, 1995, and recorded with the Interstate Commerce Commission on July 19, 1995, and assigned recordation number 19116-C;

WHEREAS, the amounts owed by Borrower to the Bank have been partly paid and satisfied.

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

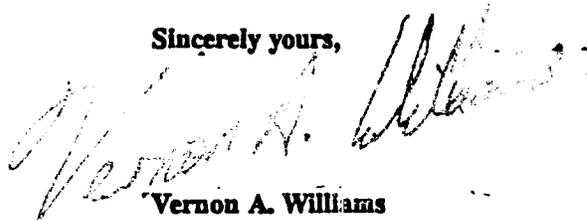
3/21/96

Gary J. Goodman  
VP & Controller  
Southern Illinois Company  
One Mark Twain Plaza, Ste. 225  
Edwardsville, Illinois 62025-1959

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/21/96 at 1:30PM, and assigned recordation number(s). 19040-E, 19081-D, 19081-E and 19116-F.

Sincerely yours,



Vernon A. Williams  
Secretary

Enclosure(s)

\$ 84.00 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 and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

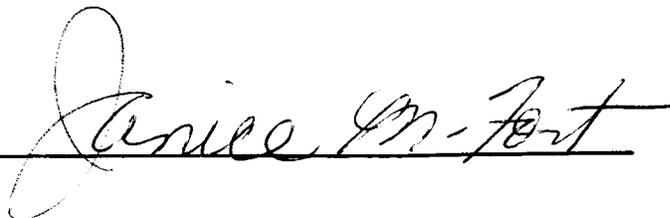




EXHIBIT A

Description of Railcars

<u>Car Number</u>	<u>Car Number</u>	<u>Car Number</u>
ATSF312922	AEX31034	ATSF314577
ATSF314008	AEX31036	ATSF314646
ATSF313856	AEX31038	ATSF305104
ATSF314887	AEX31040	OTDX77837
ATSF313957	AEX31042	OTDX496282
ATSF313093	AEX31043	ATSF307130
ATSF313974	AEX31044	ATSF307148
ATSF315058	AEX31045	ATSF307171
ATSF313820	AEX31046	ATSF313676
ATSF313976	AEX31047	ATSF314819
ATSF314307	AEX31048	
ATSF314402	AEX31049	
ATSF313460	AEX31050	
ATSF313642	AEX31051	
ATSF313899	AEX31053	
ATSF314027	AEX31054	
ATSF314203	AEX31056	
ATSF314204	AEX31057	
ATSF314302	AEX31059	
ATSF314429	AEX31060	
ATSF314467	AEX31061	
ATSF314592	AEX31062	
ATSF314836	AEX31063	
ATSF314954	AEX31064	
ATSF315059	AEX31066	
AEX31002	AEX31067	
AEX31005	AEX31068	
AEX31006	AEX31069	
AEX31007	AEX31070	
AEX31008	AEX31071	
AEX31009	AEX31072	
AEX31010	AEX31073	
AEX31013	AEX31074	
AEX31014	AEX31075	
AEX31015	AEX31076	
AEX31016	AEX31077	
AEX31017	AEX31078	
AEX31019	AEX31081	
AEX31020	AEX31082	
AEX31021	AEX31083	
AEX31022	AEX31084	
AEX31023	AEX31085	
AEX31024	AEX31087	
AEX31026	AEX31088	
AEX31027	AEX31089	
AEX31029	AEX31090	
AEX31031	CUNX1122	
AEX31032	OTDX73613	