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OF COUNSEL
URBAN A. LESTER

September 25, 1995

REC'D
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FILED 1425
AUG 25 1995 - 11 20 AM
INTERSTATE COMMERCE COMMISSION

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OFFICE OF THE
SECRETARY
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Mr. Vernon A. Williams
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two (2) copies of a Memorandum of Loan and Security Agreement, dated as of September 25, 1995, a primary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177, and two (2) copies of a Memorandum of Lease and Assignment of Lease, dated as of September 25, 1995, a secondary document related thereto.

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

Memorandum of Loan and Security Agreement

Debtor: DSN Corporation
16 South Pennsylvania
Oklahoma City, Oklahoma 73107

Secured Party: The CIT Group/Equipment Financing, Inc.
300 S. Grand Avenue, 3rd Floor
Los Angeles, California 90071

Counterparts - Kim Bartman

Mr. Vernon A. Williams
September 25, 1995
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Memorandum of Lease and Assignment of Lease

Lessor: ^{ig h o R} /ASSIGNOR
DSN Corporation
16 South Pennsylvania
Oklahoma City, Oklahoma 73107

Lessee: ~~ASSIGNEE~~
El Dorado Chemical Company
16 South Pennsylvania
Oklahoma City, Oklahoma 73107

Assignee: The CIT Group/Equipment Financing, Inc.
300 S. Grand Avenue, 3rd Floor
Los Angeles, California 90071

A description of the railroad equipment covered by the enclosed documents is:

Ten (10) tank railcars EDCX 6034 through EDCX 6043, inclusive

Also enclosed is a check in the amount of \$42.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return stamped copies of the enclosed documents to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/bg
Enclosures

MEMORANDUM OF LOAN AND SECURITY AGREEMENT

This Memorandum of Loan and Security Agreement is made and entered into as of September 25, 1995 by and among DSN Corporation, an Oklahoma corporation ("DSN") and The CIT Group/Equipment Financing, Inc. ("CIT").

WITNESSETH

1. Pursuant to a Loan and Security Agreement (Rail Tank Cars) dated as of September 25, 1995 ("Security Agreement") CIT financed the acquisition of certain Rail Tank Cars bearing reporting marks as listed on Exhibit "A" attached hereto ("Units") and in connection with such financing, DSN granted to CIT a security interest in such Units as collateral security for all Obligations, as that term is defined in the Security Agreement, now or hereafter owing by DSN to CIT.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written.

DSN Corporation,
an Oklahoma corporation.

By: James L. Wewers
Name: James L. Wewers
Title: V.P.

THE CIT GROUP/EQUIPMENT
FINANCING, INC.

By: Walter R. Impey
Name: Walter R. Impey
Title: SVP

EXHIBIT "A" TO
MEMORANDUM OF LOAN AND SECURITY AGREEMENT

DATED AS OF September 25, 1995

	<u>Model/Mfgr.</u>	<u>Description</u>	<u>Reporting Marks/ Road Number</u>
1.	111A60ALW2/ Trinity Industries, Inc.	16,580 Gallon 5/8"aluminum plate tank car	EDCX6034
2.	111A60ALW2/ Trinity Industries, Inc.	16,580 Gallon 5/8"aluminum plate tank car	EDCX6035
3.	111A60ALW2/ Trinity Industries, Inc.	16,580 Gallon 5/8"aluminum plate tank car	EDCX6036
4.	111A60ALW2/ Trinity Industries, Inc.	16,580 Gallon 5/8"aluminum plate tank car	EDCX6037
5.	111A60ALW2/ Trinity Industries, Inc.	16,580 Gallon 5/8"aluminum plate tank car	EDCX6038
6.	111A60ALW2/ Trinity Industries, Inc.	16,580 Gallon 5/8"aluminum plate tank car	EDCX6039
7.	111A60ALW2/ Trinity Industries, Inc.	16,580 Gallon 5/8"aluminum plate tank car	EDCX6040
8.	111A60ALW2/ Trinity Industries, Inc.	16,580 Gallon 5/8"aluminum plate tank car	EDCX6041
9.	111A60ALW2/ Trinity Industries, Inc.	16,580 Gallon 5/8"aluminum plate tank car	EDCX6042
10.	111A60ALW2/ Trinity Industries, Inc.	16,580 Gallon 5/8"aluminum plate tank car	EDCX6043

STATE OF OKLAHOMA)
COUNTY OF Cleveland) ss.

On this 20th day of September, 1995, before me, the undersigned, a Notary Public in and for the county and state aforesaid, personally appeared James L. Wewers, to me known to be the identical person who signed the name of the maker thereof to the within and foregoing instrument as Vice President of DSN Corporation and acknowledged to me that he executed the same as his free and voluntary act and deed of said company, for the purposes therein set forth.

Given under my hand and seal the day and year last above written.

Yvonne M. Hedenbeiges
Notary Public

My Commission Expires:

9/9/96
[SEAL]

STATE OF OKLAHOMA)
COUNTY OF _____) ss.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

No. 5907

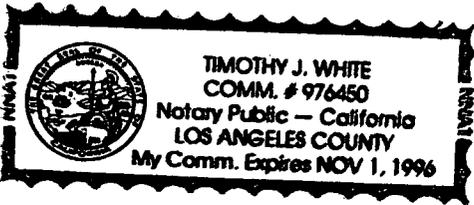
State of CALIFORNIA

County of LOS ANGELES

On SEPTEMBER 21, 1995 before me, TIMOTHY J. WHITE, Notary Public
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared WALTER R. IMPET
NAME(S) OF SIGNER(S)

personally known to me - **OR** - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Timothy J. White
SIGNATURE OF NOTARY

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

INDIVIDUAL
 CORPORATE OFFICER
SVP
TITLE(S)

PARTNER(S) LIMITED
 GENERAL
 ATTORNEY-IN-FACT
 TRUSTEE(S)
 GUARDIAN/CONSERVATOR
 OTHER: _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

DESCRIPTION OF ATTACHED DOCUMENT

TITLE OR TYPE OF DOCUMENT

NUMBER OF PAGES

DATE OF DOCUMENT

SIGNER(S) OTHER THAN NAMED ABOVE