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RECORDATION NO. 19633-D FILED 1995

NOV 3 1995 2 00 PM

November 3, 1995

RECORDED & INDEXED  
NOV 3 1995

*Countryparts - Fritz R. Kahn*

Hon. Vernon A. Williams  
Secretary  
Interstate Commerce Commission  
Washington, DC 20423

Dear Secretary Williams:

Enclosed are the original and two copies of the document described below, to be recorded pursuant to section 11303 of Title 49 of the U.S. Code.

The document, Memorandum of Sublease of Railroad Cars, is a sublease and a secondary document, dated October 11, 1995. The primary document to which this document is connected is recorded under Recordation No. 19633, dated September 29, 1995.

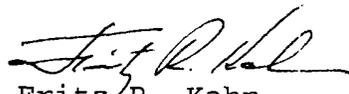
The names and addresses of the parties to the document are Kyle Railroad Company, P. O. Box 506, Phillipsburg, KS 67661, and Archer-Daniels-Midland Company, P. O. Box 1470, Decatur, IL 62525.

A description of the cars covered by the document appears in Exhibit "A" to the document.

This firm's check for \$21 in payment of the fee is enclosed. Please return the original and any copies not needed by the Commission for recordation to the undersigned.

A short summary of the document to appear in the index follows: A sublease by Kyle Railroad Company, dated October 11, 1995, of 50 covered hopper cars, and connected to the document recorded under Recordation No. 19633, dated September 29, 1995.

Sincerely yours,



Fritz R. Kahn  
Attorney for Kyle Railroad Co.

REGISTRATION NO. 19633-D FILED 1425

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INTERSTATE COMMERCE COMMISSION

**MEMORANDUM OF SUBLEASE OF RAILROAD CARS**

THIS MEMORANDUM OF SUBLEASE OF RAILROAD CARS ("Memorandum of Sublease"), made as of October 11, 1995, is intended to evidence the Sublease of Railroad Cars, dated as of October 11, 1995 (the "Lease") between KYLE RAILROAD COMPANY, a Kansas corporation ("Lessor"), and ARCHER-DANIELS-MIDLAND COMPANY, a Delaware corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. Lessor has the right to sublease the railroad cars, more fully described in Exhibit "A" attached hereto (the "Units"). Lessee subleased from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, each party, pursuant to due corporate authority, has executed this Memorandum of Sublease on the date indicated below its signature.

**LESSOR**

**LESSEE**

KYLE RAILROAD COMPANY,  
a Kansas Corporation

ARCHER-DANIELS-MIDLAND COMPANY

By:   
RICK CECIL

By:   
GERALD E. STITT

Title: Executive Vice President

Title: Senior Vice President,  
Transportation

Date: Oct. 11, 1995

Date: Oct. 25, 1995

EXHIBIT "A"

To the Lease of Railroad Equipment dated as of October 11, 1995  
between KYLE RAILROAD COMPANY and ARCHER-DANIELS-MIDLAND COMPANY.

Equipment Description:

Fifty (50) 5,161 cu. ft. covered hopper railway cars  
manufactured by Trinity Industries, Inc.

Unit Numbers:

ADMX 56001 - 56050, inclusive

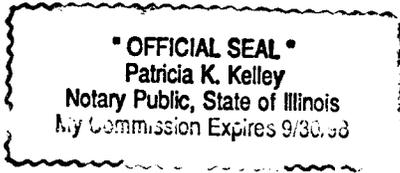
STATE OF ILLINOIS)
) S
COUNTY OF MACON )

On this 25th day of October, 1995, before me personally appeared Gerald E. Stitt, to me personally known, who, being by me duly sworn says that he is Senior Vice President Transportation of Archer Daniels Midland Company, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Patricia K Kelley
Notary Public

My Commission Expires: 9-30-98

[Notarial Seal]



STATE OF ARIZONA )  
 ) §  
COUNTY OF Maricopa )

On this 11<sup>th</sup> day of October, 1995, before me personally appeared Rick Coak, to me personally known, who, being by me duly sworn says that he is Executive Vice President of Kyle Railroad Company, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Dennis K Williams  
Notary Public

My Commission Expires: August 1, 1996

[Notarial Seal]

STATE OF \_\_\_\_\_ )  
 ) §  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1995, before me personally appeared \_\_\_\_\_, to me personally known, who, being by me duly sworn says that he is \_\_\_\_\_ of \_\_\_\_\_, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

\_\_\_\_\_  
Notary Public

My Commission Expires: \_\_\_\_\_

[Notarial Seal]