

DEC 29 1992 - 1 32 PM

SCHEDULE OF LEASED EQUIPMENT

INTERSTATE COMMERCE COMMISSION

This Schedule of Leased Equipment is attached to and made a part of the Equipment Lease ("Lease") between the undersigned Lessor and Lessee dated as of August 26, 1992. All capitalized terms used herein without definition shall have the meanings ascribed to such terms in the Lease.

LESSOR:

FIRST UNION COMMERCIAL CORPORATION
ONE FIRST UNION CENTER
CHARLOTTE, NORTH CAROLINA 28288-0738

LESSEE:

CRYSTAL CAR LINE, INC.
POST OFFICE BOX 8000
INTERNATIONAL PLAZA
ENGLEWOOD CLIFFS, NEW JERSEY 07632

1. EQUIPMENT LEASED. The Equipment leased upon the terms and conditions contained in the Lease is as follows:

Forty-five (45) ACF pressurized hopper cars with an aggregate equipment cost not to exceed \$3,307,500.00 as evidenced by the Acceptance Certificate(s) for the Equipment which are incorporated herein by reference.

2. LOCATION OF LEASED EQUIPMENT. The Equipment shall be domiciled at the following address and shall not be domiciled elsewhere without the prior written consent of Lessor:

Continental United States

3. BASIC TERM. The Basic Term for the Equipment commences on the Basic Term Commencement Date set forth in the Acceptance Certificate which is incorporated herein by reference, and continues for one hundred forty-four (144) calendar months, unless sooner terminated in accordance with the provisions of the lease.

4. RENT.a. Interim Rent:

With respect to each item of Equipment to which Interim Rent applies, Lessee shall pay Lessor Interim Rent equal to the following product: (i) the purchase price for such item of Equipment made by Lessor to the manufacturer or supplier, times (ii) the Basic Rent rate factor for which the Equipment subject to Interim Rent is accepted, as set forth in Section 4(b) hereof, divided by (iii) thirty (30), times (iv) the number of days in the Interim Term. The Interim Rent shall be payable on the Basic Term Commencement Date.

b. Basic Rent:

During the Basic Term, with respect to each item of Equipment, Lessee shall make one hundred forty-four (144) consecutive installments of Basic Rent, each in an amount equal to the amount indicated below. Payments of Basic Rent shall be made monthly in advance, commencing on the first day of the Basic Term and continuing on the first day of each month for the duration of the Basic Term. The monthly installments of Basic Rent shall be determined in accordance with the following:

(1) For Equipment accepted June 19, 1992, through October 31, 1992, the monthly installments of Basic Rent during the Basic Term shall be equal to the purchase price of each item of Equipment multiplied by the Basic Rent rate factor of 0.79444% based on a lease rate of 2.31368%.

5. STIPULATED LOSS VALUE. The Stipulated Loss Value for Equipment accepted between August 26, 1992, and October 31, 1992, is set forth in the Stipulated Loss Value Exhibit Nos. 1 and 2 attached hereto and incorporated herein.

6. TAX BENEFITS. The Equipment is seven (7) year property as described in Section 168(c) of the Code, and Lessor shall be entitled to Recovery Deductions as set forth in Section 168(b)(1) of the Code.

IN WITNESS WHEREOF, the parties hereto have caused this Schedule of Leased Equipment to be executed as of the 26th day of August, 1992.

LESSEE:

CRYSTAL CAR LINE, INC.

By: J. J. Farrell Jr.

Title: President

LESSOR:

FIRST UNION COMMERCIAL CORPORATION

By: Ginda H. Minton

Title: Assistant Vice President

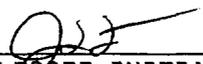
STIPULATED LOSS VALUE EXHIBIT NO. 1

(For Equipment accepted between August 26, 1992 and October 31, 1992)
(Casualty Only)

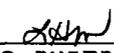
RENTAL PAYMENT NUMBER	PERCENTAGE OF EQUIPMENT COST	RENTAL PAYMENT NUMBER	PERCENTAGE OF EQUIPMENT COST
1	99.9324%	73	82.3722%
2	99.8624%	74	82.3722%
3	99.7901%	75	81.9919%
4	99.7028%	76	81.6081%
5	99.6130%	77	81.2204%
6	99.5207%	78	80.8288%
7	99.4232%	79	80.4334%
8	99.3146%	80	80.0369%
9	99.2035%	81	79.6364%
10	99.0813%	82	79.2349%
11	98.9565%	83	78.8293%
12	98.8291%	84	78.4198%
13	98.6905%	85	78.0091%
14	98.5492%	86	77.5944%
15	98.4052%	87	77.1757%
16	98.2499%	88	76.7557%
17	98.0919%	89	76.3317%
18	97.9311%	90	75.9036%
19	97.7637%	91	75.4726%
20	97.5889%	92	75.0430%
21	97.4112%	93	74.6092%
22	97.2261%	94	74.1767%
23	97.0391%	95	73.7400%
24	96.8471%	96	73.2992%
25	96.6487%	97	72.8597%
26	96.4472%	98	72.4160%
27	96.2428%	99	71.9681%
28	96.0308%	100	71.5214%
29	95.8157%	101	71.0705%
30	95.5976%	102	70.6153%
31	95.3744%	103	70.1583%
32	95.1463%	104	69.7025%
33	94.9152%	105	69.2425%
34	94.6792%	106	68.7836%
35	94.4400%	107	68.3204%
36	94.1976%	108	67.8530%
37	93.9503%	109	67.3866%
38	93.6998%	110	66.9160%
39	93.4461%	111	66.4410%
40	93.1894%	112	65.9671%
41	92.9254%	113	65.4889%
42	92.6601%	114	65.0063%
43	92.3908%	115	64.5217%
44	92.1184%	116	64.0382%
45	91.8427%	117	63.5503%
46	91.5640%	118	63.0634%
47	91.2819%	119	62.5721%
48	90.9964%	120	62.0763%
49	90.7078%	121	61.5816%
50	90.4158%	122	61.0824%
51	90.1203%	123	60.5787%
52	89.8218%	124	60.0760%
53	89.5197%	125	59.5687%
54	89.2141%	126	59.0570%
55	88.9052%	127	58.5432%
56	88.5931%	128	58.0303%
57	88.2774%	129	57.5189%
58	87.9586%	130	57.0088%
59	87.6361%	131	56.5001%
60	87.3100%	132	55.9928%
61	86.9807%	133	55.4870%
62	86.6477%	134	54.9825%

RENTAL PAYMENT NUMBER	PERCENTAGE OF EQUIPMENT COST	RENTAL PAYMENT NUMBER	PERCENTAGE OF EQUIPMENT COST
63	86.3111%	135	54.4795%
64	85.9712%	136	53.9779%
65	85.6276%	137	53.4778%
66	85.2802%	138	52.9791%
67	84.9293%	139	52.4918%
68	84.5750%	140	51.9861%
69	84.2170%	141	51.4918%
70	83.8555%	142	50.9990%
71	83.4902%	143	50.5017%
72	83.1212%	144	50.0000%

These values assume Basic Rent was received for the period in question.



 LESSEE INITIAL



 LESSOR INITIAL

STIPULATED LOSS VALUE EXHIBIT NO. 2

(For Equipment accepted between August 26, 1992 and October 31, 1992)
(Early Termination Only)

RENTAL PAYMENT NUMBER	PERCENTAGE OF EQUIPMENT COST	RENTAL PAYMENT NUMBER	PERCENTAGE OF EQUIPMENT COST
1	104.9324%	73	87.7476%
2	104.8624%	74	87.3722%
3	104.7901%	75	86.9919%
4	104.7028%	76	86.6081%
5	104.6130%	77	86.2204%
6	104.5207%	78	85.8288%
7	104.4232%	79	85.4334%
8	104.3146%	80	85.0369%
9	104.2035%	81	84.6364%
10	104.0813%	82	84.2349%
11	103.9565%	83	83.8293%
12	103.8291%	84	83.4198%
13	103.6905%	85	83.0091%
14	103.5492%	86	82.5944%
15	103.4052%	87	82.1757%
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58	92.9586%	130	62.0088%
59	92.6361%	131	61.5001%
60	92.3100%	132	60.9928%
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RENTAL PAYMENT NUMBER	PERCENTAGE OF EQUIPMENT COST	RENTAL PAYMENT NUMBER	PERCENTAGE OF EQUIPMENT COST
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65	90.6276%	137	58.9779%
66	90.2802%	138	57.9791%
67	89.9293%	139	57.4819%
68	89.5750%	140	56.9861%
69	89.2170%	141	56.4918%
70	88.8555%	142	55.9990%
71	88.4902%	143	55.5017%
72	88.1212%	144	55.0000%

These values assume Basic Rent was received for the period in question.

Q25
LESSEE INITIAL

ash
LESSOR INITIAL

EXHIBIT A

ACCEPTANCE CERTIFICATE NO. 1

In accordance with the terms of the Equipment Lease ("Lease") dated as of August 26, 1992, and the Schedule of Leased Equipment Number I dated as of August 26, 1992, by and between FIRST UNION COMMERCIAL CORPORATION ("Lessor") and CRYSTAL CAR LINE, INC. ("Lessee") or other agreements between Lessor and Lessee, Lessee and Lessor agree as follows: (a) the Equipment referred to below has been delivered at the location specified in the Lease or other agreement; (b) Lessee has conducted such inspection and testing of the Equipment as Lessee deems necessary and appropriate and Lessee acknowledges that as between Lessor (and its successors and assigns) and Lessee the Equipment is in good condition, and is performing satisfactorily, and that Lessee accepts the Equipment for all purposes; and (c) Lessee approves the Equipment and authorizes and directs FIRST UNION COMMERCIAL CORPORATION to pay the manufacturer(s) or supplier(s) thereof the amount shown below:

LESSEE P.O. #	VENDOR	INVOICE #	AMOUNT
84019	ACF INDUSTRIES	6-54309 (CCLX 51006) (CCLX 51008) (CCLX 51009)	\$210,000.00
84019	ACF INDUSTRIES	6-54312 (CCLX 51007)	\$ 70,000.00
84019	ACF INDUSTRIES	6-54315 (CCLX 51011) (CCLX 51012) (CCLX 51013)	\$210,000.00

EQUIPMENT LOCATION: Street: _____
 City: _____
 County: _____
 State: _____

Will the Equipment be housed within the city limits? yes no

The above Equipment is accepted this 20th day of November, 1992.

CRYSTAL CAR LINE, INC.
 Lessee
 By: [Signature]
 Title: Secretary/Superintendent

Lessor hereby advises Lessee that, in accordance with Lessee's instructions above, the following:

FUNDING DATE: 11/27/92 BASIC TERM COMMENCEMENT DATE: 12/1/92
 SUPPLEMENTAL RENT RATE: N/A NO. OF DAYS: _____ AMT. DUE: _____
 INTERIM RENT: NO. OF DAYS: 4 AMT. DUE: \$519.03
 BASIC RENT RATE FACTOR: _____ BASIC RENT: _____
 MTHS 01-144 .79444 % MTHS. 01-144 \$3,892.76



ACF INDUSTRIES

INCORPORATED

AMCAR DIVISION

First Union Commercial Corp.
One First Union Center
Charlotte NC 28288-0739

Attn: Linda H. Minter
Asst. Vice President

27038-01

CPC International
Corn Products Division
Cust. P.O. #84019

N PLEASE SEND CHECKS ONLY TO:
O **ACF INDUSTRIES**
T INCORPORATED
E **AMCAR DIVISION**
P.O. BOX 18794
ST. LOUIS, MO. 63178

LOT NO. 12-19530 **CUSTOMER**

INVOICE DATE 8/28/92

INVOICE NO. 6-54309

3 Three 100 Ton Roller Bearing
CF 5001 15 PSI Pressureaide Center Flow
Lettered - CCLX
Numbered - 51006, 51008, and 51009 \$ 70,000.00 EA \$ 210,000.00

Terms: Net cash upon receipt of invoice by means of wire transfer

Attachments: Bills of Lading

WE REPRESENT THAT THE GOODS COVERED BY THIS INVOICE WERE PRODUCED IN COMPLIANCE WITH ALL REQUIREMENTS OF THE FAIR LABOR STANDARDS ACT OF 1938, AS AMENDED.

*CORRESPONDENCE SHOULD BE ADDRESSED TO:

M CR: 2111.12 (12-19530) State 25 \$ 210,000.00

4 DR: 0221.01 \$ 210,000.00

ACF INDUSTRIES

INCORPORATED

AMCAR DIVISION

P.O. BOX 109
MILTON, PA. 17847



ACF INDUSTRIES

INCORPORATED

AMCAR DIVISION

First Union Commercial Corp.
One First Union Center
Charlotte NC 28288-0739

Attn: Linda H. Minter
Asst. Vice President

27038-01

**N
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E** PLEASE SEND CHECKS ONLY TO:
ACF INDUSTRIES
INCORPORATED
AMCAR DIVISION
P.O. BOX 18794
ST. LOUIS, MO. 63178

LOT NO. 12-19530 **CUSTOMER** CPC International
Corn Products Division
Cust. P.O. No. 84019

INVOICE DATE 8/31/92

INVOICE NO. 6-54312

1 One 100 Ton Roller Bearing
CF 5001 15 PSI Pressureaide Center Flow
Lettered - CCLX
Numbered - 51007 \$ 70,000.00 EA \$ 70,000.00

Terms: Net cash upon receipt of invoice by means of a wire transfer

Attachments: Bill of Lading

WE REPRESENT THAT THE GOODS COVERED BY THIS INVOICE WERE PRODUCED IN COMPLIANCE WITH
ALL REQUIREMENTS OF THE FAIR LABOR STANDARDS ACT OF 1938, AS AMENDED.

*CORRESPONDENCE SHOULD BE ADDRESSED TO:

M CR: 2111.12 (12-19530) State 25 \$ 70,000.00
4 DR: 0221.01 \$ 70,000.00

ACF INDUSTRIES

INCORPORATED

AMCAR DIVISION

P.O. BOX 109
MILTON, PA. 17847



ACF INDUSTRIES

INCORPORATED

AMCAR DIVISION

First Union Commercial Corp.
One First Union Center
Charlotte NC 28288-0739

Attn: Linda H. Minter
Asst. Vice President

27038-01

**N
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PLEASE SEND CHECKS ONLY TO:

ACF INDUSTRIES

INCORPORATED

AMCAR DIVISION

P.O. BOX 18794

ST. LOUIS, MO. 63178

INVOICE DATE

9/8/92

INVOICE NO.

6-54315

-OT NO. 12-19530 **CUSTOMER**

CPC International
Corn Products Division
Cust. P.O. No. 84019

3	Three 100 Ton Roller Bearing CF 5001 15 PSI Pressureaide Center Flow Lettered - CCLX Numbered - 51011 through 51013	\$ 70,000 EA	\$ 210,000.00
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Terms: Net cash upon receipt of invoice by means of wire transfer

Attachments: Bills of Lading

WE REPRESENT THAT THE GOODS COVERED BY THIS INVOICE WERE PRODUCED IN COMPLIANCE WITH ALL REQUIREMENTS OF THE FAIR LABOR STANDARDS ACT OF 1938, AS AMENDED.

*CORRESPONDENCE SHOULD BE ADDRESSED TO:

M	CR: 2111.12 (12-19530) State 25	\$ 210,000.00
4	DR: 0221.01	\$ 210,000.00

ACF INDUSTRIES

INCORPORATED

AMCAR DIVISION

P.O. BOX 109

MILTON, PA. 17847

EXHIBIT A

ACCEPTANCE CERTIFICATE NO. 2

In accordance with the terms of the Equipment Lease ("Lease") dated as of August 26, 1992, and the Schedule of Leased Equipment Number I dated as of August 26 1992, by and between **FIRST UNION COMMERCIAL CORPORATION** ("Lessor") and **CRYSTAL CAR LINE, INC.** ("Lessee") or other agreements between Lessor and Lessee, Lessee and Lessor agree as follows: (a) the Equipment referred to below has been delivered at the location specified in the Lease or other agreement; (b) Lessee has conducted such inspection and testing of the Equipment as Lessee deems necessary and appropriate and Lessee acknowledges that as between Lessor (and its successors and assigns) and Lessee the Equipment is in good condition and is performing satisfactorily and that Lessee accepts the Equipment for all purposes; and (c) Lessee approves the Equipment and authorizes and directs **FIRST UNION COMMERCIAL CORPORATION** to pay the manufacturer(s) or supplier(s) thereof the amount shown below:

<u>Lessee P.O. #</u>	<u>Vendor</u>	<u>Invoice #</u>	<u>Amount</u>
84019	ACF Industries	6-54431	\$490,000.00
		CCLX 51016	
		CCLX 51040	
		CCLX 51045	
		CCLX 51046	
		CCLX 51047	
		CCLX 51048	
		CCLX 51049	

EQUIPMENT LOCATION: Street: 6400 Archer Road
City: Argo
County: Cook
State: Illinois

Will the Equipment be housed within the city limits? yes x no

The above Equipment is accepted this 4 day of December, 1992.

CRYSTAL CAR LINE, INC.

By: ^{Lessee}
E. D. Peters
E. D. PETERS

Title: Secretary/Superintendent

Lessor hereby advises Lessee that, in accordance with Lessee's instructions above, the following:

FUNDING DATE: 12/14/92 BASIC TERM COMMENCEMENT DATE: 1/1/93

SUPPLEMENTAL RENT RATE: N/A NO. OF DAYS: AMT. DUE:

INTERIM RENT: NO. OF DAYS: 18 AMT. DUE: \$2,335.66

BASIC RENT RATE FACTOR: BASIC RENT:

MTHS 01- 144: .79444 %

MTHS. 01- 144 \$3892.76



ACF INDUSTRIES
INCORPORATED
AMCAR DIVISION

First Union Commercial Corp.
One First Union Center
Charlotte NC 28288-0739

Attn: Linda H. Minter
Asst. Vice President

27038-01

NOTE

PLEASE SEND CHECKS ONLY TO:
ACF INDUSTRIES
INCORPORATED
AMCAR DIVISION
P.O. BOX 18794
ST. LOUIS, MO. 63178

CPC International
Corn Products Division
Cust. P. O. No. 84019

INVOICE DATE 11/9/92

LOT NO. 12-19530

CUSTOMER

INVOICE NO. 6-54431

- 7 Seven 100 Ton Roller Bearing
CF 5001 15 PSI Pressureaide Center Flow
Lettered - CCLX
Numbered - 51016, 51040, and 51045 through 51049

\$ 70,000.00 EA

\$ 490,000.00

Terms: Net cash upon receipt of invoice by means of wire transfer

Attachments: Bills of Lading

WE REPRESENT THAT THE GOODS COVERED BY THIS INVOICE WERE PRODUCED IN COMPLIANCE WITH ALL REQUIREMENTS OF THE FAIR LABOR STANDARDS ACT OF 1938, AS AMENDED.

*CORRESPONDENCE SHOULD BE ADDRESSED TO:

ACF INDUSTRIES

INCORPORATED

AMCAR DIVISION

P.O. BOX 109
MILTON, PA. 17847

M CR: 2111.12 (12-19530) State 25 \$ 490,000.00
4 DR: 0221.01 \$ 490,000.00

ACCEPTANCE CERTIFICATE NO. 3

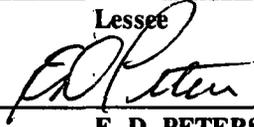
In accordance with the terms of the Equipment Lease ("Lease") dated as of August 26, 1992, and the Schedule of Leased Equipment Number I dated as of August 26, 1992 by and between FIRST UNION COMMERCIAL CORPORATION ("Lessor") and CRYSTAL CAR LINE, INC. ("Lessee") or other agreements between Lessor and Lessee, Lessee and Lessor agree as follows: (a) the Equipment referred to below has been delivered at the location specified in the Lease or other agreement; (b) Lessee has conducted such inspection and testing of the Equipment as Lessee deems necessary and appropriate and Lessee acknowledges that as between Lessor (and its successors and assigns) and Lessee the Equipment is in good condition and is performing satisfactorily and that Lessee accepts the Equipment for all purposes; and (c) Lessee approves the Equipment and authorizes and directs FIRST UNION COMMERCIAL CORPORATION to pay the manufacturer(s) or supplier(s) thereof the amount shown below:

<u>Lessee P.O. #</u>	<u>Vendor</u>	<u>Invoice #</u>	<u>Amount</u>
84019	ACF Industries	6-54474	\$630,000.00
		CCLX 51024	
		CCLX 51025	
		CCLX 51028	
		CCLX 51030	
		CCLX 51031	
		CCLX 51033	
		CCLX 51034	
		CCLX 51038	
		CCLX 51039	

EQUIPMENT LOCATION: Street: 6400 Archer Road
City: Argo
County: Cook
State: Illinois

The above Equipment is accepted this 15 day of December, 1992.

CRYSTAL CAR LINE, INC.

Lessee
By: 
E. D. PETERS

Title: Secretary/Superintendent

Lessor hereby advises Lessee that, in accordance with Lessee's instructions above, the following:

FUNDING DATE: 12/23/92 BASIC TERM COMMENCEMENT DATE: 1/1/93

SUPPLEMENTAL RENT RATE: N/A NO. OF DAYS: _____ AMT. DUE: _____

INTERIM RENT: _____ NO. OF DAYS: 9 AMT. DUE: \$5,171.80*

BASIC RENT RATE FACTOR: _____ BASIC RENT: _____

MTHS 01- 144: 0.79444% MTHS. 01-144 \$17,239.35 *

*Represents amounts due under Acceptance Certificates 3 through 6



ACF INDUSTRIES
INCORPORATED
AMCAR DIVISION

First Union Commercial Corp.
 One First Union Center
 Charlotte NC 28288-0739

Attn: Linda H. Minter
 Asst. Vice President

27038-01

N PLEASE SEND CHECKS ONLY TO:
O **ACF INDUSTRIES**
INCORPORATED
T **AMCAR DIVISION**
E P.O. BOX 18794
 ST. LOUIS, MO. 63178

CPC International
 Corn Products Division

INVOICE DATE 11/23/92

LOT NO. 12-19530

CUSTOMER Cust. P. O. No. 84019

INVOICE NO. 6-54474

9 Nine 100 Ton Roller Bearing
 CF 5001 15 PSI Pressureaide Center Flow
 Lettered - CCLX
 Numbered - 51024, 51025, 51028, 51030, 51031,
 51033, 51034, 51038, 51039

\$ 70,000.00 EA

\$ 630,000.00

Terms: Net cash upon receipt of invoice by means of wire transfer

Attachments: Bills of Lading

WE REPRESENT THAT THE GOODS COVERED BY THIS INVOICE WERE PRODUCED IN COMPLIANCE WITH
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*CORRESPONDENCE SHOULD BE ADDRESSED TO:

ACF INDUSTRIES
INCORPORATED
AMCAR DIVISION
 P.O. BOX 109
 MILTON, PA. 17847

M CR: 2111.12 (12-19530) State 25 \$ 630,000.00
 4 DR: 0221.01 \$ 630,000.00

ACCEPTANCE CERTIFICATE NO. 4

In accordance with the terms of the Equipment Lease ("Lease") dated as of August 26, 1992, and the Schedule of Leased Equipment Number I dated as of August 26, 1992 by and between **FIRST UNION COMMERCIAL CORPORATION** ("Lessor") and **CRYSTAL CAR LINE, INC.** ("Lessee") or other agreements between Lessor and Lessee, Lessee and Lessor agree as follows: (a) the Equipment referred to below has been delivered at the location specified in the Lease or other agreement; (b) Lessee has conducted such inspection and testing of the Equipment as Lessee deems necessary and appropriate and Lessee acknowledges that as between Lessor (and its successors and assigns) and Lessee the Equipment is in good condition and is performing satisfactorily and that Lessee accepts the Equipment for all purposes; and (c) Lessee approves the Equipment and authorizes and directs **FIRST UNION COMMERCIAL CORPORATION** to pay the manufacturer(s) or supplier(s) thereof the amount shown below:

<u>Lessee P.O. #</u>	<u>Vendor</u>	<u>Invoice #</u>	<u>Amount</u>
84019	ACF Industries	6-54474	\$910,000.00
		CCLX 51010	
		CCLX 51014	
		CCLX 51015	
		CCLX 51017	
		CCLX 51018	
		CCLX 51019	
		CCLX 51020	
		CCLX 51021	
		CCLX 51022	
		CCLX 51023	
		CCLX 51026	
		CCLX 51027	
		CCLX 51029	

EQUIPMENT LOCATION: Street: 6400 Archer Road
City: Argo
County: Cook
State: Illinois

The above Equipment is accepted this 15 day of December, 1992.

CRYSTAL CAR LINE, INC.

Lessee

By: 
E. D. PETERS

Title: Secretary/Superintendent

Lessor hereby advises Lessee that, in accordance with Lessee's instructions above, the following:

FUNDING DATE: 12/23/92 BASIC TERM COMMENCEMENT DATE: 1/1/93

SUPPLEMENTAL RENT RATE: N/A NO. OF DAYS: _____ AMT. DUE: _____

INTERIM RENT: * NO. OF DAYS: _____ AMT. DUE: _____

BASIC RENT RATE FACTOR: _____ BASIC RENT: _____

MTHS 01- 144: 0.79444% MTHS. 01- * %

*See Acceptance Certificate No. 3



ACF INDUSTRIES
INCORPORATED
AMCAR DIVISION

First Union Commercial Corp.
 One First Union Center
 Charlotte NC 28288-0739

Attn: Linda H. Minter
 Asst. Vice President

27038-01

**N
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E** PLEASE SEND CHECKS ONLY TO:
ACF INDUSTRIES
INCORPORATED
AMCAR DIVISION
 P.O. BOX 18794
 ST. LOUIS, MO. 63178

CPC International
 Corn Products Division
 Cust. P. D. No. 84019

INVOICE DATE 11/16/92

LOT NO. 12-19530

CUSTOMER

INVOICE NO. 6-54441

13 Thirteen 100 Ton Roller Bearing
 CF 5001 15 PSI Pressureaide Center Flow
 Lettered - CCLX
 Numbered - 51010, 51014, 51015, 51017 through 51023,
 51026, 51027, and 51029

\$ 70,000.00 EA

\$ 910,000.00

Terms: Net cash upon receipt of invoice by means of wire transfer

Attachments: Bills of Lading

**WE REPRESENT THAT THE GOODS COVERED BY THIS INVOICE WERE PRODUCED IN COMPLIANCE WITH
 ALL REQUIREMENTS OF THE FAIR LABOR STANDARDS ACT OF 1938, AS AMENDED.**

*CORRESPONDENCE SHOULD BE ADDRESSED TO:

ACF INDUSTRIES

INCORPORATED
AMCAR DIVISION

P.O. BOX 109
 MILTON, PA. 17847

M CR: 2111.12 (12-19530) State 25 \$ 910,000.00
 4 DR: 0221.01 \$ 910,000.00

ACCEPTANCE CERTIFICATE NO. 5

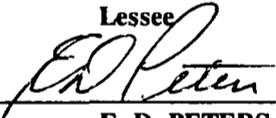
In accordance with the terms of the Equipment Lease ("Lease") dated as of August 26, 1992, and the Schedule of Leased Equipment Number I dated as of August 26, 1992 by and between **FIRST UNION COMMERCIAL CORPORATION** ("Lessor") and **CRYSTAL CAR LINE, INC.** ("Lessee") or other agreements between Lessor and Lessee, Lessee and Lessor agree as follows: (a) the Equipment referred to below has been delivered at the location specified in the Lease or other agreement; (b) Lessee has conducted such inspection and testing of the Equipment as Lessee deems necessary and appropriate and Lessee acknowledges that as between Lessor (and its successors and assigns) and Lessee the Equipment is in good condition and is performing satisfactorily and that Lessee accepts the Equipment for all purposes; and (c) Lessee approves the Equipment and authorizes and directs **FIRST UNION COMMERCIAL CORPORATION** to pay the manufacturer(s) or supplier(s) thereof the amount shown below:

<u>Lessee P.O. #</u>	<u>Vendor</u>	<u>Invoice #</u>	<u>Amount</u>
84019	ACF Industries	6-54383 CCLX 51042 CCLX 51044	\$140,000.00

EQUIPMENT LOCATION: Street: 6400 Archer Road
City: Argo
County: Cook
State: Illinois

The above Equipment is accepted this 15 day of December, 1992.

CRYSTAL CAR LINE, INC.

Lessee
By: 
E. D. PETERS

Title: Secretary/Superintendent

Lessor hereby advises Lessee that, in accordance with Lessee's instructions above, the following:

FUNDING DATE: 12/23/92 BASIC TERM COMMENCEMENT DATE: 1/1/93

SUPPLEMENTAL RENT RATE: N/A NO. OF DAYS: _____ AMT. DUE: _____

INTERIM RENT: * NO. OF DAYS: _____ AMT. DUE: _____

BASIC RENT RATE FACTOR: _____ BASIC RENT: _____

MTHS 01- 144: 0.79444% MTHS. 01- * %

* See Acceptance Certificate No. 3



ACF INDUSTRIES

INCORPORATED

AMCAR DIVISION

First Union Commercial Corp.
One First Union Center
Charlotte NC 28288-0739

Attn: Linda H. Minter
Asst. Vice President

27038-01

CPC International
Corn Products Division
Cust. P.O. No. 84019

12-19530

LOT NO.

CUSTOMER

N PLEASE SEND CHECKS ONLY TO:
O **ACF INDUSTRIES**
T INCORPORATED
E **AMCAR DIVISION**
P.O. BOX 18794
ST. LOUIS, MO. 63178

INVOICE DATE 10/26/92

INVOICE NO. 6-54383

2	Two 100 Ton Roller Bearing CF 5001 15 PSI Pressureaide Center Flow Lettered - CCLX Numbered - 51042, and 51044	\$ 70,000.00 EA	\$ 140,000.00
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Terms: Net cash upon receipt of invoice by means of wire transfer

Attachments: Bills of Lading

WE REPRESENT THAT THE GOODS COVERED BY THIS INVOICE WERE PRODUCED IN COMPLIANCE WITH ALL REQUIREMENTS OF THE FAIR LABOR STANDARDS ACT OF 1938, AS AMENDED.

*CORRESPONDENCE SHOULD BE ADDRESSED TO:

M	CR: 2111.12 (12-19530) State 25	\$ 140,000.00
4	DR: 0221.01	\$ 140,000.00

ACF INDUSTRIES

INCORPORATED

AMCAR DIVISION

P.O. BOX 109
MILTON, PA. 17847

ACCEPTANCE CERTIFICATE NO. 6

In accordance with the terms of the Equipment Lease ("Lease") dated as of August 26, 1992, and the Schedule of Leased Equipment Number I dated as of August 26, 1992 by and between **FIRST UNION COMMERCIAL CORPORATION** ("Lessor") and **CRYSTAL CAR LINE, INC.** ("Lessee") or other agreements between Lessor and Lessee, Lessee and Lessor agree as follows: (a) the Equipment referred to below has been delivered at the location specified in the Lease or other agreement; (b) Lessee has conducted such inspection and testing of the Equipment as Lessee deems necessary and appropriate and Lessee acknowledges that as between Lessor (and its successors and assigns) and Lessee the Equipment is in good condition and is performing satisfactorily and that Lessee accepts the Equipment for all purposes; and (c) Lessee approves the Equipment and authorizes and directs **FIRST UNION COMMERCIAL CORPORATION** to pay the manufacturer(s) or supplier(s) thereof the amount shown below:

<u>Lessee P.O. #</u>	<u>Vendor</u>	<u>Invoice #</u>	<u>Amount</u>
84019	ACF Industries	6-544491	\$490,000.00
		CCLX 51032	
		CCLX 51035	
		CCLX 51036	
		CCLX 51037	
		CCLX 51041	
		CCLX 51043	
		CCLX 51050	

EQUIPMENT LOCATION: Street: 6400 Archer Road
 City: Argo
 County: Cook
 State: Illinois

The above Equipment is accepted this 15 day of December, 1992.

CRYSTAL CAR LINE, INC.

Lessee
 By: 
 E. D. PETERS

Title: **Secretary/Superintendent**

Lessor hereby advises Lessee that, in accordance with Lessee's instructions above, the following:

FUNDING DATE: 12/23/92 BASIC TERM COMMENCEMENT DATE: 1/1/93
 SUPPLEMENTAL RENT RATE: N/A NO. OF DAYS: _____ AMT. DUE: _____
 INTERIM RENT: * NO. OF DAYS: _____ AMT. DUE: _____
 BASIC RENT RATE FACTOR: _____ BASIC RENT: _____
 MTHS 01- 144: 0.79444% MTHS. 01- * _____ %

* See Acceptance Certificate No. 3



ACF INDUSTRIES
INCORPORATED
AMCAR DIVISION

First Union Commercial Corp.
 One First Union Center
 Charlotte NC 28288-0739

Attn: Linda H. Minter
 Asst. Vice President

27038-01

**N
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E** PLEASE SEND CHECKS ONLY TO:
ACF INDUSTRIES
INCORPORATED
AMCAR DIVISION
 P.O. BOX 18794
 ST. LOUIS, MO. 63178

CPC International
 Corn Products Division
 Cust. P. O. No. 84019

INVOICE DATE 11/30/92

LOT NO. 12-19530

CUSTOMER

INVOICE NO. 6-54491

7 Seven 100 Ton Roller Bearing
 CF 5001 15 PSI Pressureaide Center Flow
 Lettered - CCLX
 Numbered - 51032, 51035, 51036, 51037, 51041,
 51043, and 51050

\$ 70,000.00 EA

\$ 490,000.00

Terms: Net cash upon receipt of invoice by means of wire transfer

Attachments: Bills of Lading

WE REPRESENT THAT THE GOODS COVERED BY THIS INVOICE WERE PRODUCED IN COMPLIANCE WITH
 ALL REQUIREMENTS OF THE FAIR LABOR STANDARDS ACT OF 1938, AS AMENDED.

*CORRESPONDENCE SHOULD BE ADDRESSED TO:

ACF INDUSTRIES
INCORPORATED
AMCAR DIVISION

M CR: 2111.12 (12-19530) State 25 \$ 490,000.00
 4 DR: 0221.01 \$ 490,000.00

P.O. BOX 109
 MILTON, PA. 17847

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I, Linda H. Minter, have compared the copy of the Equipment Lease and the Schedule of Leased Equipment dated August 26, 1992 between First Union Commercial Corporation and Crystal Car Line, Inc. with the original documents and have found the copies to be complete and identical in all respects to the originals.

Linda H. Minter
Notary Public

My Commission Expires:

March 12, 1997