

19814

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December 19, 1995

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~~ copies of a Memorandum of Equipment Lease, dated as of December 14, 1995, a primary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

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

Lessor:	First Security Leasing Company 381 East Broadway Salt Lake City, Utah 84111
Lessee:	Kyle Railroad Company 3 rd and Railroad Avenue Phillipsburg, Kansas 67661

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

Fifty (50) new round sided grain cars manufactured by Trinity Industries, Inc. bearing KRIX reporting marks and road numbers within the series KRIX 59001 - KRIX 59050 inclusive.

Also enclosed is a check in the amount of \$21.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

C. Du... to... file - 12/19/95



Interstate Commerce Commission
Washington, D.C. 20423-0001

12/18/95

Office Of The Secretary

Robert W. Alvord
Alvord And Alvord
018 Sixteenth Street, NW., Ste. 200
Washington, DC., 20006-2973

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 12/18/95 at 12:15PM, and assigned recordation number(s). 19814.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)
(0100895030)

\$ 21.00 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

198/4

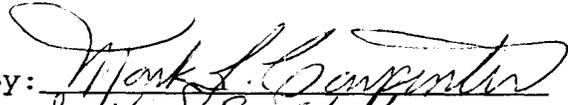
MEMORANDUM OF EQUIPMENT LEASE

This Memorandum of Equipment Lease is intended to evidence the Master Equipment Lease Agreement, dated as of December 15, 1995, and Lease Schedule to Master Equipment Lease Agreement No. 1, dated December 15, 1995 (together, the "Lease"), between First Security Leasing Company, having its principal office at 381 East Broadway, Salt Lake City, Utah 84111 ("Lessor") and Kyle Railroad Company, 3rd and Railroad Avenue, Phillipsburg, Kansas 67661 ("Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 11303 of Title 49 of the United States Code. Lessor is the owner of the 5161 cu. ft. round sided grain cars more fully described in Attachment 1 hereto (the "Equipment"). Lessee has leased from Lessor the Equipment at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due authority, have executed this Memorandum of Lease as of December 15, 1995.

Lessor:

FIRST SECURITY LEASING COMPANY

By: 
Mark L. Carpenter
Vice President

Lessee:

KYLE RAILROAD COMPANY

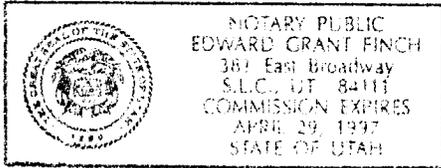
By: 
Rick Cecil
Executive Vice President

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

On this 14 day of December 1995, before me personally appeared Mark Carpanti, to me personally known, who being by me duly sworn, says that he is a SUP of First Security Leasing Company, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Edward Grant Finch
Notary Public
Residing at:

My Commission expires:



STATE OF ARIZONA)
 : SS.
COUNTY OF MARICOPA)

On this 18th day of December 1995, before me personally appeared Rick Cecil, to me personally known, who being by me duly sworn, says that he is the Executive Vice President of Kyle Railroad Company, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Demaris K Williams
Notary Public
Residing at: Phoenix, Az

My Commission expires:

August 1, 1996

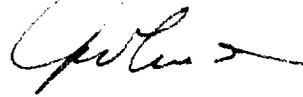
ATTACHMENT 1

Fifty (50) newly manufactured 5161 cu. ft. round sided grain cars manufactured by Trinity Industries, Inc. bearing road numbers ~~KR1X~~ 59001 through 59050, inclusive.

Mr. Vernon A. Williams
December 19, 1995
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Kindly return one stamped copy of the enclosed documents to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Robert W. Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/bjg
Enclosures