

0100908003

DONELAN, CLEARY, WOOD & MASER, P.C.

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December 28, 1995

Via Hand Delivery
Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

19846
DEC 28 1995 9:55 AM
COMMERCE COMMISSION

RECEIVED
DEC 28 1995

Dear Secretary Williams:

Enclosed for recordation, under the provisions of 49 U.S.C. § 11303(a) and the regulations promulgated thereunder, are executed counterparts of a Memorandum of Master Equipment Lease No. 02260, Schedule A No. 02260-03 ("Memorandum of Schedule A to Master Lease"), dated as of December 21, 1995, between Dana Container, Inc. ("Lessee") and Cargill Leasing Corporation ("Lessor"), a primary document not previously recorded.

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

- LESSOR - Cargill Leasing Corporation
6000 Clearwater Drive
Minnetonka, Minnesota 55343-9497
- LESSEE - Dana Container, Inc.
210 Essex Avenue East
Avenel, New Jersey 07001

A general description of the railroad equipment covered by the enclosed document is as follows: thirty-two (32) Trinity Industries 23,589 Gallon Capacity, Coiled and Insulated Railroad Tank Cars, bearing identification marks and numbers DANX 123000-123031, inclusive, as more specifically described in the enclosed document. The Lessor and the Lessee are entering into that certain Schedule A No. 02260-03 under that certain Master Equipment Lease No. 02260 dated August 18, 1992, covering the aforesaid railroad equipment. The parties wish to show for the public record the ownership of the said railroad equipment by the Lessor and leasehold interest in the said railroad equipment of the Lessee, and accordingly have caused this memorandum of Schedule A to Master Lease to be executed and recorded with the Commission.

Enclosed is a remittance in the amount of \$21.00 for the required recording fee.

Counterparts - J.A. Maser

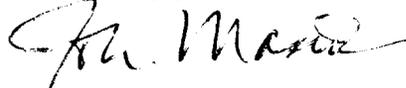
Letter to Honorable Vernon A. Williams
December 28, 1995
Page 2

A short summary of the document to appear in the index follows:

“Memorandum of Master Equipment Lease No. 02260, Schedule A No. 02260-03
dated as of December 21, 1995
between Dana Container, Inc. as Lessee and Cargill Leasing Corporation, as Lessor, covering 32
23,589 Gallon Capacity, Coiled and Insulated Railroad Tank Cars bearing identification marks and
numbers DANX 123000-123031, inclusive.”

Once the filing has been made, please return to bearer the stamped counterparts not needed
for your files, together with the fee receipt, the letter from the ICC acknowledging the filing, and
the extra copies of this letter of transmittal.

Very truly yours,



John K. Maser III
*Attorney for purposes of this filing for
Dana Container, Inc. and Cargill Leasing
Corporation*

Enclosures

1200-140

MEMORANDUM OF MASTER EQUIPMENT LEASE NO. 02260, 19846
SCHEDULE A NO, 02260-03

DEC 20 1995 - 9 10 AM

MEMORANDUM OF SCHEDULE A NO. 02260-03 dated as of this 21st day of December, 1995, between Dana Container, Inc. with its principal place of business at 210 Essex Avenue East, Avenel, NJ 07001 (hereinafter "Lessee"), and Cargill Leasing Corporation, having its principal place of business at 6000 Clearwater Drive, Minnetonka, MN 55343-9497 (hereinafter "Lessor").

WHEREAS Lessee and Lessor are entering into Schedule A No. 02260-03 (the "Schedule") under Master Equipment Lease No. 02260 dated August 18, 1992, covering thirty-two (32) Trinity Industries 23,589 Gallon Capacity, Coiled and insulated Railroad Tank Cars DOT 111A100W1, Model 30-236-5, with Running Numbers and Serial Numbers outlined in the table below, at any time subjected thereto together with any and all accessions, additions, improvements from time to time incorporated or installed therein (the "Equipment").

RUNNING NO.	SERIAL NO.	RUNNING NO.	SERIAL NO.
123000	517712	123016	517728
123001	517713	123017	517729
123002	517714	123018	517730
123003	517715	123019	517731
123004	517716	123020	517732
123005	517717	123021	517733
123006	517718	123022	517734
123007	517719	123023	517735
123008	517720	123024	517736
123009	517721	123025	517737
123010	517722	123026	517738
123011	517723	123027	517739
123012	517724	123028	517740
123013	517725	123029	517741
123014	517726	123030	517742
123015	517727	123031	517743

Reporting Marks: DANX

IN WITNESS WHEREOF, the parties wish to show for the public record the ownership of the said Equipment by Lessor, and the leasehold interest in the said Equipment of Lessee, and accordingly have caused this memorandum to be executed by their officers thereunto duly authorized, as of the date first above written.

This memorandum may be executed in any number of counterparts and by different parties hereto in separate counterparts, but all such counterparts together shall constitute one and the same instrument.

DANA CONTAINER, INC. as Lessee

CARGILL LEASING CORPORATION as Lessor

By: _____
 Sign Name

By: *Mary L. Hunt*

By: _____
 Print Name

Title: CONTROLLER

Title: _____



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

12/28/95

Office Of The Secretary

John K. Maser III
Donelan, Cleary, Wood & Maser, PC
1100 New York Avenue, NW., Ste. 750
Washington, DC., 20005-3934

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 12/28/95 at 9:55AM, and assigned recordation number(s). 19846.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)
(0100908003)

\$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

**MEMORANDUM OF MASTER EQUIPMENT LEASE NO. 01914,
SCHEDULE A NO, 02260-03**

MEMORANDUM OF SCHEDULE A NO. 02260-03 dated as of this 21st day of December, 1995, between Dana Container, Inc. with its principal place of business at 210 Essex Avenue East, Avenel, NJ 07001 (hereinafter "Lessee"), and Cargill Leasing Corporation, having its principal place of business at 6000 Clearwater Drive, Minnetonka, MN 55343-9497 (hereinafter "Lessor").

WHEREAS Lessee and Lessor are entering into Schedule A No. 02260-03 (the "Schedule") under Master Equipment Lease No. 02260 dated August 18, 1992, covering thirty-two (32) Trinity Industries 23,589 Gallon Capacity, Coiled and insulated Railroad Tank Cars DOT 111A100W1, Model 30-236-5, with Running Numbers and Serial Numbers outlined in the table below, at any time subjected thereto together with any and all accessions, additions, improvements from time to time incorporated or installed therein (the "Equipment").

RUNNING NO.	SERIAL NO.	RUNNING NO.	SERIAL NO.
123000	517712	123016	517728
123001	517713	123017	517729
123002	517714	123018	517730
123003	517715	123019	517731
123004	517716	123020	517732
123005	517717	123021	517733
123006	517718	123022	517734
123007	517719	123023	517735
123008	517720	123024	517736
123009	517721	123025	517737
123010	517722	123026	517738
123011	517723	123027	517739
123012	517724	123028	517740
123013	517725	123029	517741
123014	517726	123030	517742
123015	517727	123031	517743

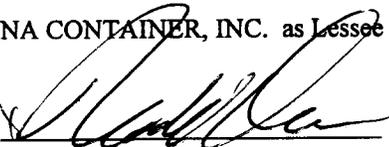
Reporting Marks: DANX

IN WITNESS WHEREOF, the parties wish to show for the public record the ownership of the said Equipment by Lessor, and the leasehold interest in the said Equipment of Lessee, and accordingly have caused this memorandum to be executed by their officers thereunto duly authorized, as of the date first above written.

This memorandum may be executed in any number of counterparts and by different parties hereto in separate counterparts, but all such counterparts together shall constitute one and the same instrument.

DANA CONTAINER, INC. as Lessee

CARGILL LEASING CORPORATION as Lessor

By: 

By: _____

Sign Name

By: Ronald Dana

Title: _____

Print Name

Title: President

LESSEE NOTARY

X STATE OF New Jersey)
COUNTY OF Middlesex)

SS:

X On this 22nd day of December, 19 95, personally appeared before me, Ronald Dana, who being by me duly sworn, did say that (s)he is Pres. of DANA, that the foregoing instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

X Ann Marie Danosec
NOTARY PUBLIC
MY COMMISSION EXPIRES
ANN MARIE DANOSEC
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Feb. 24, 1999

LESSOR NOTARY

STATE OF _____)
COUNTY OF _____)

SS:

On this ____ day of _____, 19____, personally appeared before me, _____, who being by me duly sworn, did say that (s)he is _____ of _____, that the foregoing instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

NOTARY PUBLIC
MY COMMISSION EXPIRES

LESSEE NOTARY

STATE OF _____)
)
COUNTY OF _____)

SS:

On this ____ day of _____, 19____, personally appeared before me, _____ who being by me duly sworn, did say that (s)he is _____ of _____, that the foregoing instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

NOTARY PUBLIC
MY COMMISSION EXPIRES

LESSOR NOTARY

STATE OF MINNESOTA)
)
COUNTY OF HENNEPIN)

SS:

On this 20 day of DECEMBER, 1995, personally appeared before me, MARY LKURTH who being by me duly sworn, did say that (s)he is Controller of Council LEASING Corporation that the foregoing instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lisa M. Merk
NOTARY PUBLIC
MY COMMISSION EXPIRES

