

0019900



January 5, 1996

Interstate Commerce Commission  
Room 2311  
12th Street & Constitution Avenue, N.W.  
Washington, D.C. 20423

RE: Initial filing requested

Dear Sir/Madam:

Enclosed please find the following document (2 originals) to be filed with the ICC:

\* Memorandum of Lease, effective November 1, 1994, by IES Utilities, Inc. (Lessee), and GATX Third Aircraft Corporation (Lessor)

Note that this is the initial filing for this transaction.

After filing, please send back one original to my attention at the address on this letterhead.

Our check number 1301, dated January 5, 1996 in the amount of \$21.00 is attached to pay the fee.

Please call me at (415)955-3373 should you have any questions. Thank you.

Very truly yours,

GATX CAPITAL CORPORATION

Sheila A. Stetson  
Contract Administrator

Encls.

cc: Iowa Electric, #3238, corresp.



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

Office Of The Secretary

1/23/96

Shelia A. Stetson  
Contract Administrator  
GATX Capital Corporation  
Four Embarcadero Center, Ste. 2200  
San Francisco, CA. 94111

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/22/96 at 10:35AM, and assigned recordation number(s). 19900.

Sincerely yours,

Vernon A. Williams  
Secretary

Enclosure(s)

(0100930002)

\$ 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

1990

MEMORANDUM OF LEASE

This Memorandum of Lease is executed to be effective as of November 1, 1994 by IES Utilities Inc. ("Lessee") and GATX Third Aircraft Corporation ("Lessor").

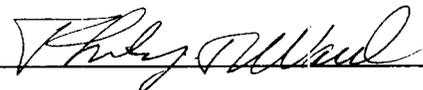
WITNESSETH

Lessee and Lessor have entered into a certain Equipment Lease Agreement (the "Lease") of even date herewith, whereunder Lessee has leased from Lessor certain open top hopper railcars bearing road numbers specified in Annex A hereto (the "Equipment").

This Memorandum of Lease has been executed and delivered by the parties for the purpose of recording and giving notice of Lessor's ownership of the Equipment, subject to all terms of the Lease.

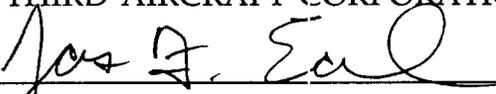
In witness whereof, the parties have executed this instrument as of the date first written above.

IES UTILITIES INC.

By: 

Its: VICE PRESIDENT  
ENGINEERING AND GENERATION

GATX THIRD AIRCRAFT CORPORATION

By: 

Its: VICE PRESIDENT

ANNEX A TO EQUIPMENT LEASE AGREEMENT

All Cars Marked GIEX

90008	90139	90219	90315
90020	90140	90220	90328
90031	90143	90224	90334
90033	90144	90226	90405
90041	90146	90230	90406
90043	90149	90232	90409
90044	90150	90238	90411
90059	90151	90241	90413
90061	90153	90244	90414
90062	90154	90245	90417
90066	90155	90246	90418
90067	90157	90257	90419
90070	90159	90261	90421
90072	90161	90262	90425
90075	90164	90265	90427
90080	90167	90276	90428
90081	90172	90278	90430
90091	90174	90279	90432
90093	90184	90280	90435
90094	90188	90282	90436
90098	90192	90283	90438
90100	90194	90288	90439
90101	90195	90290	90440
90103	90198	90292	90442
90106	90201	90295	90443
90118	90208	90298	90444
90119	90211	90299	90445
90129	90213	90300	90447
90138	90214	90301	
90004	90060	90128	90185
90006	90073	90168	90212
90012	90079	90170	90251
90035	90082	90180	90284
90053	90110	90181	90307