

SOUTHERN ILLINOIS RAILCAR COMPANY
120 W. MARKET, P.O. BOX 288
TROY, IL 62294

LINDELL BANK & TRUST COMPANY
6900 CLAYTON AVENUE
ST. LOUIS, MO 63139

Loan Number _____
Date AUGUST 17, 1992
Maturity Date NOVEMBER 17, 1997
Loan Amount \$ 250,000.00
Renewal Of _____

BORROWER'S NAME AND ADDRESS
"I" includes each borrower above, joint and severally.

LENDER'S NAME AND ADDRESS
"You" means the lender, its successors and assigns.

For value received, I promise to pay to you, or your order, at your address listed above the PRINCIPAL sum of TWO HUNDRED FIFTY THOUSAND AND NO/100***** Dollars \$ 250,000.00

Single Advance: I will receive all of this principal sum on AUGUST 17, 1992. No additional advances are contemplated under this note.

Multiple Advance: The principal sum shown above is the maximum amount of principal I can borrow under this note. On 17924/1 I will receive the amount of \$ _____ and future principal advances are contemplated.

Conditions: The conditions for future advances are _____
RECORDATION NO. _____ FILED 1425

AUG 25 1992-9 30 AM

INTERSTATE COMMERCE COMMISSION

Open End Credit: You and I agree that I may borrow up to the maximum amount of principal more than one time. This feature is subject to all other conditions and expires on _____

Closed End Credit: You and I agree that I may borrow up to the maximum amount one time (and subject to all other conditions).

INTEREST: I agree to pay interest on the outstanding principal balance from AUGUST 17, 1992 at the rate of 8.25 % per year until AUGUST 17, 1992

Variable Rate: This rate may then change as stated below.
 Index Rate: The future rate will be 2.25% OVER the following index rate: THE FROM TIME TO TIME HIGHER PRIME RATE AS PUBLISHED IN THE MIDWEST EDITION OF THE WALLSTREET JOURNAL.

No Index: The future rate will not be subject to any internal or external index. It will be entirely in your control.

Frequency and Timing: The rate on this note may change as often as DAILY
A change in the interest rate will take effect ON THE SAME DAY

Limitations: During the term of this loan, the applicable annual interest rate will not be more than _____ % or less than 8.00 %.

Effect of Variable Rate: A change in the interest rate will have the following effect on the payments:
 The amount of each scheduled payment will change. The amount of the final payment will change.

ACCURAL METHOD: Interest will be calculated on a ACTUAL/360 basis.

POST MATURITY RATE: I agree to pay interest on the unpaid balance of this note owing after maturity, and until paid in full, as stated below:
 on the same fixed or variable rate basis in effect before maturity (as indicated above).

at a rate equal to _____

LATE CHARGE: If a payment is made more than _____ days after it is due, I agree to pay a late charge of _____

ADDITIONAL CHARGES: In addition to interest, I agree to pay the following charges which are are not included in the principal amount above:

PAYMENTS: I agree to pay this note as follows:

Interest: I agree to pay accrued interest ON DEMAND, BUT IF NO DEMAND IS MADE THEN MONTHLY BEGINNING SEPTEMBER 17, 1992 and on NOVEMBER 17, 1997

Principal: I agree to pay the principal ON DEMAND, BUT IF NO DEMAND IS MADE THEN \$4,166.67 MONTHLY BEGINNING DECEMBER 17, 1992, BALANCE DUE NOVEMBER 17, 1997

Installments: I agree to pay this note in _____ payments. The first payment will be in the amount of \$ _____ and will be due _____ A payment of \$ _____ will be due _____ thereafter. The final payment of the entire

unpaid balance of principal and interest will be due _____

Unpaid Interest: If checked, then any accrued interest not paid when due (whether due by reason of a schedule of payments or due because of Lender's demand) will become part of the principal thereafter, and will bear interest at the interest rate in effect from time to time as provided for in this agreement.

ADDITIONAL TERMS:

SECURITY AGREEMENT DATED AUGUST 17, 1992 COVERING 59 GENERAL AMERICAN AIRSLIDE COVERED HOPPERS.

PERSONAL GUARANTY OF FRED L. AND EUGENIA M. PARSONS DATED AUGUST 17, 1992

PURPOSE: The purpose of this loan is BUSINESS:
PURCHASE RAILCARS

SIGNATURES: I AGREE TO THE TERMS OF THIS NOTE (INCLUDING THOSE ON PAGE 2). I have received a copy on today's date.

Signature for Lender
James C. Seitz
X JAMES C. SEITZ, EXECUTIVE VICE PRESIDENT

SOUTHERN ILLINOIS RAILCAR COMPANY
BY: Fred L. Parsons
FRED L. PARSONS, PRESIDENT

NOTARY: SIGNED AND SWORN TO BEFORE ME
THIS 17th DAY OF AUGUST, 1992.

Margaret S. Brielmaier
NOTARY PUBLIC

* All Cars now have
SIRX prefix

SCHEDULE "A"

	CPTY	UMLER LEDGER VALUE	BLTDTE	MFG	MLG RATE	FORMER LESSEE
9301	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9302	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9303	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	SOO LINE
9304	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9305	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	SOO LINE
9306	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9307	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9308	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	SOO LINE
9309	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	RAIL LEASE
9310	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9311	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9313	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9314	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9315	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9316	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	RAIL LEASE
9317	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9318	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	SOO LINE
9319	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9321	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	SOO LINE
9322	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9323	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9324	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9325	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	RAIL LEASE
9326	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9328	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9329	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9330	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9331	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	SOO LINE
9332	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9333	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	RAIL LEASE
9334	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9335	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9336	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	SOO LINE
9338	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	SOO LINE
9339	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9340	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9341	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9342	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9343	2,600	\$14,279	01/68	GENERAL AMERICAN	0.218	RAIL LEASE
9344	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9345	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE
9346	2,600	\$14,279	07/68	GENERAL AMERICAN	0.218	SOO LINE

UNIT #	LOCATION	PRICE	UNIT #	LOCATION	PRICE
202015	VARIOUS	FL \$2,700.00	201024	VARIOUS	FL \$2,700.00
2250	VARIOUS	FL \$2,700.00	202113	VARIOUS	FL \$2,700.00
2593	VARIOUS	FL \$2,700.00	38880	VARIOUS	FL \$2,700.00
2552	VARIOUS	FL \$2,700.00	201087	VARIOUS	FL \$2,700.00
830051	VARIOUS	FL \$2,700.00	201058	VARIOUS	FL \$2,700.00
202039	VARIOUS	FL \$2,700.00	5554	VARIOUS	FL \$2,700.00
201147	VARIOUS	FL \$2,700.00	201063	VARIOUS	FL \$2,700.00
202025	VARIOUS	FL \$2,700.00	201040	VARIOUS	FL \$2,700.00
2380	VARIOUS	FL \$2,700.00			