

OSTER
Researching Services
12897 Colonial Dr. • Mt. Airy, Md. 21771
301-253-6040

RECORDATION NO. 20202-D
FILED 1425
DEC 30 1996 -9 50 AM

December 30, 1996

Mr. Vernon Williams
Secretary
Surface Transportation Board
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recording with the Surface Transportation Board is a Schedule to Lease Agreement (#003) dated 12/23/96 which is a supplemental document to a Lease Agreement between FBS Business Finance Corporation and Carmath, Inc., filed previously under STB Recordation #20202.

Please record this agreement as a secondary document to STB Recordation #20202. The filing fee of \$22 is enclosed.

Thank you for your assistance.

Sincerely,

Mary Ann Oster

Mary Ann Oster
Research Consultant

Enclosures

Quarterly report - Mary Ann Oster



DEC 30 1996 9 50 AM

SCHEDULE TO LEASE AGREEMENT
(EQUIPMENT)
FBS BUSINESS FINANCE CORPORATION — Lessor
LEASING DIVISION
601 Second Avenue South, MPFP0904, Minneapolis, Minnesota 55402-4302
PHONE (612) 973-0939

LESSEE: Carmath, Inc.

LESSEE NO: 1015957

SCHEDULE NO. 003

EQUIPMENT

Eight (8) 4750 Megor Aluminum Hoppers GACX40916, GACX40917, GACX40918, GACX40919,
GACX40920, GACX40921, GACX 40922, GACX40923

Location of Equipment: County: Minnehaha
1200 N. Weber
Sioux Falls, SD 57101

Lessor and Lessee agree that, with respect to all Equipment leased by Lessee pursuant to this Schedule No. 003 they will set forth their agreements relating to the amount and payment of rent and Stipulated Loss Values, in a separate rent agreement dated as of December 23, 1996 (the "Rent Agreement") entered into contemporaneously with this Schedule. Accordingly, Lessor and Lessee hereby agree that the following terms shall be as defined in the Rent Agreement and shall be deemed incorporated by reference in this Schedule with the same force and effect as if set forth in full herein: Total Cost of Equipment, Initial Term of Lease, Rent Payment Due Date, Total Number of Rent Payments and Stipulated Loss Values. In addition, Lessor and Lessee agree that and other terms and conditions set forth in the Rent Agreement shall be deemed to be incorporated herein by referenced with the same force and effect as if set forth in full herein.

Rent Payments shall commence upon Lessee's acceptance of the Equipment and shall be made on each Rent Payment Due Date thereafter until the Total Number of Rent Payments has been made.
Lessor hereby leases to Lessee and Lessee hereby leases from Lessor the Equipment described above on the terms and conditions set forth above and pursuant to and subject to all terms and conditions of the Lease Agreement between Lessor and Lessee dated **July 25, 1996**.

ACCEPTED

DATED AS OF: X 12-23-96

FBS BUSINESS FINANCE CORPORATION
(LESSOR)

CARMATH, INC.
(NAME OF LESSEE)

By Deborah J. Eckert
(Signature)
Title Assistant Vice President
And By _____
(Signature)
Title _____

By X Guy Cannon
(Signature)
Title X President
And By X Robert Marshall
(Signature)
Title X Vice President

STATE OF SD.

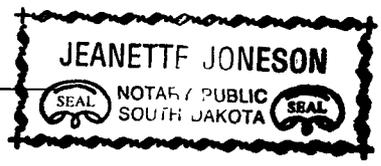
COUNTY OF Minnehaha

On this 23 day of Dec., 1996, before me personally came Greg Carmon to me known, who, being by me duly sworn, did depose and say that he is the Pres. of Carmath, Inc., a S corporation, and he acknowledged to me that he executed the foregoing document on behalf of said corporation by order of its Board of Directors and that such document was the free act and deed of said corporation

Witness my hand and official seal

Jeanette Joneson
Notary Public in and for said State

My commission expires
My Commission Expires March 1, 2004



STATE OF SD

COUNTY OF Minnehaha

On this 23 day of Dec., 1996, before me personally came Robt R. Mathiesen to me known, who, being by me duly sworn, did depose and say that he is the V Pres. of Carmath, Inc., a S corporation, and he acknowledged to me that he executed the foregoing document on behalf of said corporation by order of its Board of Directors and that such document was the free act and deed of said corporation

Witness my hand and official seal



Jeanette Joneson
Notary Public in and for said State

My commission expires
My Commission Expires March 1, 2004

STATE OF MINNESOTA

COUNTY OF HENNEPIN

On this 26 day of December, 1996, before me personally came Deborah J. Eckert to me known, who, being by me duly sworn, did depose and say that she is the Assistant Vice President of FBS Business Finance Corporation, a Delaware corporation, and she acknowledged to me that she executed the foregoing document on behalf of said corporation by order of its Board of Directors and that such document was the free act and deed of said corporation

Witness my hand and official seal

Marka J. Handy
Notary Public in and for said State

My commission expires.

