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RECORDATION NO 17161-D FILED 148

APR 29 1991 -12 50 PM

INTERSTATE COMMERCE COMMISSION

April 29, 1991

The Honorable Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
Washington, DC 20423

1-119A061

APR 29 1991 16:43:47

Dear Secretary Strickland:

Enclosed for recordation, under the provisions of 49 U.S.C. §11303(a) and the regulations thereunder, are the original and one counterpart of Rail Car Acceptance and Equipment Schedule, dated April 24, 1991, a secondary document, relating to Purchase and Lease Agreement, dated as of December 31, 1990, among Cargill, Incorporated, a Delaware corporation, ("Lessee"), The CIT Group/Equipment Financing, Inc., a New York corporation, ("Lessor") and Helm Financial Corporation, a California corporation ("Seller"), a primary document recorded under Recordation No. 17161.

It is my understanding that the recordation number to be assigned to this new document, as described in the proceeding paragraph, will be: 17161-D.

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

- LESSEE: Cargill, Incorporated  
P.O. Box 5621  
Minneapolis, MN 55440
- LESSOR: The CIT Group/Equipment Financing, Inc.  
1400 Renaissance Drive  
Suite 312  
Park Ridge, IL 60068
- SELLER: Helm Financial Corporation  
One Embarcadero Center  
San Francisco, CA 94111

A general description of the railroad equipment covered by the enclosed document is attached hereto as Schedule A.

*Counterparts of your memo*

DONELAN, CLEARY, WOOD & MASER, P. C.  
The Honorable Sidney L. Strickland, Jr.  
April 29, 1991  
Page 2

The undersigned is the attorney-in-fact of Lessee, Lessor and Seller mentioned in the document and has knowledge of the matters set forth therein.

Please return the original of the enclosed document to John K. Maser III, Esquire, Donelan, Cleary, Wood & Maser, P.C., 1275 K Street, N.W., Suite 850, Washington, DC 20005, or to the bearer hereof.

Also enclosed is a remittance in the amount of \$15.00 for the required recording fee.

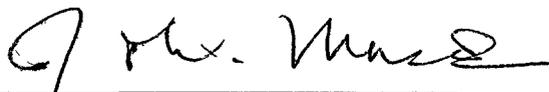
Short summary of the document to appear in the index follows:

**SECONDARY DOCUMENT:**

Rail Car Acceptance and Equipment Schedule, dated April 24, 1991, relating to the Purchase and Lease Agreement, dated as of December 31, 1990, recorded under Recordation No. 17161, among Cargill, Incorporated, ("Lessee"), The CIT Group/Equipment Financing Inc. ("Lessor") and Helm Financial Corporation ("Seller"), relating to 22 rebuilt 100 ton roller bearing 4750 aluminum covered hopper railcars bearing Lessee's Identification Nos. CLSX 107, 109, 120, 126, 201, 209, 210, 212, 217, 225, 233, 246, 247, 256, 261, 307, 320, 405, 407, 408, 412 and 414.

Very truly yours,

CARGILL, INCORPORATED  
THE CIT GROUP/EQUIPMENT  
FINANCING INC.  
HELM FINANCIAL CORPORATION

By   
John K. Maser III  
Attorney-in-Fact

004/FS  
Attachments

Schedule A

Twenty-two (22) rebuilt 100 ton roller bearing 4750 aluminum covered hopper Rail Cars accepted on March 31, 1991.

New Reporting Mark Car <u>Number</u>	<u>Previous Number</u>	Original Reporting Car <u>Number</u>
CLSX 107	SBD 248979	SAL 35034
CLSX 109	SBD 248983	SAL 35038
CLSX 120	SBD 249012	SAL 35067
CLSX 126	SBD 249039	SAL 35039
CLSX 201	SBD 248758	LN 250012
CLSX 209	SBD 248771	LN 250035
CLSX 210	SBD 248773	LN 250037
CLSX 212	SBD 248776	LN 250041
CLSX 217	SBD 248792	LN 250065
CLSX 225	SBD 248859	LN 250518
CLSX 233	-	LN 250019
CLSX 246	-	LN 250066
CLSX 247	-	LN 250069
CLSX 256	-	LN 250087
CLSX 261	-	LN 250098
CLSX 307	SBD 249090	SAL 35145
CLSX 320	SCL 835223	SAL 35223
CLSX 405	CSXT 248832	LN 250121
CLSX 407	CSXT 248837	LN 250128
CLSX 408	CSXT 248852	LN 250511
CLSX 412	-	LN 250113
CLSX 414	-	LN 250125

# Interstate Commerce Commission

Washington, D.C. 20423

4/29/91

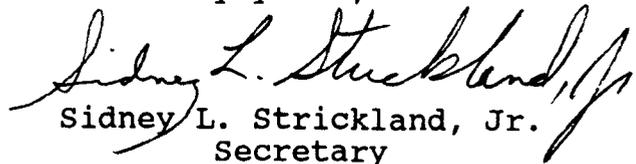
OFFICE OF THE SECRETARY

John K. Maser III  
Donelan, Cleary, Wood & Maser, P. C.  
Suite 850  
1275 K Street, N. W.  
Washington, D. C. 20005-4006

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 4/29/91 at 12:50PM, and assigned recordation number(s). 17161-D

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary



SCHEDULE A

Twenty-two (22) rebuilt 100 ton roller bearing 4750 aluminum covered hopper Rail Cars accepted on March 31, 1991.

New Reporting Mark	Car Number	Original Reporting	Car Number
CLSX	107	SAL	35034
CLSX	109	SAL	35038
CLSX	120	SAL	35067
CLSX	126	SAL	35039
CLSX	201	LN	250012
CLSX	209	LN	250035
CLSX	210	LN	250037
CLSX	212	LN	250041
CLSX	217	LN	250065
CLSX	225	LN	250518
CLSX	233	LN	250019
CLSX	246	LN	250066
CLSX	247	LN	250069
CLSX	256	LN	250087
CLSX	261	LN	250098
CLSX	307	SAL	35145
CLSX	320	SAL	35223
CLSX	405	LN	250121
CLSX	407	LN	250128
CLSX	408	LN	250511
CLSX	412	LN	250113
CLSX	414	LN	250125