LAW OFFICES
ALLEN H. HARRISON, JR.
SUITE 706
2009 NORTH 14TH STREET
ARLINGTON, VIRGINIA 22201

TELEPHONE (703) 524-8309
FAX (703) 524-3035

RECORDATION NO. 22544-N FILED
SEP 05 '00 2-28 PM
SURFACE TRANSPORTATION BOARD

September 5, 2000

Recordation No. 22544-N

Dear Mr. Williams:

On behalf of The Dow Chemical Company, I submit for filing and recording under 49 U.S.C. § 11301 (a) and the regulations applicable thereunder, executed counterparts of a secondary document, not previously recorded, entitled Lease Supplement No. 14 ("Supplement 14") dated September 5, 2000.

The parties to the enclosed Supplement 14 are:

Dow Railcar Statutory Trust - 1999 - LESSOR
c/o State Street Bank and Trust
Company of Connecticut
225 Asylum Street
Goodwin Square
Hartford, CT 06103

The Dow Chemical Company - LESSEE
2030 Dow Center
Midland, MI 48674

The said Supplement 14, among other things, acts to lease the equipment listed in Supplement 14 to the Lessee by the Lessor.

The total units of equipment covered by Supplement 14 are 33 tank cars and 121 hopper cars as identified in Schedule A to this letter.

A short summary of Supplement 14 to appear in the Surface Transportation Board Index is as follows:

"Covers 33 tank cars and 121 hopper cars, DOWX numbers as covered in Schedule A to Lease Supplement No. 14"

Please enter under this Recordation No. the following cross index reference:

"See Recordation No. 22545 and 22545-N".

Enclosed is a check in the amount of fifty-two ($52.00) in payment of the filing fee ($26.00) and the cross indexing fee ($26.00).

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

Allen H. Harrison, Jr.
Attorney for The Dow Chemical Company, for the purpose of this filing.

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Enclosures
BY HAND

8355-020

SCHEDULE A

BOTM DOW CONFIDENTIAL 08/22/00

DOW RAIL CARS IN ACTIVE SERVICE UNDER THE BOTM SYNTHETIC LEASE

SUPPL NO 14 HOPPER

BUILDER: ACF
RIDER: A0600

CARGROUP	CARMARK	ACQUIRE LOCATION
CHCS62L----	DOWX066527	FREEPORT, TX
	DOWX066538	FREEPORT, TX
	DOWX066539	FREEPORT, TX
	DOWX066545	FREEPORT, TX
	DOWX066546	FREEPORT, TX
	DOWX066556	FREEPORT, TX
	DOWX066557	FREEPORT, TX
	DOWX066558	FREEPORT, TX
	DOWX066559	FREEPORT, TX
	DOWX066560	FREEPORT, TX
	DOWX066565	FREEPORT, TX
	DOWX066566	FREEPORT, TX
	DOWX066567	FREEPORT, TX
	DOWX066569	FREEPORT, TX
	DOWX066570	FREEPORT, TX
	DOWX066574	FREEPORT, TX
	DOWX066576	FREEPORT, TX
	DOWX066577	FREEPORT, TX
	DOWX066578	FREEPORT, TX
	DOWX066579	FREEPORT, TX
	DOWX066580	FREEPORT, TX
	DOWX066582	FREEPORT, TX
	DOWX066585	FREEPORT, TX
	DOWX066586	FREEPORT, TX
	DOWX066587	FREEPORT, TX
	DOWX066589	FREEPORT, TX
	DOWX066591	FREEPORT, TX
	DOWX066592	FREEPORT, TX
	DOWX066595	FREEPORT, TX
	DOWX066596	FREEPORT, TX
	DOWX066597	FREEPORT, TX
	DOWX066598	FREEPORT, TX
	DOWX066599	FREEPORT, TX
	DOWX066600	FREEPORT, TX
	DOWX066602	FREEPORT, TX
	DOWX066606	FREEPORT, TX
	DOWX066607	FREEPORT, TX
	DOWX066608	FREEPORT, TX
	DOWX066609	FREEPORT, TX
	DOWX066610	FREEPORT, TX
	DOWX066611	FREEPORT, TX
	DOWX066613	FREEPORT, TX

TOTAL P.09

15173451444 P.09/09

BOT FINANCIAL

AUG-23-2000 14:10

SCHEDULE A

BOTM D O N C O N F I D E N T I A L 08/22/00

DON RAIL CARS IN ACTIVE SERVICE UNDER THE BOTM SYNTHETIC LEASE

SUPPL. NO. 14 HOPPER

BUILDER: ACF
RIDER: A0600

CARGROUP	CARMARK	ACQUIRE LOCATION
CHCS62L----	DOWX066614	FREEPORT, TX
	DOWX066615	FREEPORT, TX
	DOWX066617	FREEPORT, TX
	DOWX066619	FREEPORT, TX
	DOWX066620	FREEPORT, TX
	DOWX066622	FREEPORT, TX
	DOWX066625	FREEPORT, TX
	DOWX066628	FREEPORT, TX
	DOWX066629	FREEPORT, TX
	DOWX066630	FREEPORT, TX
	DOWX066631	FREEPORT, TX
	DOWX066632	FREEPORT, TX
	DOWX066633	FREEPORT, TX
	DOWX066634	FREEPORT, TX
	DOWX066635	FREEPORT, TX
	DOWX066636	FREEPORT, TX
	DOWX066637	FREEPORT, TX
	DOWX066638	FREEPORT, TX
	DOWX066639	FREEPORT, TX
	DOWX066640	FREEPORT, TX
	DOWX066641	FREEPORT, TX
	DOWX066642	FREEPORT, TX
	DOWX066643	FREEPORT, TX
	DOWX066644	FREEPORT, TX
	DOWX066645	FREEPORT, TX
	DOWX066646	FREEPORT, TX
	DOWX066647	FREEPORT, TX
	DOWX066648	FREEPORT, TX
	DOWX066649	FREEPORT, TX

BUILDER: ACF
RIDER: A0600
TOTAL RAILCARS: 71

AUG-23-2000 14:09 BOT FINANCIAL 16173451444 P.08/09

SCHEDULE A

BOTH D O W C O N F I D E N T I A L 08/22/00

DOW RAIL CARS IN ACTIVE SERVICE UNDER THE BOTH SYNTHETIC LEASE

SUPPL. NO. 14 Hopper

BUILDER: UNION TANK CAR CO
RIDER: U0700

CARGROUP	CARMARK	ACQUIRE LOCATION
CHCS62L----	DOWX062000	FREEPORT, TX
	DOWX062002	FREEPORT, TX
	DOWX062004	FREEPORT, TX
	DOWX062006	FREEPORT, TX
	DOWX062007	FREEPORT, TX
	DOWX062008	FREEPORT, TX
	DOWX062010	FREEPORT, TX

BUILDER: UNION TANK CAR CO
RIDER: U0700
TOTAL RAILCARS: 7

15173451444 P.07/09
BOT FINANCIAL
AUG-23-2000 14:09

SCHEDULE A

BOTM D O W C O N F I D E N T I A L 08/22/00

DOW RAIL CARS IN ACTIVE SERVICE UNDER THE BOTM SYNTHETIC LEASE

SUPPL. NO. 14 HOPPER

BUILDER: TRINITY INDUSTRIES
RIDER: T0500

CARGROUP	CARMARK	ACQUIRE LOCATION
CHCS62L----	DOWX068117	FREEPORT, TX
	DOWX068139	FREEPORT, TX
	DOWX068142	FREEPORT, TX
	DOWX068143	FREEPORT, TX
	DOWX068144	FREEPORT, TX
	DOWX068145	FREEPORT, TX
	DOWX068146	FREEPORT, TX
	DOWX068157	FREEPORT, TX
	DOWX068158	FREEPORT, TX
	DOWX068166	FREEPORT, TX
	DOWX068167	FREEPORT, TX
	DOWX068168	FREEPORT, TX
	DOWX068169	FREEPORT, TX
	DOWX068170	FREEPORT, TX
	DOWX068171	FREEPORT, TX
	DOWX068172	FREEPORT, TX
	DOWX068173	FREEPORT, TX
	DOWX068174	FREEPORT, TX
	DOWX068175	FREEPORT, TX
	DOWX068176	FREEPORT, TX
	DOWX068177	FREEPORT, TX
	DOWX068178	FREEPORT, TX
	DOWX068179	FREEPORT, TX
	DOWX068180	FREEPORT, TX
	DOWX068181	FREEPORT, TX
	DOWX068182	FREEPORT, TX
	DOWX068183	FREEPORT, TX
	DOWX068184	FREEPORT, TX
	DOWX068185	FREEPORT, TX
	DOWX068186	FREEPORT, TX
	DOWX068187	FREEPORT, TX
	DOWX068188	FREEPORT, TX
	DOWX068189	FREEPORT, TX
	DOWX068190	FREEPORT, TX
	DOWX068191	FREEPORT, TX
	DOWX068192	FREEPORT, TX
	DOWX068193	FREEPORT, TX
	DOWX068194	FREEPORT, TX
	DOWX068195	FREEPORT, TX
	DOWX068196	FREEPORT, TX
	DOWX068197	FREEPORT, TX
	DOWX068198	FREEPORT, TX

AUG-23-2000 14:08 BOT FINANCIAL 16173451444 P.06/09

SCHEDULE A

BOTM D O W C O N F I D E N T I A L 08/22/00

DOW RAIL CARS IN ACTIVE SERVICE UNDER THE BOTM SYNTHETIC LEASE

SUPPL. NO. 14 Hopper

BUILDER: TRINITY INDUSTRIES
RIDER: T0500

CARGROUP	CARMARK	ACQUIRE LOCATION
CHCS62L----	DOWX068199	FREEPORT, TX

BUILDER: TRINITY INDUSTRIES
RIDER: T0500
TOTAL RAILCARS: 43

16173451444 P.05/09
BOT FINANCIAL
AUG-23-2000 14:08

SCHEDULE A

BOTH D O W C O N F I D E N T I A L 08/22/00
DOW RAIL CARS IN ACTIVE SERVICE UNDER THE BOTH SYNTHETIC LEASE

SUPPL. NO. 14 TANK

BUILDER: TRINITY INDUSTRIES
RIDER: T0700

CARGROUP	CARMARK	ACQUIRE LOCATION
PRCS17LCI--	DOWX084409	FREEPORT, TX
	DOWX084410	FREEPORT, TX
	DOWX084411	FREEPORT, TX
	DOWX084413	FREEPORT, TX
	DOWX084416	FREEPORT, TX
	DOWX084417	FREEPORT, TX
	DOWX084418	FREEPORT, TX

BUILDER: TRINITY INDUSTRIES
RIDER: T0700
TOTAL RAILCARS: 7

AUG-23-2000 14:07 BOT FINANCIAL 16173451444 P.04/09

SCHEDULE A

BOTM D O W C O N F I D E N T I A L 08/22/00

DOW RAIL CARS IN ACTIVE SERVICE UNDER THE BOTM SYNTHETIC LEASE

SUPPL. NO. 14 TANK

BUILDER: TEXANA TANK CAR
RIDER: X0400

CARGROUP	CARMARK	ACQUIRE LOCATION
NPCS20-CI-S	DOWX079681	LAPORTE, TX
	DOWX079682	LAPORTE, TX
	DOWX079683	LAPORTE, TX

BUILDER: TEXANA TANK CAR
RIDER: X0400
TOTAL RAILCARS: 3

16173451444 P.03/09
BOT FINANCIAL
AUG-23-2000 14:07

SCHEDULE A

BOTH DOW CONFIDENTIAL 08/22/00

DOW RAIL CARS IN ACTIVE SERVICE UNDER THE BOTM SYNTHETIC LEASE

SUPPL. NO. 14 TANK

BUILDER: UNION TANK CAR CO
RIDER: U0200

CARGROUP	CARMARK	ACQUIRE LOCATION
NPCS23LCI--	DOWX071119	FREEPORT, TX
	DOWX071127	FREEPORT, TX
	DOWX071159	FREEPORT, TX
	DOWX071247	FREEPORT, TX
	DOWX071251	FREEPORT, TX
	DOWX071252	FREEPORT, TX
	DOWX071253	FREEPORT, TX
	DOWX071254	FREEPORT, TX
	DOWX071255	FREEPORT, TX
	DOWX071256	FREEPORT, TX
	DOWX071257	FREEPORT, TX
	DOWX071258	FREEPORT, TX
	DOWX071259	FREEPORT, TX
	DOWX071260	FREEPORT, TX
	DOWX071261	FREEPORT, TX
	DOWX071262	FREEPORT, TX
	DOWX071263	FREEPORT, TX
	DOWX071264	FREEPORT, TX
	DOWX071265	FREEPORT, TX
	DOWX071266	FREEPORT, TX
	DOWX071267	FREEPORT, TX
	DOWX071268	FREEPORT, TX
	DOWX071269	FREEPORT, TX

BUILDER: UNION TANK CAR CO
RIDER: U0200
TOTAL RAILCARS: 23

NOTE:
CARGROUP **NPCS20-CI-S** DENOTES NON-PRESSURE CARBON STEEL 20,000 GALLON COILED SUPER INSULATED RAILCAR
CARGROUP **NPCS23LCI--** DENOTES NON-PRESSURE CARBON STEEL 23,000 GALLON LINED COILED INSULATED RAILCAR
CARGROUP **PPCS17LCI-- ** DENOTES PRESSURE CARBON STEEL 17,000 GALLON LINED COILED INSULATED RAILCAR
CARGROUP **CHCS62L----** DENOTES COVERED HOPPER CARBON STEEL 62,000 GALLON LINED RAILCAR

AUG-23-2000 14:06 BOT FINANCIAL 16173451444 P.02/09

RECORDATION NO. 22544-N FILED

SEP 0 5 '00 2-28 PM

SURFACE TRANSPORTATION BOARD

LEASE SUPPLEMENT NO. 14

This Lease Supplement is executed pursuant to, and incorporates by reference all of the terms, conditions and provisions of, the Railcar Financing Lease Agreement dated as of November 19, 1999 between the undersigned Dow Railcar Statutory Trust - 1999 ("Lessor") and The Dow Chemical Company ("Lessee") (herein, as amended and supplemented from time to time, called the "Lease"). Lessee hereby (a) acknowledges and certifies that (i) each Item of Equipment described below or on any Schedule attached hereto has been selected by, delivered to, and inspected by, Lessee, and is located at the location set forth below, (ii) Lessee has reviewed and approved the purchase order, supply contract or purchase agreement covering each such Item, and (iii) that as between Lessor and Lessee, each such Item is of a size, design, capacity and manufacture acceptable to and suitable for Lessee's purposes, has been installed to Lessee's satisfaction, and is in good working order, repair and condition; and (b) unconditionally and irrevocably accepts each such Item for lease under the Lease on the date hereof. Lessor and Lessee hereby agree that each Item of Equipment described below or on any Schedule attached hereto is hereby leased from Lessor to Lessee under and subject to all of the terms, conditions and provisions of the Lease; that the Term of each such Item commences on the date hereof and that such date is the Acceptance Date thereof; and that the Acquisition Cost, Interim Term, Basic Term Commencement Date, Basic Term, Interim Rent and Basic Rent for all Items of Equipment covered by this Lease Supplement is as set forth below. Lessee hereby agrees to pay the Rent for all Items of Equipment covered by this Lease Supplement in the amounts and at the times specified in Section 7 of the Lease and as specified below, reaffirms its acknowledgments and agreements in Section 8 of the Lease and certifies that its representations and warranties set forth in Section 21 of the Lease and in any related certificate delivered to Lessor are true and correct on the date hereof. All capitalized terms used herein which are not defined herein shall have the meaning given to such terms in the Lease.

1. Description of Item(s) of Equipment (include make, model, serial number and quantity):

   See Schedule A attached hereto.

2. Location: See Schedule A attached hereto.

3. Acquisition Cost: See Schedule A attached hereto

4. Interim Term: Commencing on date hereof and ending on September 30, 2000

5. Basic Term Commencement Date: October 1, 2000

6. Certain Values

Estimated Residual Values: See Schedule B attached hereto.

Maximum Lessee Risk Amounts: See Schedule C attached hereto.

Maximum Lessor Risk Amounts: See Schedule C attached hereto.

Casualty Loss Values: See Schedule D attached hereto.

Dated: September 5, 2000

DOW RAILCAR STATUTORY TRUST - 1999

By: STATE STREET BANK AND TRUST COMPANY OF CONNECTICUT, NATIONAL ASSOCIATION, not in its individual capacity, but solely as trustee under a Trust Agreement, dated as of July 1, 1999

By: _____
Name: Alison Della Bella
Title: Assistant Vice President

THE DOW CHEMICAL COMPANY

By: _____
Name:
Title:

COUNTERPART NO. 2 OF 10 SERIALLY NUMBERED MANUALLY EXECUTED COUNTERPARTS. TO THE EXTENT, IF ANY, THAT THIS DOCUMENT CONSTITUTES CHATTEL PAPER UNDER THE UNIFORM COMMERCIAL CODE, NO SECURITY INTEREST IN THIS DOCUMENT MAY BE CREATED THROUGH THE TRANSFER AND POSSESSION OF ANY COUNTERPART OTHER THAN COUNTERPART NO.1.

Dated: September 5, 2000

DOW RAILCAR STATUTORY TRUST - 1999

By: STATE STREET BANK AND TRUST COMPANY OF CONNECTICUT, NATIONAL ASSOCIATION, not in its individual capacity, but solely as trustee under a Trust Agreement, dated as of July 1, 1999

By:_____
Name:
Title:

THE DOW CHEMICAL COMPANY

By: _____
Name: Charles B. Kendall
Title: Authorized Representative

COUNTERPART NO. 2 OF 10 SERIALLY NUMBERED MANUALLY EXECUTED COUNTERPARTS. TO THE EXTENT, IF ANY, THAT THIS DOCUMENT CONSTITUTES CHATTEL PAPER UNDER THE UNIFORM COMMERCIAL CODE, NO SECURITY INTEREST IN THIS DOCUMENT MAY BE CREATED THROUGH THE TRANSFER AND POSSESSION OF ANY COUNTERPART OTHER THAN COUNTERPART NO.1.

COMMONWEALTH OF MASSACHUSETTS)
)
COUNTY OF SUFFOLK)

On this 29th day of August, 2000, before me personally appeared in the City of Boston, State of Massachusetts, Alison Della Bella to me personally known, who being by me duly sworn, says that he/she is the Assistant Vice President of State Street Bank and Trust Company of Connecticut, National Association, that the foregoing instrument was signed and sealed on behalf of said national association, as trustee as aforesaid, by authority of its Board of Directors, and he acknowledge that the execution of the foregoing instrument was the free act and deed of said corporation, as trustee as aforesaid.

Notary Public

Ella M. Sexton
Notary Public
My Commission Expires [illegible]

[NOTARIAL SEAL]

My commission expires:_____

I:\ADM\Susan\Dow\LeaseSup14\leasesupp14.doc

STATE OF MICHIGAN)
)
COUNTY OF MIDLAND)

On this 5th day of September, 2000, before me personally appeared in the City of Midland, State of Michigan, Charles B. Kendall to me personally known, who being by me duly sworn, says that he/~~she~~ is the Authorized Representative of The Dow Chemical Company, that the foregoing instrument was signed and sealed on behalf of said Company, as by authority of its Board of Directors, and he acknowledge that the execution of the foregoing instrument was the free act and deed of said corporation, as trustee as aforesaid.

Cheryl E. Corbett
Notary Public

CHERYL E. CORBETT
NOTARY PUBLIC, MIDLAND COUNTY, MICHIGAN
MY COMMISSION EXPIRES NOVEMBER 5, 2003

[NOTARIAL SEAL]

My commission expires:_____

SCHEDULE A

Equipment and Locations

BUILDER: ACF
RIDER: A0600

CARGROUP	CARMARK	ACQUIRE LOCATION	ACQUIRE DATE	LINING COST	FREIGHT COST
CHCS62L----	DOWX066527	FREEPORT, TX	000719	0	0
	DOWX066538	FREEPORT, TX	000719	0	0
	DOWX066539	FREEPORT, TX	000719	0	0
	DOWX066545	FREEPORT, TX	000719	0	0
	DOWX066546	FREEPORT, TX	000719	0	0
	DOWX066556	FREEPORT, TX	000816	0	0
	DOWX066557	FREEPORT, TX	000816	0	0
	DOWX066558	FREEPORT, TX	000817	0	0
	DOWX066559	FREEPORT, TX	000816	0	0
	DOWX066560	FREEPORT, TX	000816	0	0
	DOWX066565	FREEPORT, TX	000719	0	0
	DOWX066566	FREEPORT, TX	000816	0	0
	DOWX066567	FREEPORT, TX	000816	0	0
	DOWX066569	FREEPORT, TX	000817	0	0
	DOWX066570	FREEPORT, TX	000816	0	0
	DOWX066574	FREEPORT, TX	000719	0	0
	DOWX066576	FREEPORT, TX	000816	0	0
	DOWX066577	FREEPORT, TX	000816	0	0
	DOWX066578	FREEPORT, TX	000816	0	0
	DOWX066579	FREEPORT, TX	000817	0	0
	DOWX066580	FREEPORT, TX	000816	0	0
	DOWX066582	FREEPORT, TX	000719	0	0
	DOWX066585	FREEPORT, TX	000719	0	0
	DOWX066586	FREEPORT, TX	000816	0	0
	DOWX066587	FREEPORT, TX	000817	0	0
	DOWX066589	FREEPORT, TX	000821	0	0
	DOWX066591	FREEPORT, TX	000719	0	0
	DOWX066592	FREEPORT, TX	000719	0	0
	DOWX066595	FREEPORT, TX	000719	0	0
	DOWX066596	FREEPORT, TX	000821	0	0
	DOWX066597	FREEPORT, TX	000821	0	0
	DOWX066598	FREEPORT, TX	000816	0	0
	DOWX066599	FREEPORT, TX	000816	0	0
	DOWX066600	FREEPORT, TX	000821	0	0
	DOWX066602	FREEPORT, TX	000719	0	0
	DOWX066606	FREEPORT, TX	000816	0	0
	DOWX066607	FREEPORT, TX	000816	0	0
	DOWX066608	FREEPORT, TX	000816	0	0
	DOWX066609	FREEPORT, TX	000816	0	0
	DOWX066610	FREEPORT, TX	000816	0	0
	DOWX066611	FREEPORT, TX	000726	0	0
	DOWX066613	FREEPORT, TX	000726	0	0

SCHEDULE A

Equipment and Locations

BUILDER: ACF
RIDER: A0600

CARGROUP	CARMARK	ACQUIRE LOCATION	ACQUIRE DATE	LINING COST	FREIGHT COST
CHCS62L----	DOWX066614	FREEPORT, TX	000721	0	0
	DOWX066615	FREEPORT, TX	000721	0	0
	DOWX066617	FREEPORT, TX	000719	0	0
	DOWX066619	FREEPORT, TX	000731	0	0
	DOWX066620	FREEPORT, TX	000719	0	0
	DOWX066622	FREEPORT, TX	000721	0	0
	DOWX066625	FREEPORT, TX	000721	0	0
	DOWX066628	FREEPORT, TX	000719	0	0
	DOWX066629	FREEPORT, TX	000721	0	0
	DOWX066630	FREEPORT, TX	000726	0	0
	DOWX066631	FREEPORT, TX	000721	0	0
	DOWX066632	FREEPORT, TX	000724	0	0
	DOWX066633	FREEPORT, TX	000721	0	0
	DOWX066634	FREEPORT, TX	000721	0	0
	DOWX066635	FREEPORT, TX	000721	0	0
	DOWX066636	FREEPORT, TX	000724	0	0
	DOWX066637	FREEPORT, TX	000719	0	0
	DOWX066638	FREEPORT, TX	000726	0	0
	DOWX066639	FREEPORT, TX	000719	0	0
	DOWX066640	FREEPORT, TX	000719	0	0
	DOWX066641	FREEPORT, TX	000719	0	0
	DOWX066642	FREEPORT, TX	000724	0	0
	DOWX066643	FREEPORT, TX	000724	0	0
	DOWX066644	FREEPORT, TX	000721	0	0
	DOWX066645	FREEPORT, TX	000721	0	0
	DOWX066646	FREEPORT, TX	000721	0	0
	DOWX066647	FREEPORT, TX	000721	0	0
	DOWX066648	FREEPORT, TX	000721	0	0
	DOWX066649	FREEPORT, TX	000721	0	0

BUILDER: UNION TANK CAR CO
RIDER: U0700

CARGROUP	CARMARK	ACQUIRE LOCATION	ACQUIRE DATE	LINING COST	FREIGHT COST	C
CHCS62L----	DOWX062000	FREEPORT, TX	000811	0	0	
	DOWX062002	FREEPORT, TX	000811	0	0	
	DOWX062004	FREEPORT, TX	000811	0	0	
	DOWX062006	FREEPORT, TX	000811	0	0	
	DOWX062007	FREEPORT, TX	000811	0	0	
	DOWX062008	FREEPORT, TX	000811	0	0	
	DOWX062010	FREEPORT, TX	000811	0	0	

SCHEDULE A

Equipment and Locations

BUILDER: TRINITY INDUSTRIES
RIDER: T0500

CARGROUP	CARMARK	ACQUIRE LOCATION	ACQUIRE DATE	LINING COST	FREIGHT COST
CHCS62L----	DOWX068117	FREEPORT, TX	000720	0	0
	DOWX068139	FREEPORT, TX	000714	0	0
	DOWX068142	FREEPORT, TX	000730	0	0
	DOWX068143	FREEPORT, TX	000714	0	0
	DOWX068144	FREEPORT, TX	000731	0	0
	DOWX068145	FREEPORT, TX	000731	0	0
	DOWX068146	FREEPORT, TX	000720	0	0
	DOWX068157	FREEPORT, TX	000729	0	0
	DOWX068158	FREEPORT, TX	000720	0	0
	DOWX068166	FREEPORT, TX	000720	0	0
	DOWX068167	FREEPORT, TX	000717	0	0
	DOWX068168	FREEPORT, TX	000717	0	0
	DOWX068169	FREEPORT, TX	000720	0	0
	DOWX068170	FREEPORT, TX	000717	0	0
	DOWX068171	FREEPORT, TX	000719	0	0
	DOWX068172	FREEPORT, TX	000720	0	0
	DOWX068173	FREEPORT, TX	000729	0	0
	DOWX068174	FREEPORT, TX	000719	0	0
	DOWX068175	FREEPORT, TX	000720	0	0
	DOWX068176	FREEPORT, TX	000720	0	0
	DOWX068177	FREEPORT, TX	000720	0	0
	DOWX068178	FREEPORT, TX	000729	0	0
	DOWX068179	FREEPORT, TX	000729	0	0
	DOWX068180	FREEPORT, TX	000720	0	0
	DOWX068181	FREEPORT, TX	000720	0	0
	DOWX068182	FREEPORT, TX	000720	0	0
	DOWX068183	FREEPORT, TX	000729	0	0
	DOWX068184	FREEPORT, TX	000720	0	0
	DOWX068185	FREEPORT, TX	000729	0	0
	DOWX068186	FREEPORT, TX	000729	0	0
	DOWX068187	FREEPORT, TX	000729	0	0
	DOWX068188	FREEPORT, TX	000726	0	0
	DOWX068189	FREEPORT, TX	000719	0	0
	DOWX068190	FREEPORT, TX	000726	0	0
	DOWX068191	FREEPORT, TX	000719	0	0
	DOWX068192	FREEPORT, TX	000719	0	0
	DOWX068193	FREEPORT, TX	000719	0	0
	DOWX068194	FREEPORT, TX	000729	0	0
	DOWX068195	FREEPORT, TX	000729	0	0
	DOWX068196	FREEPORT, TX	000731	0	0
	DOWX068197	FREEPORT, TX	000731	0	0
	DOWX068198	FREEPORT, TX	000726	0	0

SCHEDULE A

Equipment and Locations

BUILDER: UNION TANK CAR CO
RIDER: U0200

CARGROUP	CARMARK	ACQUIRE LOCATION	ACQUIRE DATE	LINING COST	FREIGHT COST
NPCS23LCI--	DOWX071119	FREEPORT, TX	000414	0	0
	DOWX071127	FREEPORT, TX	000420	0	0
	DOWX071159	FREEPORT, TX	000330	0	0
	DOWX071247	FREEPORT, TX	000720	0	0
	DOWX071251	FREEPORT, TX	000614	0	0
	DOWX071252	FREEPORT, TX	000720	0	0
	DOWX071253	FREEPORT, TX	000614	0	0
	DOWX071254	FREEPORT, TX	000614	0	0
	DOWX071255	FREEPORT, TX	000721	0	0
	DOWX071256	FREEPORT, TX	000720	0	0
	DOWX071257	FREEPORT, TX	000725	0	0
	DOWX071258	FREEPORT, TX	000720	0	0
	DOWX071259	FREEPORT, TX	000725	0	0
	DOWX071260	FREEPORT, TX	000720	0	0
	DOWX071261	FREEPORT, TX	000728	0	0
	DOWX071262	FREEPORT, TX	000720	0	0
	DOWX071263	FREEPORT, TX	000725	0	0
	DOWX071264	FREEPORT, TX	000725	0	0
	DOWX071265	FREEPORT, TX	000726	0	0
	DOWX071266	FREEPORT, TX	000726	0	0
	DOWX071267	FREEPORT, TX	000726	0	0
	DOWX071268	FREEPORT, TX	000728	0	0
	DOWX071269	FREEPORT, TX	000726	0	0

BUILDER: TRINITY INDUSTRIES
RIDER: T0500

CARGROUP	CARMARK	ACQUIRE LOCATION	ACQUIRE DATE	LINING COST	FREIGHT COST
CHCS62L----	DOWX068199	FREEPORT, TX	000726	0	0

BUILDER: TRINITY INDUSTRIES
RIDER: T0700

CARGROUP	CARMARK	ACQUIRE LOCATION	ACQUIRE DATE	LINING COST	FREIGHT COST
PRCS17LCI--	DOWX084409	FREEPORT, TX	000803	0	0
	DOWX084410	FREEPORT, TX	000814	0	0
	DOWX084411	FREEPORT, TX	000803	0	0
	DOWX084413	FREEPORT, TX	000803	0	0
	DOWX084416	FREEPORT, TX	000814	0	0
	DOWX084417	FREEPORT, TX	000814	0	0
	DOWX084418	FREEPORT, TX	000814	0	0

BUILDER: TEXANA TANK CAR
RIDER: X0400

CARGROUP	CARMARK	ACQUIRE LOCATION	ACQUIRE DATE	LINING COST	FREIGHT COST
NPCS20-CI-S	DOWX079681	LAPORTE, TX	000810	0	0
	DOWX079682	LAPORTE, TX	000811	0	0
	DOWX079683	LAPORTE, TX	000816	0	0