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RECORDATION NO. 22545-N FILED

SEP 25 2000 2-42 PM

SURFACE TRANSPORTATION BOARD

September 5, 2000

Recordation No. 22545-N

Dear Mr. Williams:

On behalf of Dow Railcar Statutory Trust-1999, 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 Security Agreement Supplement No. 14 ("Supplement 14") dated September 5, 2000.

The parties to the enclosed Supplement 14 are:

Dow Railcar Statutory Trust - 1999 c/o State Street Bank and Trust Company of Connecticut 225 Asylum Street Goodwin Square Hartford, CT 06103	-	DEBTOR/ FOR INDEXING, MORTAGOR
Victory Receivables Corporation c/o The Bank of Tokyo-Mitsubishi, Ltd. North American Investment Banking Division 1251 Avenue of the Americas New York, NY 9720	-	SECURED PARTY/ FOR INDEXING MORTGAGEE

The said Supplement 14, among other things, acts to grant by Debtor to Secured Party a security interest in the equipment listed in Supplement 14.

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 Security Agreement Supplement No. 14."

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

"See Recordation No. 22544 and 22544-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 Dow Railcar Statutory
Trust - 1999, 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 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: 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

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----	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

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

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: 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

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

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

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

SCHEDULE A

BOTH DOW CONFIDENTIAL 08/22/00

DOW RAIL CARS IN ACTIVE SERVICE UNDER THE BOTH SYNTHETIC LEASE

SUPPL. NO. 14 TANK

BUILDER: UNION TANK CAR CO
RIDER: U0200

CARGROUP	CARMARK	ACQUIRE LOCATION
NPCS231LCI--	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 **NPCS231LCI--** 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

RECORDATION NO. 22545-N FILED
SEP 05 '00 2-42 PM
SURFACE TRANSPORTATION BOARD

SECURITY AGREEMENT SUPPLEMENT NO. 14

This SECURITY AGREEMENT SUPPLEMENT NO. 14 is made as of September 5, 2000, between Dow Railcar Statutory Trust-1999, a Connecticut statutory trust ("Debtor"), and Victory Receivables Corporation, a Delaware corporation ("Secured Party"), and supplements that certain Security Agreement, dated as of November 19, 1999, between Debtor and Secured Party (as amended, modified or supplemented from time to time, the "Security Agreement").

Capitalized terms used herein without further definition have the meanings set forth in the Security Agreement.

Debtor hereby grants to Secured Party, its successors and assigns, a security interest in the Items of Equipment identified on Schedule A attached hereto to secure the payment and performance of the Secured Obligations. Debtor and Secured Party hereby confirm and agree that the Equipment Collateral includes the Items of Equipment identified on Schedule A attached hereto.

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IN WITNESS WHEREOF, Debtor and Secured Party have caused this Security Agreement Supplement to be executed by their officers thereunto duly authorized and their corporate seals thereto affixed as of the date and year first above written.

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

VICTORY RECEIVABLES CORPORATION

By: _____
Name:
Title:

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IN WITNESS WHEREOF, Debtor and Secured Party have caused this Security Agreement Supplement to be executed by their officers thereunto duly authorized and their corporate seals thereto affixed as of the date and year first above written.

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:

VICTORY RECEIVABLES CORPORATION

By:_____
Name: R. DOUGLAS DONALDSON
Title: Treasurer

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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 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.

Ella M. Sexton
Notary Public

Ella M. Sexton
Notary Public
My Commission Expires November 24, 2008

[NOTARIAL SEAL]

My commission expires:_____

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COMMONWEALTH OF MASSACHUSETTS)
)
COUNTY OF SUFFOLK)

On this 31st day of August, 2000, before me personally appeared in the City of Boston, State of Massachusetts, R. Douglas Donaldson to me personally known, who being by me duly sworn, says that he/she is the Treasurer of Victory Receivables Corporation that the foregoing instrument was signed and sealed on behalf of said corporation, as signatory 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.

Rosa Oliveri
Notary Public

[NOTARIAL SEAL]

ROSA OLIVERI
Notary Public
My commission expires: My Commission Expires March 15, 2007

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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	000724	0	0

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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