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DEC 17 2004
RECEIVED

December 17, 2004

RECORDATION NO. 24380-H FILED

DEC 17 '04 4-15 PM

SURFACE TRANSPORTATION BOARD

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

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Schedule No. 6 Notice of Railcar Renumbering No. 1, dated as of December 15, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Schedule No. 6 to the Master Equipment Lease Agreement which was previously filed with the Board under Recordation Number 24380-G.

The name and address of the party to the enclosed document are:

Lessee: Illinois Central Railroad Company
c/o Canadian National Railway Company
935 de la Gauchetiere Street West
Montreal, Quebec
Canada H3W 2N1

[Lessor: ICX Corporation
2 Summit Park Drive
Suite 300
Cleveland, Ohio 44131]

A description of the railroad equipment covered by the enclosed document is:

203 covered hopper railcars within the series NAHX 455023 - NAHX 456199, NCHX 38228 - NCHX 38841, NCHX 43045 - NCHX 43560 and NCHX 45900 - NCHX 46081 have been changed to CN 372205 – CN 372285 and CN 376500 – CN 376716, each series as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Schedule No. 6 Notice of Railcar Renumbering No. 1.

Also enclosed is a check in the amount of $32.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/anm
Enclosures

RECORDATION NO. 24380-H FILED

DEC 17 '04 4-15 PM

SURFACE TRANSPORTATION BOARD

SCHEDULE NO. 6

Notice of Railcar Renumbering No. 1

WHEREAS, Illinois Central Railroad Company as lessee ("Lessee") and **ICX Corporation** as lessor entered into Schedule No. 6 dated as of November 30, 2004, to that certain Master Equipment Lease Agreement dated as of March 15, 2003, (the "Lease") whereby, among other things, Lessee leased two-hundred sixty-six (266) covered hopper railcars;

WHEREAS, in respect of the Lease, a Memorandum of Schedule No. 6 to Master Equipment Lease Agreement dated as of November 30, 2004 was filed or deposited as follows:

1) At the Surface Transportation Board, in accordance with 49 U.S.C. Section 11301, on November 29, 2004 at 2:10 P.M. with assigned secondary recordation number 24380-G; and

2) At the Office of the Registrar General of Canada, pursuant to Section 105 of the Canada Transportation Act, on November 29, 2004 at 10:07 A.M.

NOW THEREFORE, TAKE NOTICE THAT Lessee, upon the refurbishment of two-hundred three (203) of said covered hopper railcars, has renumbered said refurbished covered hopper railcars as more particularly set forth on Schedule A attached hereto.

IN WITNESS WHEREOF, this Notice of Railcar Renumbering No. 1 has been executed, by an authorized signatory of Lessee, as of the 15th day of December, 2004.

ILLINOIS CENTRAL RAILROAD COMPANY, as lessee

By:
Its: Sr. Manager, Asset Finance

IC File Reference: 2070-48-6

PROVINCE OF QUEBEC)
) ss:
DISTRICT OF MONTREAL)

On this 15th day of December, 2004, before me personally appeared John A.N. Lamont, to me personally known, who being by me duly sworn says that he is duly authorized to state that said instrument was signed on behalf of Illinois Central Railroad Company, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Attorney / Avocat

Bar #: 188726-2

SCHEDULE A - List of Hopper Cars - 203 Units

GROUP	OLD INITIAL	OLD NUMBER	NEW INITIAL	NEW NUMBER
1	NCHX	38228	CN	372225
1	NCHX	38251	CN	372226
1	NCHX	38256	CN	372227
1	NCHX	38275	CN	372229
1	NCHX	38276	CN	372230
1	NCHX	38279	CN	372271
1	NCHX	38344	CN	372205
1	NCHX	38372	CN	372231
1	NCHX	38386	CN	372232
1	NCHX	38418	CN	372233
1	NCHX	38421	CN	372273
1	NCHX	38435	CN	372236
1	NCHX	38466	CN	372238
1	NCHX	38472	CN	372239
1	NCHX	38479	CN	372240
1	NCHX	38484	CN	372241
1	NCHX	38485	CN	376670
1	NCHX	38500	CN	372242
1	NCHX	38510	CN	372274
1	NCHX	38528	CN	372243
1	NCHX	38536	CN	372244
1	NCHX	38547	CN	372245
1	NCHX	38562	CN	372246
1	NCHX	38581	CN	372247
1	NCHX	38592	CN	372248
1	NCHX	38594	CN	372276
1	NCHX	38599	CN	372249
1	NCHX	38607	CN	372250
1	NCHX	38616	CN	372252
1	NCHX	38626	CN	372277
1	NCHX	38632	CN	372253
1	NCHX	38642	CN	372254
1	NCHX	38645	CN	372255
1	NCHX	38648	CN	372278
1	NCHX	38652	CN	372256
1	NCHX	38659	CN	372257
1	NCHX	38664	CN	372262
1	NCHX	38692	CN	372208
1	NCHX	38698	CN	372283
1	NCHX	38741	CN	372206
1	NCHX	38747	CN	372284
1	NCHX	38758	CN	372259
1	NCHX	38762	CN	372207
1	NCHX	38776	CN	372209
1	NCHX	38780	CN	372260
1	NCHX	38799	CN	372261
1	NCHX	38807	CN	372210

1	NCHX	38841	CN	372266
1	NAHX	44601	CN	372212
1	NAHX	44615	CN	372213
1	NAHX	44645	CN	372215
1	NAHX	44683	CN	372217
1	NAHX	44686	CN	372268
1	NAHX	44691	CN	372263
1	NAHX	44701	CN	372285
1	NAHX	44705	CN	372218
1	NAHX	44708	CN	372219
1	NAHX	44712	CN	372220
1	NAHX	44731	CN	372221
1	NAHX	44741	CN	372222
1	NAHX	44751	CN	372224
2	NCHX	43045	CN	376643
2	NCHX	43501	CN	376644
2	NCHX	43525	CN	376716
2	NCHX	43539	CN	376646
2	NCHX	43545	CN	376647
2	NCHX	43560	CN	376648
3	NCHX	45900	CN	376649
3	NCHX	45975	CN	376500
3	NCHX	46004	CN	376650
3	NCHX	46018	CN	376651
3	NCHX	46065	CN	376652
3	NCHX	46081	CN	376653
3	NAHX	455023	CN	376671
3	NAHX	455025	CN	376575
3	NAHX	455042	CN	376503
3	NAHX	455050	CN	376592
3	NAHX	455060	CN	376593
3	NAHX	455078	CN	376505
3	NAHX	455088	CN	376595
3	NAHX	455115	CN	376506
3	NAHX	455153	CN	376507
3	NAHX	455196	CN	376508
3	NAHX	455197	CN	376672
3	NAHX	455199	CN	376598
3	NAHX	455344	CN	376509
3	NAHX	455373	CN	376510
3	NAHX	455407	CN	376679
3	NAHX	455435	CN	376511
3	NAHX	455439	CN	376512
3	NAHX	455467	CN	376655
3	NAHX	455490	CN	376683
3	NAHX	455495	CN	376513
3	NAHX	455516	CN	376659
3	NAHX	455518	CN	376663
3	NAHX	455522	CN	376664
3	NAHX	455538	CN	376608
3	NAHX	455540	CN	376658
3	NAHX	455547	CN	376657

3	NAHX	455554	CN	376609
3	NAHX	455563	CN	376516
3	NAHX	455589	CN	376684
3	NAHX	455591	CN	376611
3	NAHX	455599	CN	376614
3	NAHX	455613	CN	376517
3	NAHX	455617	CN	376518
3	NAHX	455633	CN	376519
3	NAHX	455649	CN	376616
3	NAHX	455651	CN	376685
3	NAHX	455670	CN	376520
3	NAHX	455671	CN	376521
3	NAHX	455689	CN	376618
3	NAHX	455690	CN	376523
3	NAHX	455694	CN	376619
3	NAHX	455707	CN	376524
3	NAHX	455715	CN	376620
3	NAHX	455720	CN	376525
3	NAHX	455721	CN	376526
3	NAHX	455723	CN	376527
3	NAHX	455729	CN	376690
3	NAHX	455734	CN	376528
3	NAHX	455761	CN	376530
3	NAHX	455763	CN	376531
3	NAHX	455775	CN	376532
3	NAHX	455779	CN	376665
3	NAHX	455782	CN	376621
3	NAHX	455790	CN	376533
3	NAHX	455799	CN	376694
3	NAHX	455812	CN	376623
3	NAHX	455813	CN	376534
3	NAHX	455815	CN	376535
3	NAHX	455818	CN	376624
3	NAHX	455834	CN	376574
3	NAHX	455865	CN	376536
3	NAHX	455870	CN	376537
3	NAHX	455871	CN	376538
3	NAHX	455879	CN	376625
3	NAHX	455881	CN	376696
3	NAHX	455884	CN	376539
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3	NAHX	455922	CN	376541
3	NAHX	455935	CN	376667
3	NAHX	455939	CN	376666
3	NAHX	455941	CN	376699
3	NAHX	455944	CN	376543
3	NAHX	455959	CN	376700
3	NAHX	455972	CN	376544
3	NAHX	455977	CN	376701
3	NAHX	455986	CN	376702
3	NAHX	456001	CN	376545
3	NAHX	456020	CN	376546

3	NAHX	456024	CN	376547
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3	NAHX	456028	CN	376548
3	NAHX	456030	CN	376706
3	NAHX	456044	CN	376549
3	NAHX	456050	CN	376581
3	NAHX	456054	CN	376550
3	NAHX	456057	CN	376580
3	NAHX	456069	CN	376551
3	NAHX	456080	CN	376579
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3	NAHX	456085	CN	376577
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3	NAHX	456099	CN	376554
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3	NAHX	456106	CN	376583
3	NAHX	456107	CN	376556
3	NAHX	456108	CN	376557
3	NAHX	456110	CN	376582
3	NAHX	456120	CN	376558
3	NAHX	456121	CN	376559
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3	NAHX	456162	CN	376635
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3	NAHX	456175	CN	376669
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