



LEXIS Document Services

A member of the Reed Elsevier plc group

January 8, 2001

Taledia Stokes
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 700
Washington D.C. 20423



Dear Taledia,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of October 11, 2000 between the following parties:

Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC
1211 Avenue of the Americas, New York, NY 10036

Lessee: ARCHER DANIELS MIDLAND COMPANY
4666 Faries Parkway
Decatur, IL 62525

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

Memorandum of Railcar Lease between Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC and Lessee: ARCHER DANIELS MIDLAND COMPANY covering 116 covered hopper railcars with reporting marks and numbers - CEFX 15026-152149, GACX 4384-5364, GRPX 944028-944597, NOT INCLUSIVE

Please file this memorandum as a SECONDARY document to Recordation #20972 and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20254.

Thank you for your prompt assistance.

Sincerely,

Rebecca Heisler
Administrator

RECORDATION NO. 20972-P FILED

JAN 12 '01 12:08 PM
TS

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 11th day of October, 2000, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a New York corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and Archer Daniels Midland Company, a Delaware corporation, with an address at 4666 Faries Parkway, Decatur, IL 62525 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

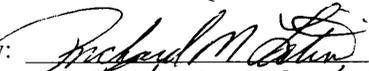
WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of August 29, 1997 covering the equipment listed on Schedule A hereto (the "Equipment") pursuant to a Memorandum of Railcar Lease filed with the Surface Transportation Board on October 28, 1997 as recordation number 20972.

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

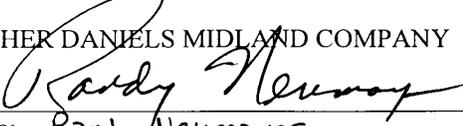
I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: 
Name: RICHARD M. LATINI
Title: V.P. SALES

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ARCHER DANIELS MIDLAND COMPANY

By: 
Name: Randy Neumayer
Title: Senior Vice President-Transportation

RECORDATION NO. 20972-P FILED

JAN 12 '01 12-08 PM

SURFACE TRANSPORTATION BOARD

Schedule A

Quantity
116

Equipment Description
4750 c.f. covered hopper cars with
gravity gates and trough hatches

Car Marks and Numbers
Listed below

	Mark	Number
1	CEFX	15026
2	CEFX	15033
3	CEFX	15072
4	CEFX	15084
5	CEFX	15173
6	CEFX	15201
7	CEFX	15210
8	CEFX	15233
9	CEFX	15262
10	CEFX	15333
11	CEFX	15334
12	CEFX	15344
13	CEFX	15364
14	CEFX	15378
15	CEFX	15382
16	CEFX	15388
17	CEFX	15401
18	CEFX	15420
19	CEFX	15422
20	CEFX	15426
21	CEFX	15431
22	CEFX	15442
23	CEFX	15456
24	CEFX	15459
25	CEFX	15663
26	CEFX	15676
27	CEFX	15708
28	CEFX	151764
29	CEFX	151914
30	CEFX	151925
31	CEFX	152066
32	CEFX	152069
33	CEFX	152074
34	CEFX	152086
35	CEFX	152088
36	CEFX	152097
37	CEFX	152106
38	CEFX	152116
39	CEFX	152117
40	CEFX	152122

	Mark	Number
41	CEFX	152123
42	CEFX	152135
43	CEFX	152139
44	CEFX	152140
45	CEFX	152147
46	CEFX	152149
47	GACX	4384
48	GACX	4432
49	GACX	5364
50	GRPX	944028
51	GRPX	944032
52	GRPX	944034
53	GRPX	944040
54	GRPX	944054
55	GRPX	944059
56	GRPX	944065
57	GRPX	944071
58	GRPX	944072
59	GRPX	944077
60	GRPX	944123
61	GRPX	944131
62	GRPX	944133
63	GRPX	944151
64	GRPX	944166
65	GRPX	944174
66	GRPX	944188
67	GRPX	944199
68	GRPX	944204
69	GRPX	944211
70	GRPX	944219
71	GRPX	944221
72	GRPX	944241
73	GRPX	944246
74	GRPX	944247
75	GRPX	944256
76	GRPX	944264
77	GRPX	944271
78	GRPX	944273
79	GRPX	944278
80	GRPX	944285

	Mark	Number
81	GRPX	944292
82	GRPX	944306
83	GRPX	944337
84	GRPX	944342
85	GRPX	944356
86	GRPX	944382
87	GRPX	944389
88	GRPX	944391
89	GRPX	944398
90	GRPX	944412
91	GRPX	944415
92	GRPX	944433
93	GRPX	944458
94	GRPX	944465
95	GRPX	944473
96	GRPX	944475
97	GRPX	944476
98	GRPX	944486
99	GRPX	944493
100	GRPX	944504
101	GRPX	944512
102	GRPX	944528
103	GRPX	944537
104	GRPX	944544
105	GRPX	944549
106	GRPX	944550
107	GRPX	944552
108	GRPX	944555
109	GRPX	944568
110	GRPX	944570
111	GRPX	944577
112	GRPX	944579
113	GRPX	944580
114	GRPX	944584
115	GRPX	944595
116	GRPX	944597