

RECORDATION NO. 22131-E FILED

FEB 12 '01 2-28 PM
TS
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

February 12, 2001

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 three (3) copies of the following secondary document: a Memorandum of Lease Assignment, Assignment and Assumption Agreement, dated ~~January 26~~ ^{Feb. 2,} 2001.

The enclosed document relates to the Memorandum of Lease Assignment previously filed with the Board under Recordation Number 22131.

The names and addresses of the parties to the enclosed document are:

Assignee: Firststar Bank, N.A.
425 Walnut Street
Cincinnati, Ohio 45202

Assignor: The Vaughn Group, Ltd.
9367 Allen Road
West Chester, Ohio 45069

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

Covered hopper AEX 1344 is replaced by AEX 1232

Mr. Vernon A. Williams
February 12, 2001
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A short summary of the document to appear in the index follows:

Memorandum to Amend the Lease, Assignment and Assumption Agreement between The Vaughn Group, Inc., Assignor, and Firststar Bank, N.A, Assignee, to replace covered hopper AEX 1344 with AEX 1232.

Also enclosed is a check in the amount of \$27.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

MEMORANDUM TO AMEND THE FILING OF THE LEASE ASSIGNMENT AND ASSUMPTION AGREEMENT

This Memorandum is to amend the filing of the Lease Assignment and Assumption Agreement (the "Agreement") made and entered into as of March 31, 1999 by and between The Vaughn Group, Inc., ("Assignor") and Firststar Bank, N.A. ("Assignee") as follows:

1. Assignor and Assignee entered into the Agreement, which was duly filed with the Surface Transportation Board on April 29, 1999 under Recordation Number 22131-B.
2. The Vaughn Assignment is hereby amended to delete one (1) covered hopper railcar identified with marking number AEX 1344 and replace with one (1) covered hopper railcar identified with marking number AEX 1232.

IN WITNESS WHEREOF, this Memorandum is duly executed this 2 day of February, 2001.

THE VAUGHN GROUP, INC.

By: *John V. Handelsman*

Name: **John V. Handelsman**
President and CEO

Title: _____

FIRSTAR BANK, N.A.

By: *Darlene Williams*

Name: **Darlene Williams**

Title: **Vice President**

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SURFACE TRANSPORTATION BOARD

STATE OF OHIO)
) SS
COUNTY OF BUTLER)

On this 1st day of February, 2001 before me personally appeared John V. Handelsman, to me personally known, who being duly sworn, says that he is the President and CEO of THE VAUGHN GROUP, INC., that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



My commission expires:

Kathy J. Voegle
Notary Public

KATHY J. VOEGELE
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 08-16-05

STATE OF Ohio)
) SS
COUNTY OF Hamilton)

On this 2nd day of February, 2001 before me personally appeared Darlene Williams, to me personally known, who being duly sworn, says that (s)he is the Vice President of FIRSTAR, N.A, that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Michael P. Dickman
Notary Public

My commission expires:

MICHAEL P. DICKMAN
Notary Public, State of Ohio
Commission Expires July 23, 2003