

RECORDATION NO. 14869-N FILED

AUG 21 '01 13-46 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

August 21, 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 a Memorandum of Security Agreement, dated as of August 21, 2001, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents and equipment previously filed with the Commission under Recordation Number 14869.

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

Owner Trustee:	Wilmington Trust Company 1100 North Market Street Wilmington, Delaware 19890
Collateral Trustee:	Wilmington Trust Company 1100 North Market Street Wilmington, Delaware 19890

Mr. Vernon A. Williams
August 21, 2001
Page Two

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

316 oilseed and corn milling railcars bearing CRGX reporting marks and road numbers attached hereto.

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

Memorandum of Security Agreement

Also enclosed is a check in the amount of \$28.00 payable to the order of the Surface Transportation Board covering the required recordation fee and cross-indexing fee.

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

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

DESCRIPTION OF RAIL CARS

Descriptions and Quantity	Manufacturer	Lessee's Identification Nos.	AAR Mechanical Description	DOT Specifications
Oilseed Cars 125	Union Tank Car	CRGX 7050-7174*	T-105	111A100W-3
Corn Milling Cars 36	Trinity Industries	CRGX 4340-4375*	T-104	111A100W-3
Corn Milling Cars 20	Union Tank Car	CRGX 4376-4389* CRGX 4390-4393* CRGX 4395, 4400	T-104	111A100W-3
Corn Milling Cars 46	ACF Industries	CRGX 4416-4426 CRGX 4428-4453 CRGX 4456, 4457 CRGX 4459-4465	T-104	111A100W-3
Corn Milling Cars 20	Union Tank Car	CRGX 4394 4396-4399 4401-4415	T-104	111A100W-3
Corn Milling Cars 4	ACF Industries	CRGX 4427, 4454, 4455, 4458	T-104	111A100W-3
Oilseed Cars 25	Union Tank Car	CRGX 7175-7199	T-105	111A100W-3
Corn Milling Cars 50	Coca-Cola	CRGX 4466-4515*	T-104	111A100W-1

* excluding CRGX 4391, 4379, 4368, 7069, 7164, 7088, 7135, 4383, 4482 and 4502, each of which suffered a Casualty Loss prior to the Closing Date.

STATE OF DELAWARE)
) SS
COUNTY OF NEW CASTLE)

On this 17th day of August, 2001 before me personally appeared STEVEN CIMALORE, to me personally known, who, being by me duly sworn, says that he/she is the VICE PRESIDENT of WILMINGTON TRUST COMPANY, that said instrument was signed on behalf of said Delaware banking corporation by authority of its Board of Directors, and he/she acknowledges that the execution of the foregoing instrument was the free act and deed of said Wilmington Trust Company.


Notary Public

[NOTARIAL SEAL]

My commission expires: **CHRISTINE L. MIGLIOCCO**
NOTARY PUBLIC
My Commission Expires Jan. 13, 2004

STATE OF DELAWARE)
) ss
COUNTY OF NEW CASTLE)

On this 17th day of August, 2001 before me personally appeared
STEVEN L. MALONE, to me personally known, who, being by me duly
sworn, says that he/she is the VICE PRESIDENT of WILMINGTON
TRUST COMPANY, that said instrument was signed on behalf of said Delaware
banking corporation by authority of its Board of Directors, and he/she
acknowledges that the execution of the foregoing instrument was the free act and
deed of said Wilmington Trust Company.


Notary Public

[NOTARIAL SEAL]

My commission expires: **CHRISTINE L. MIGLIOCCO**
NOTARY PUBLIC
My Commission Expires Jan. 13, 2004

Schedule I

Schedule I

<u>Descriptions and Quantity</u>	<u>Manufacturer</u>	<u>Lessee's Identification Nos.</u>	<u>AAR Mechanical Description</u>	<u>DOT specifications</u>	<u>Specifications</u>
Oilseed Cars 125	Union Tank Car	CRGX 7050-7174	T-105	111A100W-3	Q9187
Corn Milling Cars 36	Trinity Industries	CRGX 4340-4375	T-104	111A100W-3	36-176-2
Corn Milling Cars 20	Union Tank Car	CRGX 4376-4389 CRGX 4390-4393 CRGX 4395, 4400	T-104	111A100W-3	36-100-18
Corn Milling Cars 46	ACF Industries	CRGX 4416-4426 CRGX 4428-4453 CRGX 4456, 4457 CRGX 4459-4465	T-104	111A100W-3	85-080-083
Corn Milling Cars 20	Union Tank Car	CRGX 4394 4396-4399 4401-4415	T-104	111A100W-3	36-100-18
Corn Milling Cars 4	ACF Industries	CRGX 4427, 4454, 4455 4458	T-104	111A100W-3	85-080-083
Oilseed Cars 25	Union Tank Car	CRGX 7175-7199	T-105	111A100W-3	Q9187
Corn Milling Cars 50	Coca-Cola	See Schedule 1 attached hereto	T-104	111A100W-1	BO 10728