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RECORDATION NO. 23638-C FILED
SEP 05 '01 3:58 PM
SURFACE TRANSPORTATION BOARD
OF COUNSEL
URBAN A. LESTER

September 5, 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 two (2) copies of a Memorandum of Lease Supplement (BSDA 2001-C1), dated as of August 30, 2001, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement which is being filed with the Board under Recordation Number _____.

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

Lessor:	BSDA 2001-C1 Statutory Trust C/o Wells Fargo Bank Northwest, National Association 79 South Main Street 3 rd Floor Salt Lake City, UT 84111
Lessee:	Bi-State Development Agency of the Missouri-Illinois Metropolitan District 707 North First Street St. Louis, Missouri 63102

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Mr. Vernon A. Williams
September 5, 2001
Page Two

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

Twenty-Three (23) Siemens Light Rail Vehicles Nos. 2001 - 2010 and 3008 - 3020

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

Memorandum of Lease Supplement (BSDA 2001-C1)

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

MEMORANDUM OF LEASE SUPPLEMENT (BSDA 2001-C1)

Memorandum of Lease Supplement (BSDA 2001-C1), made and entered into on August 30, 2001 by and between BSDA 2001-C1 Statutory Trust (the "*Lessor*"), and Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "*Lessee*").

WITNESSETH:

The undersigned have entered into that certain Lease Supplement (BSDA 2001-C1), dated as of August 30, 2001, whereby the Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from the Lessor certain railroad equipment bearing car numbers as listed on Exhibit A attached hereto.

Remainder of page intentionally left blank

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SURFACE TRANSPORTATION BOARD

Exhibit A

DESCRIPTION OF ITEMS OF EQUIPMENT

<u>Equipment Description</u>	<u>Serial Number</u>	<u>Equipment Value</u>
Siemens LRV No. 3008	08	\$4,000,000
Siemens LRV No. 3009	09	\$4,000,000
Siemens LRV No. 3010	10	\$4,000,000
Siemens LRV No. 3011	11	\$4,000,000
Siemens LRV No. 3012	12	\$4,000,000
Siemens LRV No. 3013	13	\$4,000,000
Siemens LRV No. 3014	14	\$4,000,000
Siemens LRV No. 3015	15	\$4,000,000
Siemens LRV No. 3016	16	\$4,000,000
Siemens LRV No. 3017	17	\$4,000,000
Siemens LRV No. 3018	18	\$4,000,000
Siemens LRV No. 3019	19	\$4,000,000
Siemens LRV No. 3020	20	\$4,000,000
Siemens LRV No. 2001	38888	\$4,000,000
Siemens LRV No. 2002	38889	\$4,000,000
Siemens LRV No. 2003	38890	\$4,000,000
Siemens LRV No. 2004	38891	\$4,000,000
Siemens LRV No. 2005	38892	\$4,000,000
Siemens LRV No. 2006	38893	\$4,000,000
Siemens LRV No. 2007	38894	\$4,000,000
Siemens LRV No. 2008	38895	\$4,000,000
Siemens LRV No. 2009	38896	\$4,000,000
Siemens LRV No. 2010	38897	\$4,000,000