



First Union Rail Corporation  
 NCS811  
 One O'Hare Center  
 6250 River Road, Suite 5000  
 Rosemont, IL 60018-4214  
 Tel 847 318-7575  
 Fax 847 318-7588

VIA UPS 2<sup>nd</sup> DAY AIR

RECORDATION NO. 23353-A FILED

November 27, 2001

NOV 30 '01 9-14 AM

SURFACE TRANSPORTATION BOARD



Mr. Vernon E. Williams  
 Surface Transportation Board  
 1925 K Street, N.W., Room 704  
 Washington, DC 20423-0001  
 Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Agreement

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and two (2) copies of a Memorandum of Lease Agreement, dated October 22, 2001, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Commission under Recordation number 23353.

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

<p>Lessor: First Union Rail Corporation          One O'Hare Center          6250 River Road, Suite 5000          Rosemont, IL 60018</p>	<p>Lessee: Kokomo Grain Company          1002 West Morgan Street          Kokomo, IN 46901</p>
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A description of the railroad equipment covered by the enclosed document is twenty-five (25) 4750 cubic foot covered hopper cars with FURX, NDYX and RUSX marks (see Exhibit A for numbers).

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

Memorandum of Lease between First Union Rail Corporation, Lessor and Kokomo Grain Company, Lessee, covering 25 4750 cubic foot covered hopper cars with FURX, NDYX and RUSX marks (see Exhibit A for numbers).

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. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions or concerns regarding the above-referenced matter, please feel free to contact me at (847) 384-5355. Thank you for your cooperation in this matter.

Very truly yours,

*Susan Grokulsky*

Susan Grokulsky  
 Manager - Documents Administration

Enclosures

(KOGR002)

ASSGN. NO. KOGR002

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 22<sup>nd</sup> day of October, 2000, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Kokomo Grain Company ("Lessee"), an Indiana corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of November 6, 2000, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 2 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of September 27, 2000, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. Seymour

By: K.A. Dombrowski

Name: RICHARD F. SEYMOUR  
Title: Vice President Sales & Marketing

Name: K.A. DOMBROWSKI

Title: \_\_\_\_\_

Title: DIRECTOR OF DOCUMENTATION Executed on this 22<sup>nd</sup> day of Oct., 2000.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, SUSAN GROKULSKY, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 22<sup>nd</sup> day of October, 2000.

Susan Grokulsky  
Notary Public

My Commission Expires:

8-14-2004  
(Notary Public)

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LESSEE:

KOKOMO GRAIN COMPANY INC.

By: Thomas J. Madru

Name: THOMAS J. MADRU

Title: GRAIN MANAGER

ATTEST:

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Executed on this 8th day of October, ~~2000~~ <sup>2001</sup>

[CORPORATE SEAL]

STATE OF Indiana

COUNTY OF Howard

I, Joyce Jameson, a Notary Public of the County and State aforesaid, certify that Thomas J. Madru personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 8th day of October, ~~2000~~ <sup>2001</sup>

Joyce Jameson  
Notary Public

Commission Expires:

5-19-09  
(Notary Public)

**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

**NUMBER OF CARS:** Twenty-five (25)

**DESCRIPTION OF CARS:** 4,750 cubic foot covered hopper cars with gravity gates

**CAR NUMBERS:**

- FURX 822289
- FURX 822910
- FURX 826050
- FURX 826801
- FURX 826855
- FURX 828764
- FURX 829435
- FURX 829842
- FURX 830526
- FURX 830679
- FURX 830788
- FURX 832042
- FURX 832066
- FURX 832068
- FURX 832077
- FURX 832108
- FURX 832115
- FURX 832116
- FURX 832120
- FURX 832122
- FURX 832123
- FURX 832132
- FURX 832147
- NDYX 475062
- RUSX 5492