

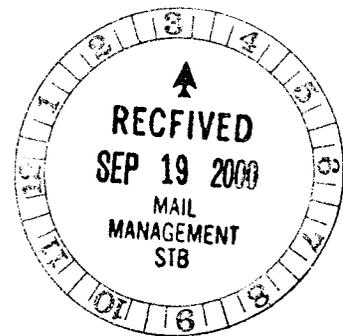
SEP 20 '00 9-53 AM

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SURFACE TRANSPORTATION BOARD

SEPTEMBER 9, 2000

MR VERNON WILLIAMS, SECRETARY  
SURFACE TRANSPORTATION BOARD  
1925 K STREET NW  
WASHINGTON, D.C. 20423



DEAR SECRETARY,

I HAVE ENCLOSED AN ORIGINAL AND ONE COUNTERPART OF THE DOCUMENTS DESCRIBED BELOW, TO BE RECORDED PURSUANT TO SECTION 11303 OF TITLE 49 OF THE U.S.CODE.

THIS DOCUMENT IS A FINANCING STATEMENT AND NOTICE OF SECURITY INTEREST, A PRIMARY DOCUMENT, DATED JUNE 30<sup>TH</sup>, 2000.

THE NAMES AND ADDRESSES OF THE PARTIES TO THE DOCUMENTS ARE AS FOLLOWS:

MIDWEST RAILCAR CORPORATION (DEBTOR), 9876 213<sup>TH</sup> AVENUE, ELK RIVER, MINNESOTA, 55330 AND THE BANK OF EDWARDSVILLE (SECURED PARTY), 330 WEST VANDALIA, EDWARDSVILLE, IL. 62025.

A DESCRIPTION OF THE EQUIPMENT COVERED BY THE DOCUMENT FOLLOWS

TEN (10) 4000 CUBIC FOOT, TROUGH HATCH, COVERED HOPPER RAILCARS BEARING THE FOLLOWING NEW NUMBERS:MWCX 400000-400009

A FEE OF \$26 IS ENCLOSED. PLEASE RETURN THE ORIGINAL AND ANY EXTRA COPIES NOT NEEDED BY THE BOARD FOR RECORDATION TO THE BANK OF EDWARDSVILLE, ATTN: DAVID GANSNER, VICE PRESIDENT, 101 SOUTH MORRISON ST., COLLINSVILLE, IL. 62234

A SHORT SUMMARY OF THE DOCUMENT TO APPEAR IN THE INDEX FOLLOWS

A "FINANCING STATEMENT AND NOTICE OF SECURITY INTEREST BETWEEN MIDWEST RAILCAR CORPORATION, 9876 213<sup>TH</sup> AVENUE, ELK RIVER, MINNESOTA 55330, THE DEBTOR AND THE BANK OF EDWARDSVILLE, 330 WEST VANDALIA, EDWARDSVILLE, IL. 62025, THE SECURED PARTY, COVERING TEN (10) 4000 CUBIC FOOT, TROUGH HATCH, COVERED HOPPER RAILCARS BEARING THE FOLLOWING NEW NUMBERS: MWCX 400000-400009.

IF YOU SHOULD HAVE ANY QUESTIONS CONCERNING THIS LETTER PLEASE CALL  
ME AT 618-344-6100.

SINCERELY,

A handwritten signature in cursive script that reads "David Gansner". The signature is written in black ink and is positioned below the word "SINCERELY,".

DAVID GANSNER  
VICE PRESIDENT

SEP 20 '00 9-53 AM

**FINANCING STATEMENT  
AND  
NOTICE OF SECURITY INTEREST**

**SURFACE TRANSPORTATION BOARD**

MIDWEST RAILCAR CORPORATION }  
9876 213TH AVENUE } DEBTOR  
ELK RIVER, MINNESOTA 55330 }

TO

THE BANK OF EDWARDSVILLE, )  
AN ILLINOIS BANKING CORPORATION) SECURED PARTY  
330 WEST VANDALIA )  
EDWARDSVILLE, ILLINOIS 62025 )



Be It Know Hereby That, to secure an obligation entered into on June 30, 2000, the above-named Debtor pledged to the Secured Party certain collateral as follows:

- A. Ten (10) 4000 cubic foot, trough hatch, covered hopper railcars, described on Exhibit A attached and made a part of.
- B. An Assignment of that lease wherein Debtor is named as the Lessor and Rocky Mountain Transportation Services, Inc., 6850 52<sup>nd</sup> Avenue, Suite 103, Arvada, Colorado, 80002, is named as the Lessee, said Lease dates, April 5, 2000, and all renewals thereof.

and in addition thereto, all accessions, additions, replacements, and substitutions relating to any and all of the foregoing; all records, instruments, documents, and evidences relating thereto; and all proceeds and revenues related to or generated by the foregoing, including proceeds of insurance, general intangibles, and accounts.

**DEBTOR:**  
MIDWEST RAILCAR CORPORATION

**SECURED PARTY:**  
THE BANK OF EDWARDSVILLE,  
AN ILLINOIS BANKING CORPORATION

BY: *Richard M. Murphy*  
RICHARD M. MURPHY, MI  
ITS PRESIDENT

BY: *David Gansner*  
DAVID GANSNER  
VICE-PRESIDENT

# EXHIBIT "A"

**Borrower:** MIDWEST RAILCAR CORPORATION  
9876 213TH AVENUE NW  
ELK RIVER, MN 55330-8619

**Lender:** THE BANK OF EDWARDSVILLE  
THE COLLINSVILLE BANKING CENTER  
101 SOUTH MORRISON  
COLLINSVILLE, IL 62234

This EXHIBIT "A" is attached to and by this reference is made a part of each Promissory Note or Credit Agreement and Security Agreement, dated June 30, 2000, and executed in connection with a loan or other financial accommodations between THE BANK OF EDWARDSVILLE and MIDWEST RAILCAR CORPORATION.

## EXHIBIT A

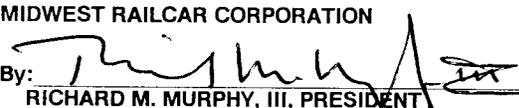
### 4000 C.F. Covered Hoppers

OLD NUMBER	NEW NUMBER
AEX 000692	MWCX 400000
AEX 000696	MWCX 400001
AEX 000698	MWCX 400002
AEX 000701	MWCX 400003
AEX 000777	MWCX 400004
AEX 000903	MWCX 400005
AEX 000904	MWCX 400006
AEX 000926	MWCX 400007
AEX 000933	MWCX 400008
AEX 000936	MWCX 400009

THIS EXHIBIT "A" IS EXECUTED ON JUNE 30, 2000.

**BORROWER:**

MIDWEST RAILCAR CORPORATION

By: 

RICHARD M. MURPHY, III, PRESIDENT

**LENDER:**

THE BANK OF EDWARDSVILLE

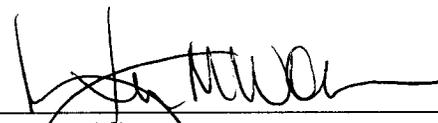
By: 

Authorized Officer

STATE OF Minnesota }  
COUNTY OF Sherburne }

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO  
HEREBY CERTIFY that RICHARD M. MURPHY, III, representing himself, to be the duly-  
elected and acting President of MIDWEST RAILCAR CORPORATION, and personally known  
to me to be the same person whose name appears on the foregoing instrument, appeared before  
me this date in person and acknowledged that he signed, sealed, and delivered the said  
instrument as his free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 30<sup>th</sup> day of June, 2000.

  
\_\_\_\_\_  
Notary Public  


STATE OF Illinois }  
COUNTY OF St Clair }

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO  
HEREBY CERTIFY that David W. Gansner, representing himself to be the duly-elected  
Vice-President of The Bank of Edwardsville and personally known to me to be the same person  
whose name appears on the forgoing instrument, appeared before me this date in person and  
acknowledged that they signed, sealed, and delivered and said instrument as his free and  
voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 4 day of July, 2000.

Christine Deterding  
Notary Public

