

RECORDATION NO. 23097 FILED

Member FDIC

SEP 21 '00 12-50 PM

TS
SURFACE TRANSPORTATION BOARD

SEPTEMBER 11, 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 AUGUST 21ST, 2000.

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

RAILCAR LEASING SPECIALISTS, INC. (DEBTOR), 1109 GREENWOOD AVENUE, WILMETTE, IL. 60091 AND THE BANK OF EDWARDSVILLE (THE SECURED PARTY), 330 WEST VANDALIA, EDWARDSVILLE, IL. 62025.

A DESCRIPTION OF THE EQUIPMENT COVERED BY THE DOCUMENT FOLLOWS

SIX (6) 70-TON, 2 CAR ARTICULATED UNITS BEARING THE FOLLOWING NUMBERS: AMIX 46900 A&B, AMIX 46913 A & B, AMIX 46958 A & B, AMIX 46994 A & B , AMIX 46777 A & B, AMIX 47003 A & B.

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

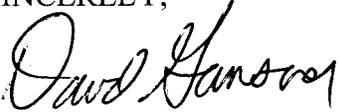
A SHORT SUMMARY OF THE DOCUMENT TO APPEAR IN THE INDEX FOLLOWS

A "FINANCING STATEMENT AND NOTICE OF SECURITY INTEREST" BETWEEN RAILCAR LEASING SPECIALISTS, INC., 1109 GREENWOOD AVENUE, WILMETTE, IL. 60091, THE DEBTOR AND THE BANK OF EDWARDSVILLE, 330 WEST VANDALIA, EDWARDSVILLE, IL. 62025, THE SECURED PARTY, COVERING SIX (6) 70-TON, 2 CAR ARTICULATED UNITS BEARING THE FOLLOWING NUMBERS: AMIX 46900

A & B., AMIX 46913 A & B, AMIX 46958 A & B, AMIX 46994 A & B, AMIX 46777 A & B
AND AMIX 47003 A & B.

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

FINANCING STATEMENT
AND
NOTICE OF SECURITY INTEREST



RAILCAR LEASING SPECIALISTS, INC. }
109 GREENWOOD AVENUE }
MILMETTE, ILLINOIS 60091 }

DEBTOR

TO

RECORDATION NO. 23097 FILED

THE BANK OF EDWARDSVILLE,)
AN ILLINOIS BANKING CORPORATION)
30 WEST VANDALIA)
EDWARDSVILLE, ILLINOIS 62025)

SECURED PARTY

SEP 21 '00 12-50 PM

SURFACE TRANSPORTATION BOARD

Be It Know Hereby That, to secure an obligation entered into on August 21, 2000, the above-named Debtor pledged to the Secured Party certain collateral as follows:

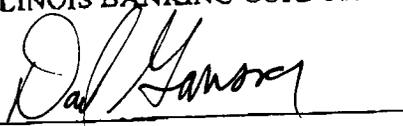
- A. Six (6) 70-ton, 2 car articulated units with car marks and numbers AMIX 46900 A & B, AMIX 46913 A & B, AMIX 46958 A & B, AMIX 46994 A & B, AMIX 46777 A & B, and AMIX 47003 A & B.
- B. An assignment of Rider 2, dated June 2, 2000, to Railcar Equipment Lease, originally dated December 14, 1998, wherein Debtor is named as the Lessor and Mineral Solutions, Inc., 855 Apollo Road Eagan, MN 55121, is named as the Lessee, 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:
RAILCAR LEASING SPECIALISTS, INC.

BY: 
DENNIS AMICK
ITS PRESIDENT

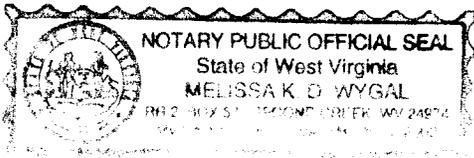
SECURED PARTY:
THE BANK OF EDWARDSVILLE,
AN ILLINOIS BANKING CORPORATION

BY: 
DAVID GANSNER
VICE-PRESIDENT

STATE OF West Virginia
COUNTY OF Greenbrier

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO
HEREBY CERTIFY that DENNIS AMICK, representing himself, to be the duly-
elected and acting President of RAILCAR LEASING SPECIALISTS, INC., 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 24th day of August, 2000.



Melissa K. O'Wygal
Notary Public

STATE OF Illinois }
COUNTY OF Madison }

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 11 day of September, 2000.

Phyllis Kay Davis
Notary Public

