

RECORDATION NO. 23098 FILED

SEP 21 '00 12-50 PM

^{TS}
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 JULY 11TH, 2000.

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

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

A DESCRIPTION OF THE EQUIPMENT COVERED BY THE DOCUMENT FOLLOWS

TWELVE (12) UNITS CONSISTING OF TWO (2) 2600 CUBIC FOOT AIRSLIDE COVERED HOPPER RAILCARS COUPLED TOGETHER WITH AN ACF SOLID DRAWBAR BEARING THE FOLLOWING NUMBERS:MWCX 260 THRU 271.

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 213TH AVENUE, ELK RIVER, MINNESOTA 55330, THE DEBTOR AND THE BANK OF EDWARDSVILLE, 330 WEST VANDALIA, EDWARDSVILLE, IL. 62025, THE SECURED PARTY, COVERING TWELVE (12) UNITS CONSISTING OF TWO (2) 2600 CUBIC FOOT AIRSLIDE COVERED HOPPER RAILCARS

COUPLED TOGETHER WITH AN ACF SOLID DRAWCAR BEARING THE FOLLOWING
NUMBERS: MWCX 260 THRU MWCX 271.

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

SINCERELY,

A handwritten signature in cursive script, appearing to read "David Gansner".

DAVID GANSNER
VICE PRESIDENT

SEP 21 00 .12-50 PM

SURFACE TRANSPORTATION BOARD

FINANCING STATEMENT
AND
NOTICE OF SECURITY INTEREST



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 July 11, 2000, the above-named Debtor pledged to the Secured Party certain collateral as follows:

- A. Twelve (12) Units consisting of two (2) 2600 cubic foot airslide covered hopper railcars coupled together with an ACF solid drawcar described on Exhibit A attached and made a part of.
- B. An Assignment of that lease wherein Debtor is named as the Lessor and Mineral Technologies, L.L.C., 120 Interstate North Parkway East, Suite 440, Atlanta, GA, 30339, is named as the Lessee, said Lease bearing the date, July 1, 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
BY: [Signature]
RICHARD M. MURPHY, III
ITS PRESIDENT

SECURED PARTY:
THE BANK OF EDWARDSVILLE,
AN ILLINOIS BANKING CORPORATION
BY: [Signature]
DAVID GANSNER
VICE-PRESIDENT

SURFACE TRANSPORTATION BOARD

SEP 21 00 .12-50 PM

EXHIBIT "A"

Borrower: MIDWEST RAILCAR CORPORATION
9876 213TH AVENUE NORTH WEST
ELK RIVER, MN 55330

Lender: THE BANK OF EDWARDSVILLE
THE COLLINSVILLE 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, Security Agreement and Boarding Data, dated July 11, 2000, and executed in connection with a loan or other financial accommodations between The BANK OF EDWARDSVILLE and MIDWEST RAILCAR CORPORATION.

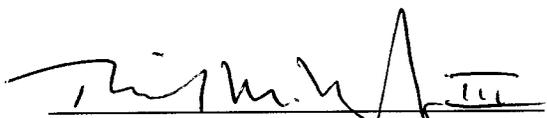
Twelve (12) units consisting of two (2) 2600 cubic foot airslide covered hopper railcars
Coupled together with a ACF solid drawbar.

NEW NUMBER	NEW NUMBER
MWCX 260	MWCX 261
MWCX 262	MWCX 263
MWCX 264	MWCX 265
MWCX 266	MWCX 267
MWCX 268	MWCX 269
MWCX 270	MWCX 271

THIS EXHIBIT "A" IS EXECUTED ON JULY 11, 2000.

BORROWER: MIDWEST RAILCAR CORPORATION

By:


RICHARD M. MURPHY, III, PRESIDENT

LENDER: THE BANK OF EDWARDSVILLE

By:


DAVID GANSNER, VICE-PRESIDENT

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 7th day of July, 2000.



[Handwritten Signature]
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 9th day of September 2000.

Phyllis Kay Davis
Notary Public

