

RECORDATION NO. 23824 FILED

JAN 14 '02

2-06 PM

**BALL JANIK LLP**

A T T O R N E Y S

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SURFACE TRANSPORTATION BOARD

LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

lgitomer@bjllp.com

January 14, 2002

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

Dear Secretary Williams:

I have enclosed two originals of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a primary document, dated as of December 21, 2001. We request that this document be given the next available Recordation Number.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

US Bancorp Leasing & Financial  
7659 S.W. Mohawk  
Tualatin, OR 97062

Lessees:

Elgin, Joliet and Eastern Railway Company  
Union Railroad Company  
The Lake Terminal Railroad Company  
Birmingham Southern Railroad Company  
McKeesport Connecting Railroad Company  
1141 Maple Road  
Joliet, IL 60432

A description of the equipment covered by the Memorandum of Lease Agreement consists of 14 locomotives numbered EJE 302, 444, 445, 459, 614, 616, 658, 662, 665, 703, 804, 809, 811, 818, 100 gondola cars numbered EJE 4494-4539, inclusive, 4541-4549, inclusive,

BALL JANIK LLP

Honorable Vernon A. Williams  
January 14, 2002  
Page 2

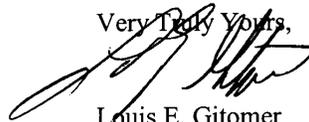
4844-4874, inclusive, 4800-4813, inclusive, and three boxcars numbered EJE 65290, 65291, and 65294.

A fee of \$ 28.00 is enclosed. Please return one original to:

Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between US Bancorp Leasing & Financial, 7659 S.W. Mohawk, Tualatin, OR 97062, and Elgin, Joliet and Eastern Railway Company, Union Railroad Company, The Lake Terminal Railroad Company, Birmingham Southern Railroad Company, McKeesport Connecting Railroad Company, 1141 Maple Road, Joliet, IL 60432, covering 14 locomotives numbered EJE 302, 444, 445, 459, 614, 616, 658, 662, 665, 703, 804, 809, 811, 818, 100 gondola cars numbered EJE 4494-4539, inclusive, 4541-4549, inclusive, 4844-4874, inclusive, 4800-4813, inclusive, and three boxcars numbered EJE 65290, 65291, and 65294.

Very Truly Yours,



Louis E. Gitomer

Enclosures

RECORDATION NO. 23824 FILED

JAN 14 '02

2-08 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

dated as of December 21, 2001

between

ELGIN, JOLIET AND EASTERN RAILWAY COMPANY, UNION  
RAILROAD COMPANY, THE LAKE TERMINAL RAILROAD COMPANY,  
BIRMINGHAM SOUTHERN RAILROAD COMPANY AND MCKEESPORT  
CONNECTING RAILROAD COMPANY  
as Lessee,

and

U.S. BANCORP EQUIPMENT FINANCE, INC.  
as Lessor

FILED WITH THE SURFACE TRANSPORTATION BOARD  
PURSUANT TO 49 U.S.C. § 11301  
on \_\_\_\_\_, 2001 at \_\_:\_\_.m.

## MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of December 21, 2001 by and between U.S. BANCORP EQUIPMENT FINANCE, INC. ("Lessor"), and ELGIN, JOLIET AND EASTERN RAILWAY COMPANY, UNION RAILROAD COMPANY, BIRMINGHAM SOUTHERN RAILROAD COMPANY AND MCKEESPORT CONNECTING RAILROAD COMPANY ("Lessee"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain railcars described on Exhibit No. 1 attached hereto.

All of such railcars and locomotives are more fully described in that certain Railcar and Locomotive Lease Agreement dated December 21, 2001 and Schedule Nos. 2 and 3, thereto, and incorporating the terms thereof, dated as of December 21, 2001 (together with all of the riders, schedules and other attachments thereto, collectively, the "Lease"), each between Lessor and Lessee.

2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

U.S. BANCORP EQUIPMENT FINANCE, INC.

By:   
Name: ~~J. A. Yokim~~ Clifford Shaw  
Title: ~~Vice President-Finance and Treasurer~~

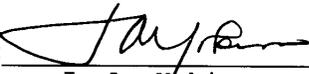
ELGIN, JOLIET AND EASTERN RAILWAY COMPANY

By:   
Name: J. A. Yokim  
Title: ~~Vice President-Finance~~ and Treasurer

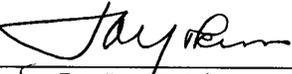
UNION RAILROAD COMPANY

By:   
Name: J. A. Yokim  
Title: ~~Vice President-Finance~~ and Treasurer

THE LAKE TERMINAL RAILROAD COMPANY

By:   
Name: J. A. Yokim  
Title: ~~Vice President-Finance~~ and Treasurer

BIRMINGHAM SOUTHERN RAILROAD COMPANY

By:   
Name: J. A. Yokim  
Title: ~~Vice President-Finance~~ and Treasurer

MCKEESPORT CONNECTING RAILROAD COMPANY

By:   
Name: J. A. Yokim  
Title: ~~Vice President-Finance~~ and Treasurer

STATE OF Oregon )  
COUNTY OF Washington ) ss.

On this 11th day of January, 2002 before me appeared CLIFFORD SWAN, the person who signed this instrument, who acknowledged that he/she is the VICE-PRESIDENT of U.S. BANCORP EQUIPMENT FINANCE, INC. and that, being duly authorized, he/she signed such instrument as a free act on behalf of said corporation.

[Seal]

Marta M. Smead  
Notary Public

My commission expires:

1-16, 2005



STATE OF Pennsylvania )  
COUNTY OF Allegheny ) ss.

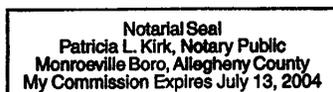
On this 10<sup>th</sup> day of JANUARY, 2004 before me appeared J. A. YOKIM the person who signed this instrument, who acknowledged that (s)he is the vice President - Finance + Treasurer of ELGIN, JOLIET AND EASTERN RAILWAY COMPANY, UNION RAILROAD COMPANY, THE LAKE TERMINAL RAILROAD COMPANY, BIRMINGHAM SOUTHERN RAILROAD COMPANY AND MCKEESPORT CONNECTING RAILROAD COMPANY and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

Patricia L. Kirk  
Notary Public

My commission expires:

July 13, 2004



U.S. BANCORP EQUIPMENT FINANCE, INC.  
SCHEDULE OF EQUIPMENT

LESSEE: ELGIN, JOLIET AND EASTERN RAILWAY COMPANY, UNION RAILROAD COMPANY,  
THE LAKE TERMINAL RAILROAD COMPANY, BIRMINGHAM SOUTHERN RAILROAD COMPANY  
AND MCKEESPORT CONNECTING RAILROAD COMPANY

EQUIPMENT SCHEDULE NO. \_\_\_\_\_  
EXHIBIT NO. 1

Term in Months	No. of Units	Year Built	Car / Road Number	General Description	Current FMV Per Unit
60	1	1959	EJE 614	EMD SD9, Six Axle, 1750 Horsepower	\$80,000.00
60	1	1959	EJE 804	EMD SD9, Six Axle, 1750 Horsepower	\$110,000.00
60	1	1959	EJE 818	EMD SD9, Six Axle, 1750 Horsepower	\$110,000.00
60	1	1960	EJE 302	EMD SW1200, Four Axle, 1200 Horsepower	\$130,000.00
60	1	1971	EJE 444	EMD SW1001, Four Axle, 1000 Horsepower	\$110,000.00
60	1	1971	EJE 445	EMD SW1001, Four Axle, 1000 Horsepower	\$110,000.00
60	1	1971	EJE 459	EMD SW1000, Four Axle, 1000 Horsepower	\$110,000.00
60	1	1974	EJE 658	EMD SD38-2, Six Axle, 2000 Horsepower	\$200,000.00
60	1	1975	EJE 662	EMD SD38-2, Six Axle, 2000 Horsepower	\$200,000.00
60	1	1975	EJE 665	EMD SD38-2, Six Axle, 2000 Horsepower	\$200,000.00
60	1	1972	EJE 703	EMD SD38-2, Six Axle, 2000 Horsepower	\$200,000.00
	<b>11</b>			<b>Total for Locomotives</b>	<b>\$1,560,000.00</b>
				<b>SCHEDULE TOTAL</b>	<b>\$1,560,000.00</b>

U.S. BANCORP EQUIPMENT FINANCE, INC.  
SCHEDULE OF EQUIPMENT

LESSEE: ELGIN, JOLIET AND EASTERN RAILWAY COMPANY, UNION RAILROAD COMPANY,  
THE LAKE TERMINAL RAILROAD COMPANY, BIRMINGHAM SOUTHERN RAILROAD COMPANY  
AND MCKEESPORT CONNECTING RAILROAD COMPANY

EQUIPMENT SCHEDULE NO. \_\_\_\_\_  
EXHIBIT NO. 1

Term in Months	No. of Units	Year Built	Car / Road Number	General Description	Current FMV Per Unit
84	1	1974	EJE 4494	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4495	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4496	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4497	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4498	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4499	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4500	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4501	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4502	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4503	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4504	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4505	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4506	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4507	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4508	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4509	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4510	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4511	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4512	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4513	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4514	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4515	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4516	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4517	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4518	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4519	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4520	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4521	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4522	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4523	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4524	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4525	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4526	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4527	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4528	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4529	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4530	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4531	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4532	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4533	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4534	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4535	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4536	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4537	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4538	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4539	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4541	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4542	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4543	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4544	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00

U.S. BANCORP EQUIPMENT FINANCE, INC.  
SCHEDULE OF EQUIPMENT

LESSEE: ELGIN, JOLIET AND EASTERN RAILWAY COMPANY, UNION RAILROAD COMPANY,  
THE LAKE TERMINAL RAILROAD COMPANY, BIRMINGHAM SOUTHERN RAILROAD COMPANY  
AND MCKEESPORT CONNECTING RAILROAD COMPANY

EQUIPMENT SCHEDULE NO. \_\_\_\_\_  
EXHIBIT NO. 1

Term In Months	No. of Units	Year Bult	Car / Road Number	General Description	Current FMV Per Unit
84	1	1974	EJE 4545	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4546	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4547	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4548	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1974	EJE 4549	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$9,000.00
84	1	1980	EJE 4844	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4845	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4846	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4847	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4848	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4849	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4850	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4851	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4852	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4853	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4854	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4855	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4856	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4857	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4858	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4859	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4860	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4861	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4862	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4863	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4864	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4865	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4866	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4867	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4868	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4869	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4870	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4871	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4872	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4873	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4874	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4800	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4801	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4802	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4803	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4804	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4805	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4806	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4807	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4808	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4809	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4810	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4811	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4812	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00
84	1	1980	EJE 4813	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	\$12,000.00

U.S. BANCORP EQUIPMENT FINANCE, INC.  
SCHEDULE OF EQUIPMENT

LESSEE: ELGIN, JOLIET AND EASTERN RAILWAY COMPANY, UNION RAILROAD COMPANY,  
THE LAKE TERMINAL RAILROAD COMPANY, BIRMINGHAM SOUTHERN RAILROAD COMPANY  
AND MCKEESPORT CONNECTING RAILROAD COMPANY

EQUIPMENT SCHEDULE NO. \_\_\_\_\_  
EXHIBIT NO. 1

Term in Months	No. of Units	Year Built	Car / Road Number	General Description	Current FMV Per Unit
84	1	1977	EJE 65290	Boxcar, 50 Feet, 70 Tons, XM	\$14,000.00
84	1	1977	EJE 65291	Boxcar, 50 Feet, 70 Tons, XM	\$14,000.00
84	1	1979	EJE 65294	Boxcar, 50 Feet, 70 Tons, XM	\$14,500.00
	<b>103</b>			<b>Total of Railcars</b>	<b>\$1,077,500.00</b>
84	1	1960	EJE 616	EMD SD18, Six Axle, 1750 Horsepower	\$120,000.00
84	1	1960	EJE 809	EMD SD18, Six Axle, 1750 Horsepower	\$120,000.00
84	1	1960	EJE 811	EMD SD18, Six Axle, 1750 Horsepower	\$120,000.00
	<b>3</b>			<b>Total of Locomotives</b>	<b>\$360,000.00</b>
<b>SCHEDULE TOTAL</b>					<b>\$1,437,500.00</b>