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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

April 17, 2002

RECORDATION NO. 22686 FILED

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

APR 17 '02 1-40 PM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of Supplement No. 7 to the Security Agreement and to the Amended and Restated Assignment of Leases, dated July 23, 2001, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 22686.

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

Debtor: Joseph Leasing, Ltd.
(f/k/a DJJ Leasing Ltd.)
300 Pike Street
Cincinnati, OH 45202

Secured Party: Firstar Bank, N.A.
425 Walnut
Cincinnati, OH 45202

A description of the railroad equipment covered by the enclosed document is

The railcars bearing various reporting marks and road numbers that are being ADDED to the Security Agreement are identified on Exhibit A Attached hereto.

Mr. Vernon Williams
April 17, 2002
Page Two

The railcars bearing various reporting marks and road numbers that are being DELETED from the Security Agreement are identified on Exhibit B Attached hereto

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

Lease Supplement No. 7 to the Security Agreement and to the Amended and Restated Assignment of Leases.

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

EXHIBIT A

TO THE SECURITY DOCUMENTS SUPPLEMENT, DATED AS OF THE 22nd DAY OF JULY, 2001, BETWEEN JOSEPH LEASING, LTD., f/k/a DJJ LEASING, LTD. AND FIRSTAR BANK, N.A.

LISTING ADDITIONS TO
ELIGIBLE EQUIPMENT/ELIGIBLE LEASES

<u>Rptg Mark</u>	<u>Car Numbers</u>	<u>Lessee</u>	<u>Effective Date of Lease</u>
<u>Trans. #1</u> (Transfer of 95 Railcars from Canadian Nation (55 cars - car numbers to remain the same), Willamette & Pacific (15 cars), Arkansas Shortline (7 cars), and Allied Enterprise (18 cars) to Canadian Pacific Railway Company)			
TNMR	2731-39, 2741-43, 2745-47, 2750-55, 2757-64, 2766, 2768-69, 2772-77, 2781-87, 2789-96, 2798-99	Canadian Pacific Railway Company Suite 500 Gulf Canada Square 401 9th Avenue, S.W. Calgary, Alberta T2P 4Z4	July 2000
TNMR	12000-12039	Same as above.	Same as above.
<u>Trans. #2</u> (Transfer of 30 railcars from Union Pacific Railroad Lease (100) to Zhagrus Environmental, Inc.)			
JTLX	36, 41, 47-48, 50, 55-56, 59, 61-62, 64-66, 69, 71, 73-77, 80, 85-86, 90, 94-98, 100	Zhagrus Environmental, Inc.	July 11, 2000
<u>Trans. #3</u> (Transfer of 15 railcars from two distinct Union Pacific Leases to Ashland Railway, Inc.)			
TNMR	4070 - 4084	Ashland Railway	August 2, 2000
<u>Trans. #4</u> (Transfer of 15 railcars from Allied Enterprises, Inc. to Willamette Industries, Inc.)			
FCEN	96550-96564	Willamette Industries, Inc. 1300 S.W. Fifth Avenue Suite 3800 Portland, OR 97201	August 22, 2000
<u>Trans. #5</u> (Purchase of 50 railcars from Trinity Industries, Inc. leased to Environmental Protection and Improvement Company, 305 Palmer Road, Denville, NJ 07834. Also lease assigned from Joseph Transportation Services, Inc. to Joseph Leasing LTD by operation of the assignment and assumption agreement by and between the parties dated as of Aug. 22, 2000).			

EPIX	91300-91349	Environmental Protection & Improvement Company	October 17, 2000
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Trans. #6 (Purchase of 100 railcars from Thrall Car Manufacturing)

JTIX	100202-100251	No Lessee	November 28, 2000
TKEN	9979-10003, 10353-10377	No Lessee	November 28, 2000

Trans. #7 (addition of 10 new railcars to Finger Lakes Railway Company's existing lease, transferred from the cars purchased from Thrall Car Manufacturing, as described in Trans. #6 hereto).

TNMR	10353-10362	Finger Lakes Railway Company	October 17, 2000
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Trans. #8 (Transfer 10 cars from Union Pacific RR Company to Birmingham Southeast, LLC).

JTLX	101, 103, 110, 113, 123, 129, 133, 139, 169, 184	Birmingham Southeast LLC 1000 Urban Center Drive Suite 300 Birmingham, AL 35242-2516	November 1, 2000
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Trans. #9 (Transfer of 25 railcars from Union Pacific to Ohio Central Railroad)

OHCR	4000-4024	Ohio Central Railroad 135 South Fifth Street Coshocton, OH 43812	November 27, 2000
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Trans #10 (destroyed car - # DJLX 97307 from Roanoke Cement Lease)

NO ADDITION for Trans. # 10

Trans. #11 (Transfer of 20 railcars from Union Pacific RR Company to Allied Enterprises, Inc.)

AM	720-739	Allied Enterprises, Inc. 107 North Commercial Springdale, AR 72764	December 21, 2000
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Trans. #12 (Amendment No. 2 to Railroad Equipment Lease dated as of January 12, 2001, between Wheeling & Lake Erie Railway Co. and Joseph Leasing Ltd., the original Lease was filed with the STB as Recordation # 22686 & Amendment No. 1 was filed as part of 22686F. The car numbers are to remain the same, the Lease term has been extended and certain provisions thereof modified).

NO ADDITIONS associated with this Tras. #12.

Trans. #13 (Transfer 7 railcars from Kerr McGee to new lessor Bangor and Aroostook Railroad Company)

NYOG	99000 - 99006	Bangor and Aroostook RailRoad Company RR 2, Box 45 Bangor, Maine 04401-9602	January 19, 2001
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OTHER COLLATERAL

NONE.

EXHIBIT B

TO THE SECURITY DOCUMENTS SUPPLEMENT, DATED AS OF THE 23rd DAY
JULY, 2001, BETWEEN JOSEPH LEASING, LTD., f/k/a DJJ LEASING, LTD. AND
FIRSTAR BANK, N.A.

LISTING DELETIONS FROM

ELIGIBLE EQUIPMENT/ELIGIBLE LEASES

<u>Rptg Mark</u>	<u>Car Numbers</u>	<u>Lessee</u>	<u>Effective Date</u>
<hr/>			
Trans. #1 (Transfer of 95 Railcars from Canadian Nation (55 cars - car numbers to remain the same), Willamette & Pacific (15 cars), Arkansas Shortline (7 cars), and Allied Enterprise (18 cars) to Canadian Pacific Railway Company)			
TNMR	2731-39, 2741-43, 2745-47, 2750-53, 2754-55, 2757-64, 2766 2768-69, 2772-77, 2781-87, 2790-96, 2798-99	Canadian National	July, 2000
WPRR	75001-004, 75008, 75010, 75014, 75017, 75022, 75024-025, 75028, 75030, 75037, 75046	Willamette & Pacific	July, 2000
DR	7116-117, 7120-124	Arkansas Shortline	July, 2000
AM	1310-11, 1313-14, 1317, 1319, 1321, 1325 1328, 1330, 1332, 1335, 1337-38, 1340-43	Allied Enterprises	July, 2000
<hr/>			
Trans #2 (Transfer of 30 railcars from Union Pacific Railroad Lease (100) to Zhagrus Environmental, Inc.)			
CHTT	286000, 286009, 286018-19 286021, 286029-30, 286034 286036, 286039, 286045, 286048-49, 286052, 286055, 286058, 286060-63, 286068, 286077-78, 286085, 286092-93, 286095-97, 286099	Zhagrus Environmental, Inc.	July 11, 200
<hr/>			
Trans. #3 (Transfer of 15 railcars from two distinct Union Pacific Leases to Ashland Railway, Inc.)			
CHTT	286016, 286022, 286025, 286028, 286054, 286057,	Union Pacific (#5001)	August 2, 2000

CHTT 286101, 286108, 286115, Union Pacific RR Company December 21, 2000
286118, 286124, 286130,
286133, 286145, 286170-71,
286175, 286178, 286180-82,
286192, 286194, 286197-99

Trans. #12 (Amendment No. 2 to Railroad Equipment Lease dated as of January 12, 2001, between Wheeling & Lake Erie Railway Co. and Joseph Leasing Ltd., the original Lease was filed with the STB as Recordation # 22686 & Amendment No. 1 was filed as part of 22686F. The car numbers are to remain the same, the Lease term has been extended and certain provisions thereof modified).

NO DELETIONS associated with this Trans. #12.

Trans. #13 (Transfer 7 railcars from Kerr McGee to new lessor Bangor and Aroostook Railroad Company)

DJLX 99000 - 99006 Kerr McGee January 19, 2001

IA\FB013\SUPP7.WP

FORM OF SECURITY DOCUMENTS SUPPLEMENT

SUPPLEMENT NO. 7
TO THE
SECURITY AGREEMENT
DATED AS OF DECEMBER 29, 1999
BETWEEN
DJJ LEASING LTD. n/k/a
JOSEPH LEASING, LTD.
(the "BORROWER")

RECORDATION NO. 22686 FILED
APR 17 '02 1-40 PM
SURFACE TRANSPORTATION BOARD

AND
FIRSTSTAR BANK, N.A.,
(the "BANK")

AND
TO THE AMENDED AND RESTATED
ASSIGNMENT OF LEASES
BETWEEN
THE BORROWER
AND
THE BANK

WHEREAS:

A. The Borrower and the Bank entered into a certain Revolving Credit and Term Loan Agreement dated as of December 29, 1999 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement") pursuant to which the Bank agreed to lend to the Borrower funds in an aggregate principal amount not in excess of the amount provided therein;

B. Pursuant to the Credit Agreement, the Borrower and the Bank entered into a certain Security Agreement dated as of December 29, 1999 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement");

C. Pursuant to the Credit Agreement, the Borrower and the Bank entered into a certain Assignment of Leases dated as of December 29, 1999 (as amended, restated, supplemented or otherwise modified from time to time, the "Assignment of Leases");

D. Pursuant to the Credit Agreement, the Borrower is obligated in order to add Collateral to the Lien created under the Security Documents, to deliver to the Bank supplements to its Security Agreement and Assignment of Leases (each, a "Security Documents Supplement") describing the properties and assets which shall constitute the Collateral for the Obligations, and it is therefore a condition precedent to the obligation of the Bank to make or maintain Loans that the Borrower shall execute and deliver to the Bank this Security Documents Supplement;

NOW, THEREFORE, the parties hereto hereby agree as follows (capitalized terms which are not defined herein shall have the meanings given to them in the Credit Agreement):

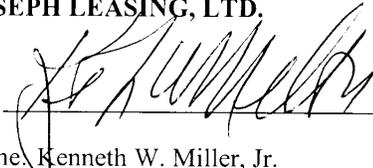
1. Each of the Security Agreement and the Assignment of Leases are hereby amended and supplemented by the addition thereto or subtraction therefrom (in addition to any other Collateral as modified by previous Security Documents Supplements) of the following Collateral: the Eligible Equipment, the Eligible Leases or other Collateral listed or identified on Exhibit A (additions) and/or Exhibit B (subtractions) thereto. For a list of current railcars and Assignment of Leases subject to the Security Agreement after the effect of the change contemplated by this Form of Security Documents Supplement No. 7, see Exhibit C.

2. The Borrower represents and warrants as follows:

(i) The Borrower has complied, and as of the date hereof is in compliance with all the terms, covenants and conditions of the Loan Documents; (ii) the representations and warranties contained in the Loan Documents (except for representations and warranties made as of a specific date) are true and correct in all material respects as of the date hereof with the same effect as if such representations and warranties had been made on the date hereof (including, without limitation, that the Collateral listed or identified on Exhibit 1 thereto and all Exhibits hereto is free and clear of any and all security interests, liens, assignments or other title encumbrances); and (iii) no Default or Event of Default exists, or would arise as a result of and after giving effect to, the addition of Collateral pursuant to this Security Documents Supplement.

IN WITNESS WHEREOF, the parties hereto have caused this Supplement No. ~~8~~⁷ to be duly executed this ~~23rd~~^{27th} day of July, 2001.

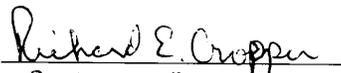
JOSEPH LEASING, LTD.

By: 

Name: Kenneth W. Miller, Jr.

Title: Vice President

FIRSTAR BANK, N.A.

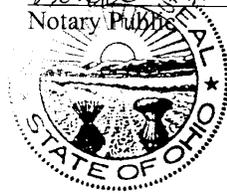
By: 

Name: Richard E. Cropper
~~John R. Maurer~~

Title: Sr. Vice President

STATE OF OHIO)
) ss:
COUNTY OF HAMILTON)

On this 16th day of July, 2001, before me, personally appeared Kenneth W. Miller, Jr., to me personally known, who being by me duly sworn, says that he resides at Cincinnati, Ohio and is Vice President of Joseph Leasing, Ltd., that said instrument was signed on the date hereof on behalf of said limited liability company by authority of its Committee; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.


Notary Public

LINDA M. BAUGHMAN
Notary Public, State of Ohio
My Commission Expires July 22, 2002

STATE OF OHIO)
) ss:
COUNTY OF HAMILTON)

On this 23rd day of July, 2001, before me, personally appeared ~~John R. Maurer~~ ^{Richard E. Cropper} to me personally known, who being by me duly sworn, says that he resides at Cincinnati, Ohio and is Vice President of Firststar Bank, N.A., that said instrument was signed on the date hereof on behalf of said national banking association by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.

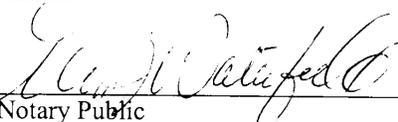

Notary Public
ELLYN J. WATERFIELD
Notary Public, State of Ohio
My Commission Expires May 19, 2002

EXHIBIT A

TO THE SECURITY DOCUMENTS SUPPLEMENT, DATED AS OF THE 22nd DAY OF JULY, 2001, BETWEEN JOSEPH LEASING, LTD., f/k/a DJJ LEASING, LTD. AND FIRSTAR BANK, N.A.

LISTING ADDITIONS TO

ELIGIBLE EQUIPMENT/ELIGIBLE LEASES

<u>Rptg Mark</u>	<u>Car Numbers</u>	<u>Lessee</u>	<u>Effective Date of Lease</u>
<u>Trans. #1</u> (Transfer of 95 Railcars from Canadian Nation (55 cars - car numbers to remain the same), Willamette & Pacific (15 cars), Arkansas Shortline (7 cars), and Allied Enterprise (18 cars) to Canadian Pacific Railway Company)			
TNMR	2731-39, 2741-43, 2745-47, 2750-55, 2757-64, 2766, 2768-69, 2772-77, 2781-87, 2789-96, 2798-99	Canadian Pacific Railway Company Suite 500 Gulf Canada Square 401 9th Avenue, S.W. Calgary, Alberta T2P 424	July 2000
TNMR	12000-12039	Same as above.	Same as above.
<u>Trans. #2</u> (Transfer of 30 railcars from Union Pacific Railroad Lease (100) to Zhagrus Environmental, Inc.)			
JTLX	36, 41, 47-48, 50, 55-56, 59, 61-62, 64-66, 69, 71, 73-77, 80, 85-86, 90, 94-98, 100	Zhagrus Environmental, Inc.	July 11, 200
<u>Trans. #3</u> (Transfer of 15 railcars from two distinct Union Pacific Leases to Ashland Railway, Inc.)			
TNMR	4070 - 4084	Ashland Railway	August 2, 2000
<u>Trans. #4</u> (Transfer of 15 railcars from Allied Enterprises, Inc. to Willamette Industries, Inc.)			
FCEN	96550-96564	Willamette Industries, Inc. 1300 S.W. Fifth Avenue Suite 3800 Portland, OR 97201	August 22, 2000
<u>Trans. #5</u> (Purchase of 50 railcars from Trinity Industries, Inc. leased to Environmental Protection and Improvement Company, 305 Palmer Road, Denville, NJ 07834. Also lease assigned from Joseph Transportation Services, Inc. to Joseph Leasing LTD by operation of the assignment and assumption agreement by and between the parties dated as of Aug. 22, 2000).			

EPIX	91300-91349	Environmental Protection & Improvement Company	October 17, 2000
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Trans. #6 (Purchase of 100 railcars from Thrall Car Manufacturing)

JTIX	100202-100251	No Lessee	November 28, 2000
TKEN	9979-10003, 10353-10377	No Lessee	November 28, 2000

Trans. #7 (addition of 10 new railcars to Finger Lakes Railway Company's existing lease, transferred from the cars purchased from Thrall Car Manufacturing, as described in Trans. #6 hereto).

TNMR	10353-10362	Finger Lakes Railway Company	October 17, 2000
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Trans. #8 (Transfer 10 cars from Union Pacific RR Company to Birmingham Southeast, LLC).

JTLX	101, 103, 110, 113, 123, 129, 133, 139, 169, 184	Birmingham Southeast LLC 1000 Urban Center Drive Suite 300 Birmingham, AL 35242-2516	November 1, 2000
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Trans. #9 (Transfer of 25 railcars from Union Pacific to Ohio Central Railroad)

OHCR	4000-4024	Ohio Central Railroad 135 South Fifth Street Coshocton, OH 43812	November 27, 2000
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Trans #10 (destroyed car - # DJLX 97307 from Roanoke Cement Lease)

NO ADDITION for Trans. # 10

Trans. #11 (Transfer of 20 railcars from Union Pacific RR Company to Allied Enterprises, Inc.)

AM	720-739	Allied Enterprises, Inc. 107 North Commercial Springdale, AR 72764	December 21, 2000
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Trans. #12 (Amendment No. 2 to Railroad Equipment Lease dated as of January 12, 2001, between Wheeling & Lake Erie Railway Co. and Joseph Leasing Ltd., the original Lease was filed with the STB as Recordation # 22686 & Amendment No. 1 was filed as part of 22686F. The car numbers are to remain the same, the Lease term has been extended and certain provisions thereof modified).

NO ADDITIONS associated with this Tras. #12.

Trans. #13 (Transfer 7 railcars from Kerr McGee to new lessor Bangor and Aroostook Railroad Company)

NYOG	99000 - 99006	Bangor and Aroostook RailRoad Company RR 2, Box 45 Bangor, Maine 04401-9602	January 19, 2001
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OTHER COLLATERAL

NONE.

EXHIBIT B

TO THE SECURITY DOCUMENTS SUPPLEMENT, DATED AS OF THE 23rd DAY
JULY, 2001, BETWEEN JOSEPH LEASING, LTD., f/k/a DJJ LEASING, LTD. AND
FIRSTAR BANK, N.A.

LISTING DELETIONS FROM

ELIGIBLE EQUIPMENT/ELIGIBLE LEASES

<u>Rptg Mark</u>	<u>Car Numbers</u>	<u>Lessee</u>	<u>Effective Date</u>
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WPRR	75001-004, 75008, 75010, 75014, 75017, 75022, 75024-025, 75028, 75030, 75037, 75046	Willamette & Pacific	July, 2000
DR	7116-117, 7120-124	Arkansas Shortline	July, 2000
AM	1310-11, 1313-14, 1317, 1319, 1321, 1325 1328, 1330, 1332, 1335, 1337-38, 1340-43	Allied Enterprises	July, 2000
<hr/>			
Trans #2 (Transfer of 30 railcars from Union Pacific Railroad Lease (100) to Zhagrus Environmental, Inc.)			
CHTT	286000, 286009, 286018-19 286021, 286029-30, 286034 286036, 286039, 286045, 286048-49, 286052, 286055, 286058, 286060-63, 286068, 286077-78, 286085, 286092-93, 286095-97, 286099	Zhagrus Environmental, Inc.	July 11, 2000
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Trans. #3 (Transfer of 15 railcars from two distinct Union Pacific Leases to Ashland Railway, Inc.)			
CHTT	286016, 286022, 286025, 286028, 286054, 286057,	Union Pacific (#5001)	August 2, 2000

286065-66, 286075, 286098

CHTT 286105, 286127, 286131, Union Pacific (#5004) Same as above/
286158, 286189

Trans. #4 (Transfer of 15 railcars from Allied Enterprises, Inc. to Willamette Industries, Inc.)

AM 1312 1315-16, 1318, Allied Enterprises August 22, 2000
1320, 1322-24, 1326-27,
1329, 1331, 1333-34,
1336

Trans. #5 (Purchase of 50 railcars from Trinity Industries, Inc. leased to Environmental Protection and Improvement Company, 305 Palmer Road, Denville, NJ 07834. Also lease assigned from Joseph Transportation Services, Inc. to Joseph Leasing LTD by operation of the assignment and assumption agreement by and between the parties dated as of Aug. 21, 2000 .)

NO DELETIONS in Trans. #5

Trans. #6 (Purchase of 100 railcars from Thrall Car Manufacturing)

NO DELETIONS in Trans. #6

Trans. #7 (addition of 10 new railcars to Finger Lakes Railway Company's existing lease, transferred from the cars purchased from Thrall Car Manufacturing, as described in Trans. #6 hereto).

TKEN 10353-10362 Finger Lakes Railway October 17, 2000
Company

Trans. #8 (Transfer 10 cars from Union Pacific RR Company to Birmingham Southeast, LLC).

CHTT 286100, 286102, 286109 Union Pacific November 1, 2000
286112, 286122, 286128 Railroad Company
286132, 286138, 286168
286183

Trans #9 (Transfer of 25 railcars from Union Pacific to Ohio Central Railroad

CHTT 286106, 286114, 286119, 286123, Union Pacific Railroad Co. November 27, 2000
286136-137, 286141-142, 286144,
286146-47, 286149, 286152-53,
286160-64, 286166, 286186,
286188, 286190, 286195-96

Trans #10 (destroyed car - # DJLX 97307 from Roanoke Cement Lease)

DJLX 97307 Roanoke Cement Lease December 2000

Trans. #11 (Transfer of 20 railcars from Union Pacific RR Company to Allied Enterprises, Inc.)

CHTT 286101, 286108, 286115, Union Pacific RR Company December 21, 2000
286118, 286124, 286130,
286133, 286145, 286170-71,
286175, 286178, 286180-82,
286192, 286194, 286197-99

Trans. #12 (Amendment No. 2 to Railroad Equipment Lease dated as of January 12, 2001, between Wheeling & Lake Erie Railway Co. and Joseph Leasing Ltd., the original Lease was filed with the STB as Recordation # 22686 & Amendment No. 1 was filed as part of 22686F. The car numbers are to remain the same, the Lease term has been extended and certain provisions thereof modified).

NO DELETIONS associated with this Trans. #12.

Trans. #13 (Transfer 7 railcars from Kerr McGee to new lessor Bangor and Aroostook Railroad Company)

DJLX 99000 - 99006 Kerr McGee January 19, 2001

IAFB013/SUPP7.WP

EXHIBIT C

to Supplement No. 7

INVENTORY OF CARS & LEASES SUBJECT TO

**The Security Agreement Recordation No. 22686
Filed on December 29, 1999**

&

**The Assignment of Leases Recordation No. 22686-A
Filed on December 29, 1999 in Conjunction with
The Aforementioned Security Agreement**

&

All Supplements Thereto

JULY 23, 2001

Leases	No. of Cars	Car Rpt. Mark & Numbers	NOTES
Consolidated Rail Corp.	300	FCEN 96200 - 96499	
Union Pacific RR Company	5	CHTT 286001, 286005, 286013, 286031, 286091	Affected by Supp.#6 Rec # 22686-H Affected by this Supp. #7 Rec# _____ (30 cars moved to Zhagrus & 10 cars moved to Ashland RW
Peoria & Pekin Union	100	PPU 9100 - 9199	
Union Pacific RR Co.	40	CHTT 286103-104, 286107, 286110-111, 286113, 286116-117, 286120-121, 286125-126, 286129, 286134-135, 286139-140, 286143, 286148, 286150-151, 286154-157, 286159, 286165, 286167, 286169, 286172-174, 286176-177, 286179, 286184-185, 286187, 286191, 287193	Affected by this Supp#7 Rec# pending
South Carolina Public Service Authority	95	DJLX 96006, 96021, 96055, 96061, 96104 & 97000-97089	Affected by Supp.# 5 Rec # 22686-F
Harvest States Cooperatives	20	DJLX 97200-97219	
Carolinas Cement Company	19	DJLX 97300-97306, 97308-97319	

Leases	No. of Cars	Car Rpt. Mark & Numbers	NOTES
Wheeling & Lake Erie	50	WE 2600 - 2649	Affected by Supp. #5 Rec # 22686-F
Chicago S. Shore & S. Bend RR	75	CSS 30100 - 30174	
Arkansas Midland RR Co.	60	AKMD 2000, 2001, 2003-2028, 2030-2061	Affected by Supp. #4 Rec#22686-E
Potlatch Corp.	50	CRLE 20815 - 20839 & CRLE 20715 - 20739	
U.S. Silica	60	DJLX 98100 -98159	Affected by Supp. #5 Rec# 22686-F
Railtex, Inc.	30	GSWR 501 - 530	
Indiana Harbor Belt RR Company	20	IHB 98200 - 98219	
Willamette & Pacific RR, Inc.	35	WPRR 75000, 75005-07, 75009, 75011-13, 75015-16, 75018-22, 75023, 75026-27, 75029, 75031-36, 75038-45, 75047-49	Prior REC# 22686; Affected by this Supp. #7 Rec# _____
Arkansas Shortline RR, Inc.	43	DR7100-115, 7118-119, 7125-149	Prior Rec# 22686; Affected by this Supp. #7 Rec# _____
The David J. Joseph Co.	0		Affected by Supp. #4 Rec#22686-E & Supp. #6 Rec#22686-H
Union Pacific	105	CHTT 286875 - 286979	

Leases	No. of Cars	Car Rpt. Mark & Numbers	NOTES
Canadian National	15	TNMR 2740, 2744, 2748-49, 2756, 2765, 2767, 2770-71, 2778-80, 2788, 2797, 2800	Prior Rec# 22686 Affected by this Supp. 7 Rec# _____
Allied Enterprises	21	AM 1339 AM 720-739	Prior Rec# 22686, Affected by this Supp #7 Rec.# _____ (18 moved to Canadian Pacific, 15 cars moved to Willamette Industries, and 20 cars received from Union Pacific)
West Tenn.	25	TKEN 9928-29 9933-34, 36,40-41, 45, 49,52-54, 59, 63-64,66-73,77-78	
Finger Lakes	30	TNMR 9965,74-76, 79-94, 10353-362	Affected by Supp.#6 Rec#22686-H and this Supp#7 Rec# pending; Amendment #2 to the Lease Agreement Rec# pending
Longo Epic	50	DJJX 9900-27, 30-32, 35,37-39, 42-44, 46-48, 50-51 55-58,60 -62	
Wisconsin Central	60	SSAM 38750 - 38809	
Ohio Central Railroad	25	OHCR 4000-4024	Affected by this Supp# 7 Rec# _____
Bangor and Aroostook Railroad Company	7	NYOG 99000-99006	Affected by ths Supp#7 Rec# _____
Ashland Railway	35	TNMR 4050-4084	Affected by this Supp #7 Rec# _____

Leases	No. of Cars	Car Rpt. Mark & Numbers	NOTES
Kerr McGee	0		Affected by this Supp # 7 Rec# -
Joseph Transportation Services, Inc.	115	DJJX 19000, 19002-20, 19022-31, 19033-40, 19042, 19044, 19047-48, 19050-52, 19054-57, 19060-64, 19067, 19070, 19072-73, 19075-78, 19080-83, 19085-89, 19092-98, 19100-101, 19103, 19106, 19108, 19110, 19113-115, 19117-125, 19127-29, 19171, 19178-192	Affected by Supp. # 4 Rec#22686-E and Supp#6 Rec#22686-H
MHF Logistics	70	MHFX 5800 - 5869	
Temple Inland	0		Affected by Supp. # 4 Rec#22686-E
Providence & Wooster	50	TKEN 9500 - 9549	
Union Pacific	120	DJLX 96000 - DJLX 93124	
The I&M Rail Link, LLC	99	IMRL70000-IMRL70049 IMRL 70050-70068 IMRL 70070-70099 IMRL 70069 IMRL 70100- 70149	Affected by Supplement #1, Rec.# 22686B & Supplement #2, Rec.# 22686C Lease recorded at Rec.# 22873
ECDC Environmental, L.C.	30	ECXX20001-ECXX20050	Affected by Supplement #2, Rec.# 22686C & Supplement #3, Rec.# 22686D Lease Recorded as Rec.#22874

Leases	No. of Cars	Car Rpt. Mark & Numbers	NOTES
Zhargrus Environmental	120	DJLX 98500-548 DJJX 9700, 9705-06, 9716-17, 9747, 9775, 9783, 9789, 9797-98 DJJX 19001, 19021, 19032, 19041, 19043, 19045-46, 19049, 19053, 19058-59, 19065-66, 19068-69, 19071, 19074, 19079, 19084, 19090-91, 19099, 19102, 19104-05, 19107, 19109, 19111-12, 19116, 19126, 19130-31, 19150-70, 19172-77 JTLX 36, 41, 47-48, 50, 55-56, 59, 61-62, 64-66, 69, 71, 73-77, 80, 85-86, 90, 94-98, 100	Affected by Supp. # 4 Rec#22686-E Affected by this Supp.#7 Rec# _____
Birmingham Southeast, LLC	20	JTLX 38, 40, 44, 45, 53, 60, 84, 88, 89 & 91, 101, 103, 110, 113, 123, 129, 133, 139, 169 & 184	Affected by Supp.#6 Rec#22686-H Affected by this Supp.#7; Amendment #1 to Lease Agreement recorded at Rec.# _____
Royal Green Corporation	45	JTLX 1-35, 42, 49, 58, 63, 67-68, 81-82, 87 & 89	Affected by Supp.#6 Rec#22686-H
Joseph Transportation Services, Inc.	95	DJJX 9050, 9701-04, 9707-15, 9718-46, 9748-74, 9776-82, 9784-88, 9790-96, 9799-9804	Affected by Supp.#6 Rec#22686-H

Leases	No. of Cars	Car Rpt. Mark & Numbers	NOTES
Environmental Protection and Improvement Company	50	EPIX 91300-91349	Affected by this Supp. #7 Rec# _____ Lease recorded at Rec# _____
Not currently under lease (100 purchased 10 leased to Finger Lakes)	90	JTIX 100202-100251 & TKEN 9979-10003, 10363-10377	Affected by this Supp. #7; Purchase Agreement recorded at Rec# pending
Canadian Pacific Railway Company	95	TNMR 2731-39, 2741-43, 2745-47, 2750-55, 2757-64, 2766, 2768-69, 2772-77, 2781-87, 2789-96, 2798-99 and TNMR 12000 -12039	Affected by this Supp. # 7
Willamette Industries, Inc.	15	FCEN 96550-96564	Affected by this Supp. #7 Rec# _____

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