



LEXIS Document Services

A member of the Reed Elsevier plc group

RECORDATION NO. 24069 FILED

AUG 14 '02 12:51 PM

SURFACE TRANSPORTATION BOARD



August 13, 2002

Barbara Sadler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of June 27, 2002 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
1211 Avenue of the Americas, New York, NY 10036

Lessee: **WEST CENTRAL**
406 First Street, Ralston, IA 51459

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

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **WEST CENTRAL**, covering 20 hopper cars with reporting marks and numbers — CEFX 13065 – CEFX 13115, NOT INCLUSIVE.

Please file this memorandum as a **PRIMARY** document and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20100.

Thank you for your prompt assistance.

Sincerely,

Sherry Lewey
Research/Development Coordinator



LEXIS[®] Document Services

Member of the Reed Elsevier plc group

Enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 27th day of June, 2002, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and WEST CENTRAL, a Iowa corporation, with an address at 406 First Street, Ralston, IA 51459 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of June 27 2002, effective as of July 31, 2001, covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Joseph F. Mankowski
Name: Joseph Mankowski
Title: Senior Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

WEST CENTRAL

By: Nile D. Ramsbottom
Name: Nile Ramsbottom
Title: Executive VP of Soy + Nutrition Division

RECORDATION NO. 24069 FILED
AUG 14 '02 12:51 PM
SURFACE TRANSPORTATION BOARD

SCHEDULE A

Quantity
20

Equipment Description
5,150 c.f. covered hopper car with gravity gates
and trough hatches

Car Marks and Numbers

1	CEFX	13065
2	CEFX	13074
3	CEFX	13075
4	CEFX	13076
5	CEFX	13080
6	CEFX	13081
7	CEFX	13082
8	CEFX	13083
9	CEFX	13084
10	CEFX	13085
11	CEFX	13086
12	CEFX	13087
13	CEFX	13088
14	CEFX	13089
15	CEFX	13094
16	CEFX	13097
17	CEFX	13098
18	CEFX	13101
19	CEFX	13102
20	CEFX	13115