

**OSTER
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April 29, 2003

Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423

REGISTRATION NO. 24423 FILED

APR 29 '03 10:30 AM

SURFACE TRANSPORTATION BOARD

Dear Sir:

Enclosed for recording is a Memorandum of Rider #2 to Full Service Master Lease Agreement dated 3/17/03 including the following parties and railroad equipment:

Lessor: Midwest Railcar Corporation
9876 213th Avenue NW
Elk River, MN 55402

Lessee: Blaine Larsen Farms, Inc.
Post Office Box 358
Dubois, ID 83423

Equipment: 15, 6007 cf Woodchip Gondolas
MWCX 100233-100247

Please record this agreement as a primary agreement. The filing fee of \$30 is enclosed.

Summary: Memorandum of Rider #2 to Full Service Master Lease Agreement dated 3/17/03 between Midwest Railcar Corporation as Lessor and Blaine Larsen Farms, Inc. as Lessee including 15 Gondolas, MWCX 100233-100247.

Sincerely,



Mary Ann Oster
Research Consultant

Enclosures

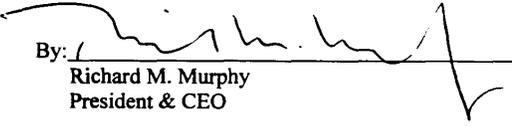
MEMORANDUM OF RIDER #2 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF RIDER #2 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of March 17, 2003 by and between MIDWEST RAILCAR CORPORATION, An Illinois Corporation ("Lessor"), and BLAINE LARSEN FARMS, INC., an Idaho Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Rider #2 dated March 17, 2003 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of January 31, 2003 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Rider #2.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Rider #2 to Full Service Master Lease Agreement to be executed as of the date first above written.

MIDWEST RAILCAR CORPORATION
Lessor

By: 

Richard M. Murphy
President & CEO

BLAINE LARSEN FARMS, INC.

By: 

Name: Blaine Larsen
Title: President

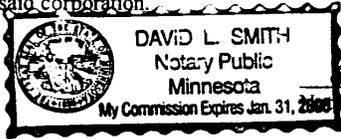
REGISTRATION NO. 24423 FILED

APR 29 10 30 AM

SURFACE TRANSPORTATION BOARD

STATE OF MINNESOTA, CITY OF Elk River, TO WIT:

On this 17 day of March, 2003 before me appeared, Richard M. Murphy to me personally known, who being by me duly sworn, says that he is the President of MIDWEST RAILCAR CORPORATION, an Illinois Corporation, that said instrument was signed on March 17, 2003 on behalf of said corporation 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 corporation.



David L. Smith
Notary Public

[Notarial Seal]

My commission expires: 1-31-06

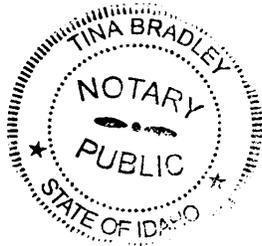
STATE OF Idaho, CITY OF Jefferson, TO WIT:

On this 3 day of April, 2003 before me appeared, Blaine Larsen, to me personally known, who being by me duly sworn, says that he is a President, of BLAINE LARSEN FARMS, INC., an Idaho Corporation, that said instrument was signed and sealed on 4-3, 2003 on behalf of said corporation 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 corporation.

Tina Bradley
Notary Public

[Notarial Seal]

My commission expires:



DESCRIPTION OF RAILCARS

Fifteen (15) 6007 c.f. 100-ton Woodchip Gondolas with A / B end doors; AAR Car Type Code E500:

MWCX100233-MWCX100247