

RECORDATION NO. 24469-C FILED

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SURFACE TRANSPORTATION BOARD

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June 5, 2003

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

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of June 5, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Bill of Sale and Assignment and Assumption Agreement which was previously filed with the Board under Recordation Number 24469-A.

The name and address of the party to the enclosed document are:

Lessor: Trinity Rail Leasing Trust II (as assignee of
Trinity Industries Leasing Company)
2525 Stemmons Freeway
Dallas, Texas 75207

[Lessee: A. H. Newman Grains, Inc.
R.R. Box 28
Clifford, North Dakota 58016]

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

9 railcars: TILX 635457 – TILX 635459; TILX 635461, TILX 635462, TILX 635464, TILX 635465, TILX 635467 and TILX 635474.

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

Memorandum of Lease.

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

NOTE: Other railcars covered by the enclosed document are included in the Bill of Sale and Assignment and Assumption Agreement previously filed with the Board under Recordation Number 24376-A.

ANNEX A

<u># Railcars</u>	<u>Year Built</u>	<u>Description</u>	<u>Reporting Marks</u>
15	2003	6,351 c.f. covered quadruple hopper cars equipped with trough hatches and gravity discharge gates	TILX 635390-635395, 635457-635459, 635461, 635462, 635464, 635465, 635467, 635474

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

6/5/03



Robert W. Alvord