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RECORDATION NO. 24574-C FILED

SEP 04 '03 2-26 PM

SURFACE TRANSPORTATION BOARD

SEP 4 2003
RECEIVED

September 3, 2003

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 March 28, 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: **HORIZON MILLING, LLC**
%Cargill, Inc., Corp. Rail Flt. Admin Mgr. As Agent,
MS17, Minneapolis, MN 55440-9300

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: **HORIZON MILLING, LLC** covering 25 coal hoppers with reporting marks and numbers – CEFX 75413 – CEFX 75598, NOT INCLUSIVE.

Please file this memorandum THIRD as a SECONDARY document to Recordation #24574 dated 8/26/03 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

Sherry Lewey
Research/Development Coordinator

Enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 28th day of March, 2002, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and HORIZON MILLING, LLC, a Delaware corporation, with an address at c/o Cargill, Inc., Corp. Rail Flt. Admin Mgr. as Agent, MS 17, Minneapolis, MN 55440-9300 (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 July 15 2003 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on 8/26/03 and given Recordation Number 24574.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in **Schedule A** hereto, 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: Richard Latini
Name: RICHARD LATINI
Title: VICE PRESIDENT/LEASING

RECORDATION NO. 24574-C FILED

SEP 04 '03 2-26 PM

SURFACE TRANSPORTATION BOARD

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.

HORIZON MILLING, LLC

By: R.W. Schneider
Name: Robert W. Schneider
Title: Corp Rail Flt Admin Mgr

Schedule A

Quantity	Equipment Description	Reporting Marks and Numbers
25	5,660 c.f. p.d. covered hopper cars. Interior lined with Sigma 5476PC.	CEFX 75413, 75415, 75422, 75448-75450, 75503, 75508, 75512, 75514, 75516, 75533, 75576-75579, 75581, 75584-75588, 75596-75598.