

RECORDATION NO. 24665-A FILED

OCT 29 '03

1-27 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

OF COUNSEL
URBAN A. LESTER

October 29, 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 Assignment of Lease Agreement, dated as of October 29, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease which is being filed with the Board under Recordation Number 24665.

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

Assignor: Maxus Leasing Group, Inc.
31300 Bainbridge Road
Cleveland, OH 44139

Assignee: Ameritech Credit Corporation
d/b/a SBC Capital Services
2000 W. Ameritech Center Drive
Hoffman Estates, IL 60196

Mr. Vernon A. Williams
October 29, 2003
Page Two

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

37 tank cars within the series DANX 123000 – DANX 123061

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

Memorandum of Assignment of Lease Agreement

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 one stamped copy of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anr
Enclosures

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

This MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT ("Assignment") is made entered into as of 10/29, 2003, by and between Maxus Leasing Group, Inc., ("Assignor") and Ameritech Credit Corporation d/b/a SBC Capital Services ("Assignee").

WHEREAS, Maxus Leasing Group, Inc., as Lessor Dana Container, Inc. as Lessee, have heretofore entered into that certain Master Lease Agreement dated as of September 12, 2003 and the related Schedule No. 001 and Schedule No. 002 both dated as of September 12, 2003, (collectively, the "Lease") pertaining to the tank cars described therein ("Equipment"). Evidence of the Lease has been recorded with the Surface Transportation Board pursuant to 49 U.S.C. §11301 simultaneously with this Assignment and assigned recordation number _____.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest of Assignor in, to and under the Lease; and Assignee accepts such assignment.

This Assignment may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same assignment.

IN WITNESS WHEREOF, the parties have executed or caused this Assignment to be executed as of the day and year first written above.

ASSIGNOR: MAXUS LEASING GROUP, INC.

RECORDATION NO. 24665A FILE

By: [Signature]
Chris A. Di Lillo
Title: President

OCT 29 '03

1-27P

SURFACE TRANSPORTATION BOARD

STATE OF OHIO)
COUNTY OF CUYAHOGA) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Chris A. Di Lillo, President of Maxus Leasing Group, Inc., an Ohio corporation, who acknowledged that he being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its Board of Directors on behalf of the corporation and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Cleveland, Ohio this 29th day of October, 2003.

[Signature]
Notary Public
My Commission Expires: 9/10/07

ASSIGNEE: Ameritech Credit Corporation
d/b/a SBC Capital Services

By: [Signature]
Title: Vice President



ANTHONY N. GRANATA
NOTARY PUBLIC
STATE OF OHIO
Recorded in
Cuyahoga Cty.
M Comm. Exp. 9/10/07

STATE OF Illinois)
COUNTY OF Cook) ss:

Before me, a Notary Public, in and for said county and state, personally appeared VICKI L. Prot the Vice President of Ameritech Credit Corp, who acknowledged that he/she being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its Board of Directors on behalf of the corporation and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Hoffman Estates, IL this 29th day of October, 2003.

[Signature]
Notary Public
My Commission Expires: 11/06/05



SEE ATTACHED SCHEDULE OF EQUIPMENT

SCHEDULE OF EQUIPMENT

This is a Schedule of Equipment to the Memorandum of Assignment of Lease Agreement between Maxus Leasing Group, Inc. ("Assignor") and Ameritech Credit Corporation d/b/a SBC Capital Services ("Assignee")

DESCRIPTION

Five (5) new (2003) Trinity 23,589 Gallon DOT 111A100W1 Tank Cars bearing the running marks and serial numbers as follows:

<u>Running Marks</u>	<u>Serial Numbers</u>
DNAX 123055	T1033-91
DNAX 123057	T1033-94
DNAX 123058	T1033-95
DNAX 123059	T1033-96
DNAX 123061	T1033-98

Thirty-two (32) used (1995) Trinity Gallon capacity, Coiled and Insulated DOT 111A100W1 Railroad Tank Cars bearing the running marks and serial numbers as follows:

<u>Running Marks</u>	<u>Serial Numbers</u>
DANX 123000	517712
DANX 123001	517713
DANX 123002	517714
DANX 123003	517715
DANX 123004	517716
DANX 123005	517717
DANX 123006	517718
DANX 123007	517719
DANX 123008	517720
DANX 123009	517721
DANX 123010	517722
DANX 123011	517723
DANX 123012	517724
DANX 123013	517725
DANX 123014	517726
DANX 123015	517727

DANX 123016	517728
DANX 123017	517729
DANX 123018	517730
DANX 123019	517731
DANX 123020	517732
DANX 123021	517733
DANX 123022	517734
DANX 123023	517735
DANX 123024	517736
DANX 123025	517737
DANX 123026	517738
DANX 123027	517739
DANX 123028	517740
DANX 123029	517741
DANX 123030	517742
DANX 123031	517743