



CORPORATION SERVICE COMPANY

December 9, 2003

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

RECORDATION NO. 12249-0 FILED
DEC 10 '03 11-12 AM
SURFACE TRANSPORTATION BOARD

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Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Lease Extension** dated as of July 5, 2003 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: **GATX FINANCIAL CORPORATION**
500 West Monroe Street, Chicago, IL. 60661

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: **GATX FINANCIAL CORPORATION** covering 162 tank cars with reporting marks and numbers — GATX 300690 – GATX 300876 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

Corporation Service Company – 801 Adlai Stevenson Drive; Springfield, IL 62703-4261

Enclosure

MEMORANDUM OF LEASE EXTENSION

THIS MEMORANDUM OF LEASE EXTENSION dated as of this 5 day of July, 2003, 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, GATX Financial Corporation, a Delaware corporation, with an address at 500 West Monroe Street, Chicago, Illinois 60661 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, General American Transportation Corporation and The Connecticut Bank and Trust Company entered into that certain Lease of Railroad Equipment dated as of September 15, 1980 (the "Lease"), which Lease was filed with the Interstate Commerce Commission (now known as the Surface Transportation Board) September 30, 1980 at 2:40 PM, as Recordation Number 12249-B. General American Transportation Corporation is now known as GATX Financial Corporation. Lessor acquired all of the interest of The Connecticut Bank and Trust Company, now known as U.S. Bank, National Association, in the Lease and the railroad equipment leased thereunder. Lessor and Lessee have entered into that certain Lease Extension Agreement (the "Extension Agreement") dated as of July 5, 2003 covering the equipment listed on Schedule A hereto (the "Equipment") and extending the Lease.

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Extension Agreement, 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 extends the Lease and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Extension Agreement, 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: Catherine Stiglich
Name: Catherine Stiglich
Title: 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.

GATX FINANCIAL CORPORATION

By: Thomas A. Ellman
Name: Thomas A. Ellman
Title: Vice-President

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SCHEDULE A TO LEASE EXTENSION AGREEMENT

<u>Type</u>	<u>AAR Mechanical Designation</u>	<u>Builders Specifications</u>	<u>Quantity</u>	<u>Lessee's Road Numbers</u>	<u>Unit Base Price</u>
100 ton tank cars	DOT111A60W-1	23,150 gal.	25	GATX 300690 - 300714	57,721
100 ton tank cars	DOT105A500-W	90 ton	1	GATX 300715	60,075
100 ton tank cars	DOT111A60W-1	13,650 gal.	23	GATX 300716 - 300717 GATX 300719 - 300729 GATX 300731 - 300740	50,025
100 ton tank cars	DOT111A60W-1	13,650 gal.	5	GATX 300741 - 300745	50,025
100 ton tank cars	DOT105A500-W	90 ton	3	GATX 300746 - 300748	61,261
100 ton tank cars	DOT111A100W-1	15,950 gal.	14	GATX 300749 - 300755 GATX 300757 - 300762 GATX 300764	50,751
100 ton tank cars	DOT111A100W-1	13,250 gal.	25	GATX 300768 - 300771 GATX 300773 - 300774 GATX 300776 - 300778 GATX 300780 GATX 300782 - 300783 GATX 300785 - 300786 GATX 300788 GATX 300790 GATX 300796 GATX 300792 - 300794 GATX 300798 - 300803	54,409
100 ton tank cars	DOT111A60W-1	20,000 gal.	5	GATX 300807 - 300811	53,564
100 ton tank cars	DOT111A100W-1	20,000 gal.	10	GATX 300812 - 300821	45,665
100 ton tank cars	DOT111A100W-1	13,250 gal.	10	GATX 300822 - 300824 GATX 300825 - 300831	52,279
100 ton tank cars	DOT111A100W-1	29,200 gal.	4	GATX 300834 - 300837	51,960
100 ton tank cars	DOT111A100W-1	26,000 gal.	13	GATX 300843 - 300855	43,937

Memorandum of extension of 9-15-80 lease

100 ton tank cars	DOT111A100W-1	26,000 gal.	20	GATX 300856 - 300875	48,937
100 ton tank cars	DOT111A100W-1	10,600 gal.	<u>4</u>	GATX 300876 - 300879	47,528

162