

RECORDATION NO. 24968 FILED

MAY 21 '04 3-52 PM

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

May 21, 2004

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 May 19, 2004, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor: ICX Corporation
Two Summit Park Drive, Suite 300
Cleveland, Ohio 44131

Lessee: Ameren Energy Fuels and Service, as agent
for Ameren Energy Generating Company
1901 Chouteau Avenue
St. Louis, Missouri 63166

Mr. Vernon A. Williams
May 21, 2004
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A description of the railroad equipment covered by the enclosed document is:

240 Bethgon coalporter railcars: CAEG 24001 - CAEG 24240.

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

State of Ohio)
) ss:
County of Cuyahoga)

BEFORE ME, a Notary Public in and for said County and State, personally appeared ICX Corporation, an Ohio corporation (the "Corporation"), by Dennis Diemer its Vice President who acknowledged that he signed the foregoing Memorandum of Lease and that the same is his free act and deed, individually and as an officer of the Corporation, and the free act and deed of the Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at Cleveland, Ohio, this 19th day of May, 2004.

Michelle Smego

Notary Public

MICHELLE SMEGO

Notary Public, State of Ohio, Cuy. Cty.
My commission expires July 1, 2008

State of Missouri)
) ss:
City of St. Louis)

BEFORE ME, a Notary Public in and for said County and State, personally appeared Ameren Energy Fuels and Service, As Agent For Ameren Energy Generating Company, an Illinois corporation (the "Corporation"), by G.L. WATERS its ASST. SECRETARY who acknowledged that he signed the foregoing Memorandum of Lease and that the same is his free act and deed, individually and as an officer of the Corporation, and the free act and deed of the Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at ST. LOUIS, Missouri, this 21ST day of MAY, 2004.

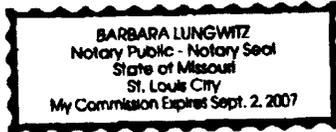
Barbara Lungwitz
Notary Public



State of Missouri)
CITY) ss:
County of ST. Louis)

BEFORE ME, a Notary Public in and for said County and State, personally appeared Ameren Energy Fuels and Service, As Agent For Ameren Energy Generating Company, an Illinois corporation (the "Corporation"), by GARY KADWATER its PRESIDENT who acknowledged that he signed the foregoing Memorandum of Lease and that the same is his free act and deed, individually and as an officer of the Corporation, and the free act and deed of the Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at ST. LOUIS, Missouri, this 21ST day of MAY, 2004.



Barbara Lungwitz
Notary Public

EXHIBIT A

DESCRIPTION

AAR MARKINGS

240 -- Johnstown America 4,520 Cu. Foot Aluminum
Outside Stake, Bethgon Coalporter Railcars

CAEG 24001 - CAEG 24240

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy of a Memorandum of Lease with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: May 21, 2004

Edm M Luria
Edward M. Luria