RECORDATION NO. 20563-L FILED

JUL 13 '04 3-25 PM

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

July 13, 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 Security Agreement, dated as of July 13, 2004, 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 was previously filed with the Board under Recordation Number 20563.

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

Lender: GMAC Commercial Finance LLC
210 Interstate North Parkway
Suite 315
Atlanta, Georgia 30339

Borrower: Infinity Rail, LLC
c/o Infinity Asset Management, LLC
817 West Peachtree Street, Suite M 110
Atlanta, Georgia 30308

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

1057 railcars:

573 open top quad hopper cars within the series CYDX 000100 - CYDX 000698 as more particularly set forth in Schedule 2 attached to the document.

100 pocket open top hopper cars: PRSX 2000 – PRSX 2099.

384 railcars with BB, DSIX, GNRR, ICG, MACX, NOPB, RMGX, RMMX, SIND, SIRX, SLGG, USCX and WE reporting marks as more particularly set forth in Schedule 1 attached to the document.

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

Memorandum of Security 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 stamped copies of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/anm
Enclosures

RECORDATION NO. 20563-C FILED

JUL 13 '04 3-25 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF SECURITY AGREEMENT
(Surface Transportation Board)

THIS MEMORANDUM OF SECURITY AGREEMENT ("Memorandum") dated as of July 13, 2004 is between GMAC COMMERCIAL FINANCE LLC ("Lender") and INFINITY RAIL, LLC ("Borrower").

The parties to this Memorandum hereby acknowledge and confirm the following:

A. Borrower has granted to the Lender a first priority security interest in all of Borrower's right, title and interest in (i) those certain railcars identified on Schedule 1 attached hereto (the "Additional Equipment") (ii) those certain railcars identified on Schedule 2 attached hereto (the "Primary Equipment"), pursuant to the terms of that certain Loan and Security Agreement dated as of July 13, 2004 between the Lender and Borrower.

B. The parties hereto wish to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized, as of the date first above written.

C. This Memorandum may be executed in counterparts, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

[The remainder of this page is intentionally left blank.]

STB copy

IN WITNESS WHEREOF, the parties have caused this Memorandum to be executed as of the first date herein above written.

GMAC COMMERCIAL FINANCE LLC

By: _____
Name: AMINA KIRTMAN
Title: VICE PRESIDENT

STATE OF Ga)
) ss:
COUNTY OF Cobb)

The foregoing Memorandum was acknowledged before me, the undersigned Notary Public, in the County of Cobb this ____ day of July, 2004 by Amina Kirtman as Vice Pres. of GMAC Commercial Finance LLC.

_____
Notary Public

My commission expires: _____

[Notarial Seal]

TANJA BARNER
Notary Public
Cobb County
State of Georgia
My Commission Expires September 16, 2007

IN WITNESS WHEREOF, the parties have caused this Memorandum to be executed as of the first date herein above written.

INFINITY RAIL, LLC
By Infinity Asset Management, LLC

By: _____
Eugene N. Martini, President

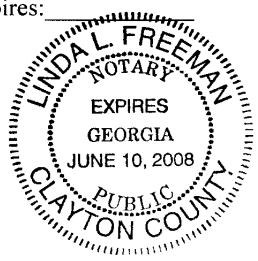
STATE OF GEORGIA)
) ss:
COUNTY OF FULTON)

The foregoing Memorandum was acknowledged before me, the undersigned Notary Public, in the County of Clayton this 9th day of July, 2004 by Eugene N. Martini, to me personally known, who being by me duly sworn says that he is President of Infinity Asset Management, LLC, Manager of Infinity Rail, LLC, and that he executed the foregoing instrument on behalf of said limited liability company by authority of its board of managers, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

_____
Notary Public

My commission expires:_____

[Notarial Seal]



SCHEDULE 1

Collateral

Number of Units	New Mark since Jan. '04	Car Mark	Car Number	AAR Equipment Code Description
		RMGX	7116	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7118	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7121	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7123	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7125	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7126	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7127	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7128	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7129	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7130	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7131	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7132	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7133	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7135	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7136	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7138	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7139	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7140	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7141	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7144	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1014	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1017	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1018	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1019	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1022	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMGX	7149	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1023	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1025	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1026	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1028	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1031	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1032	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1033	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1035	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1037	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1040	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1041	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1044	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1045	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1048	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1049	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+

		UCSX	1050	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1051	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1052	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1054	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1055	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1056	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1058	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1062	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1063	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1066	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1070	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1071	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1074	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1075	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1076	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		UCSX	1079	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		GNRR	7116	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		GNRR	7117	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		GNRR	7119	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		GNRR	7120	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		GNRR	7121	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		GNRR	7124	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		GNRR	7137	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		GNRR	7142	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		GNRR	7143	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
67		GNRR	7148	EQUIPED OPEN TOP HOPPER,HTS, 185000 LBS LOAD LIMIT +,5000 CU FT+
		RMMX	8603	86ftBOXCAR,XP Other Type Doors
		RMMX	8604	86ftBOXCAR,XL Other Type Doors
		RMMX	8605	86ftBOXCAR,XP Other Type Doors
4		RMMX	8606	86ftBOXCAR,XP Other Type Doors
		GNRR	7146	WOOD CHIP 155,000 TO 184, 99 LBS LD LIMIT,HTS,NONROTARY COUP ER,5000+CU T.
		GNRR	7150	WOOD CHIP 155,000 TO 184, 99 LBS LD LIMIT,HTS,NONROTARY COUP ER,5000+CU T.
		GNRR	7151	WOOD CHIP 155,000 TO 184, 99 LBS LD LIMIT,HTS,NONROTARY COUP ER,5000+CU T.
		GNRR	7152	WOOD CHIP 155,000 TO 184, 99 LBS LD LIMIT,HTS,NONROTARY COUP ER,5000+CU T.
		GNRR	7153	WOOD CHIP 155,000 TO 184, 99 LBS LD LIMIT,HTS,NONROTARY COUP ER,5000+CU T.
		RMGX	7147	WOOD CHIP 155,000 TO 184, 99 LBS LD LIMIT,HTS,NONROTARY COUP ER,5000+CU T.
		RMGX	7154	WOOD CHIP 155,000 TO 184, 99 LBS LD LIMIT,HTS,NONROTARY COUP ER,5000+CU T.
8		RMGX	7155	WOOD CHIP 155,000 TO 184, 99 LBS LD LIMIT,HTS,NONROTARY COUP ER,5000+CU T.
		GNRR	3200	COVERED HOPPER Small, Capacity less than 3000 cu ft.
		GNRR	3201	COVERED HOPPER Small, Capacity less than 3000 cu ft.
		GNRR	3204	COVERED HOPPER Small, Capacity less than 3000 cu ft.
		GNRR	3206	COVERED HOPPER Small, Capacity less than 3000 cu ft.
		GNRR	3210	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	DSIX2500	LCEX	300	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	DSIX2501	LCEX	301	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	DSIX2502	RMGX	3220	COVERED HOPPER Small, Capacity less than 3000 cu ft.

DSIX2503	RMGX	3221	COVERED HOPPER Small, Capacity less than 3000 cu ft.
DSIX2504	RMGX	3222	COVERED HOPPER Small, Capacity less than 3000 cu ft.
DSIX2505	RMGX	3223	COVERED HOPPER Small, Capacity less than 3000 cu ft.
DSIX2506	RMGX	3224	COVERED HOPPER Small, Capacity less than 3000 cu ft.
DSIX2507	RMGX	3225	COVERED HOPPER Small, Capacity less than 3000 cu ft.
DSIX2508	RMGX	3226	COVERED HOPPER Small, Capacity less than 3000 cu ft.
DSIX2509	RMGX	3227	COVERED HOPPER Small, Capacity less than 3000 cu ft.
DSIX2510	RMGX	3228	COVERED HOPPER Small, Capacity less than 3000 cu ft.
DSIX2511	RMGX	3229	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3202	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3203	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3208	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3209	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3211	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3214	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3216	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3318	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3323	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3324	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3326	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3328	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3329	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3528	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3529	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3541	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3542	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3315	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3317	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3500	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3501	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3502	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3503	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3504	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3505	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3506	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3507	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3508	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3509	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3510	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3511	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3512	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3513	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3514	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3515	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3516	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3517	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3518	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3519	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	RMGX	3520	COVERED HOPPER Small, Capacity less than 3000 cu ft.

RMGX	3527	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3544	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3521	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3522	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3524	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3526	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3532	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3535	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3536	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3537	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3543	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3546	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3547	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3548	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3301	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3302	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3303	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3305	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3306	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3307	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3308	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3309	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3453	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3454	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3455	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3464	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3465	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3472	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3473	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3481	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3485	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3486	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3489	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3490	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3457	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3459	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3460	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3461	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3463	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3466	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3467	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3468	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3469	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3471	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3476	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3477	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3480	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3482	COVERED HOPPER Small, Capacity less than 3000 cu ft.
RMGX	3483	COVERED HOPPER Small, Capacity less than 3000 cu ft.

		RMGX	3488	COVERED HOPPER Small, Capacity less than 3000 cu ft.
		RMGX	3492	COVERED HOPPER Small, Capacity less than 3000 cu ft.
		RMGX	3494	COVERED HOPPER Small, Capacity less than 3000 cu ft.
		RMGX	3495	COVERED HOPPER Small, Capacity less than 3000 cu ft.
		RMGX	3496	COVERED HOPPER Small, Capacity less than 3000 cu ft.
112		RMGX	3497	COVERED HOPPER Small, Capacity less than 3000 cu ft.
	MACX2700	GNRR	700	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
	MACX2703	GNRR	703	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		GNRR	706	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		MACX	2701	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		MACX	2702	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		MACX	2704	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		MACX	2705	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		MACX	2707	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		GNRR	708	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		MACX	2709	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		MACX	2710	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		MACX	2711	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
13		MACX	2712	OPEN TOP HOPPER 100 Ton HM OPEN TOP SELF CLEARING HO PER 185,000 & OVER LBS LOAD LIMIT, HM, 100 TO CAPACITY, NON ROTARY COUPLERS, 2300 CU.FT.
		GNRR	10038	50ftBOXCAR INSULATED Plug RB Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RB,ALL CARS.
		GNRR	10069	50ftBOXCAR INSULATED Plug RB Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RB,ALL CARS.
		GNRR	10060	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
		GNRR	10061	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
		GNRR	10062	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
		GNRR	10063	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
		GNRR	10064	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
		GNRR	10065	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
		GNRR	10067	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
		GNRR	10068	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
		GNRR	10073	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
		GNRR	10074	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
13		GNRR	10075	50ftBOXCAR Insulated Plug RBL Cushn REFRIGERATOR,49ft-LESS 59ft INSDE LENGTH CUSHION DFT GEAR/UNDR RME,RBL,AL CARS.
		GNRR	11029	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
		GNRR	11030	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.

GNRR	11032	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	4005	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	4008	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	4009	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	4010	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	4004	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	4006	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11008	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11009	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11020	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11033	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11034	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11035	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11036	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11037	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11040	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11041	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11042	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11013	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11014	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11027	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11028	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	11038	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	4200	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	65001	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	65002	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	65003	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	7253	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	7254	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	7261	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	7264	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	7112	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	7133	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	7134	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	7145	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
GNRR	7149	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
ICG	501598	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
ICG	501599	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	7207	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	7214	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	7210	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	7234	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	3916	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	3917	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	3918	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	3919	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	7204	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	7208	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
RMGX	7213	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.

	RMGX	7215	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	RMGX	7218	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	RMGX	7202	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	RMGX	7203	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
WE7209	RMGX	7209	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
WE7221	RMGX	7221	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SLGG	10678	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SLGG	10679	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SLGG	10680	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SLGG	10681	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SLGG	10682	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SLGG	10683	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SLGG	10684	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SLGG	10685	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SLGG	10686	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SLGG	10687	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7200	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7224	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7225	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7226	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7227	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7228	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7233	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7236	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7239	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7241	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7242	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7245	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7246	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7248	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7201	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
WE7206	NOPB	7206	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
WE7212	NOPB	7212	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	NOPB	7240	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	4003	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1501	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1502	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1503	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1504	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1505	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1507	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1508	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1509	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1510	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1511	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	BB	1513	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	WE	3915	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	WE	7205	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	WE	7216	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.

	WE	7217	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	WE	7219	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	WE	7220	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	WE	7235	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	WE	7237	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	WE	7244	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1600	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1601	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1602	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1603	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1604	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1605	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1607	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1608	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1609	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1610	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1611	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1612	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1613	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1614	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1615	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1616	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1617	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1618	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	SIND	1619	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
126	SIND	1880	50ftBOXCAR,XP Sliding door opening 9ft less than 11ft.
	GNRR	7218	50ftBOXCAR XL Sliding door opening 9ft less than 11ftft
	GNRR	7241	50ftBOXCAR XL Sliding door opening 9ft less than 11ftft
	GNRR	7242	50ftBOXCAR XL Sliding door opening 9ft less than 11ftft
4	GNRR	7243	50ftBOXCAR XL Sliding door opening 9ft less than 11ftft
1	SLGG	1254	50ftBOXCAR XP,Sliding door 9ft less than 11ft Cushion
	BB	1512	50ftBOXCAR,XM Sliding door opening 10ft less than 11ft inside width 9ft 6in+
	GNRR	7015	50ftBOXCAR,XM Sliding door opening 10ft less than 11ft inside width 9ft 6in+
3	NOPB	8089	50ftBOXCAR,XM Sliding door opening 10ft less than 11ft inside width 9ft 6in+
	RMMX	8600	86ftBOXCAR,XP Plug door opening 11ft+ Cushion
	RMMX	8601	86ftBOXCAR,XP Plug door opening 11ft+ Cushion
	RMMX	8602	86ftBOXCAR,XP Plug door opening 11ft+ Cushion
4	GNRR	6400	50ftBOXCAR,XL Plug door opening 9ft Less than 11ft Cushion
1	RMGX	309	FLAT BULKHEAD,FBS,Length between bulkheads between 60ft & 75ft, Load limit between 185 & 200K lbs.
1	RMGX	311	FLAT BULKHEAD,FBS,Length between bulkheads 60ft less than 75ft,Load limit between 155 & 185K lbs.
	RMGX	310	FLAT CAR SPECIAL

		RMGX	301	FLAT CAR SPECIAL
		RMGX	302	FLAT CAR SPECIAL
		RMGX	303	FLAT CAR SPECIAL
		RMGX	304	FLAT CAR SPECIAL
		RMGX	305	FLAT CAR SPECIAL
		RMGX	306	FLAT CAR SPECIAL
		RMGX	307	FLAT CAR SPECIAL
		RMGX	308	FLAT CAR SPECIAL
		RMGX	312	FLAT CAR SPECIAL
		RMGX	313	FLAT CAR SPECIAL
		RMGX	314	FLAT CAR SPECIAL
		RMGX	315	FLAT CAR SPECIAL
14		RMGX	316	FLAT CAR SPECIAL
	RMGX16035	SIRX	16035	COVERED HOPPER Jumbo,Capacity between 4000-4999 cu ft.
2	RMGX16036	SIRX	16036	COVERED HOPPER Jumbo,Capacity between 4000-4999 cu ft.
		RMGX	3212	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
		RMGX	3213	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
		RMGX	3215	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
		RMGX	3310	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
		RMGX	3311	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
		RMGX	3312	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
		RMGX	3313	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
		RMGX	3314	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
		RMGX	3316	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
		RMGX	3325	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
11		RMGX	3327	Covered Hoppers, Gravity Disc., 2,920 CF, 100 Tons
384				

SCHEDULE 2

573 used 1968 and 1969 ICG Built, 1982 Re-built, 100 ton open top quad hoppers containing reporting marks and numbers: CYDX 000100 through 000464 inclusive; CYDX 000466 through 000540 inclusive; CYDX 000542 through 00582, inclusive; CYDX 000585, 000589, 000590, 000591, 000595, 000596, 000597, 000598, 000599, 000600, 000602, 000604, and 000615; CYDX 000619 through 000694 inclusive; and CYDX 000696 through 000698, inclusive.

100 used IC, 3600 cubic foot, 100-ton (263,000 lb Gross Weight on Rail) four pocket open top hopper railcars with 45-degree slope sheets, containing reporting marks and numbers: PRSX 2000 through PRSX 2099 (inclusive).