RECORDATION NO. 25523 FILED

MAR 31 '05 12-35 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

March 31, 2005

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 March 30, 2005, 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: ABN AMRO BANK N.V.
540 W. Madison, Suite 2131
Chicago, Illinois 60661

Lessee: Eastman Chemical Company
100 North Eastman Road
Kingsport, Tennessee 37662

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

1,057 railcars with ETCX reporting marks and within the series as more particularly set forth in the equipment schedule attached to the document.

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

Memorandum of Lease.

Also enclosed is a check in the amount of $32.00 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. 25523 FILED

MAR 31 '05 12:35 PM

SURFACE TRANSPORTATION BOARD

FILING AND RECORDING REQUESTED BY,
AND WHEN FILED AND RECORDED RETURN TO:

Alvord & Alvord
1050 17th Street, N.W., Suite 301
Washington, DC 20006-5556
Attention: Robert W. Alvord, Esq.

----------SPACE ABOVE THIS LINE FOR RECORDER'S USE----------

MEMORANDUM OF LEASE

dated as of March 30, 2005

between

EASTMAN CHEMICAL COMPANY,
a Delaware corporation,
as Lessee,

ABN AMRO BANK N.V.,
as Lessor

28634582.4 05014242

This **MEMORANDUM OF LEASE** dated as of March 30, 2005 (this "**Memorandum**") between **ABN AMRO BANK N.V.**, as Lessor, with an address at 540 W. Madison, Suite 2131, Chicago, Illinois 60661 ("**Lessor**"), and **EASTMAN CHEMICAL COMPANY**, a Delaware corporation, with an address at 100 North Eastman Road, Kingsport, Tennessee 37662-5075, as Lessee ("**Lessee**").

WITNESSETH:

WHEREAS, Lessee and Lessor have entered into that certain (unfiled) lease agreement dated as of March 30, 2005 (as from time to time amended, restated, supplemented or otherwise modified, the "**Lease**") pursuant to which Lessor will lease to Lessee, and Lessee will lease from Lessor, the items of railroad rolling stock (the "**Units**") to be delivered to Lessor on each Delivery Date as more fully described in each Lease Supplement; and

WHEREAS, pursuant to Section 12.1 of the Lease, Lessee has granted to Lessor a first priority security interest in all of the Units and the other Collateral to secure the payment of all sums due and payable by Lessee and the performance by Lessee of all of its obligations under the Lease, the Lease Supplements and the other Operative Documents.

NOW, THEREFORE, in consideration of the mutual premises contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. For all purposes hereof, the capitalized terms used herein and not otherwise defined shall have the meanings assigned thereto in Appendix 1 to that certain Participation Agreement dated as of even date herewith, among Lessee, Lessor, ABN AMRO BANK N.V., as Administrative Agent, ABN AMRO Advisory, Inc., as Collateral Agent and the Participants identified therein (as from time to time amended, restated, supplemented or otherwise modified, the "**Participation Agreement**"). The rules of interpretation set forth in such Appendix 1 shall also apply hereto.

2. This Memorandum evidences of record the Lease and the grant of a first priority security interest by Lessee to Lessor in the Units and the other Collateral, and all references herein or in the other Operative Documents to the Lease shall be deemed to include this Memorandum. All obligations imposed on the "Lessee" in the Lease shall be the full recourse liability of Lessee.

3. Pursuant to those certain Lease Supplements No. __ through __, dated as of March 30, 2005, the Units identified in such Lease Supplements and listed at Annex A hereto became subject to the terms and provisions of the Lease, including without limitation the grant of a first priority security interest as set forth in Section 12.1 of the Lease.

4. 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.

5. It is the intention of the parties that:

(a) the Overall Transaction as provided for in the Lease and the other Operative Documents constitutes an operating lease from Lessor and Participants to Lessee for purposes of Lessee's financial reporting;

(b) for all other purposes, including federal and all state and local income and transfer taxes, bankruptcy, insolvency and receivership (including the substantive law upon which bankruptcy, insolvency and receivership proceedings are based), commercial law and UCC purposes:

(1) the Overall Transaction constitutes a financing by the Participants to Lessee and preserves beneficial ownership in the Equipment in Lessee, and the obligations of Lessee to pay Variable Rent shall be treated as payments of interest to the Participants, and the payment by Lessee of any amounts in respect of the Lease Balance, including any Fixed Rent, shall be treated as payments of principal to the Participants; and

(2) the Lease grants a security interest in the Equipment and other Collateral in favor of the Lessor.

(c) Specifically, without limiting the generality of Section 4(a), the parties to the Lease and the other Operative Documents intend and agree that in the event of any insolvency or receivership proceedings or a petition under the United States bankruptcy laws or any other applicable insolvency laws or statute of the United States of America or any State or Commonwealth thereof affecting Lessee, Lessor, either Agent or the Participants or any collection actions, the transactions evidenced by the Lease and the other Operative Documents are loans made to Lessee by the Participants in each case as unrelated third party lenders, and that Lessor holds title to the Equipment for the benefit of the Participants to secure Lessee's obligations to repay such loans to the Participants and all other amounts due under any of the Operative Documents.

6. This Memorandum may be executed in any number of counterparts and by each of the parties hereto in separate counterparts, all such counterparts together constituting but one and the same instrument.

[Signatures on next page]

IN WITNESS WHEREOF, each of the parties hereto has caused this Memorandum to be duly executed by an officer thereunto duly authorized as of the date and year first above written.

LESSEE:

EASTMAN CHEMICAL COMPANY,
a Delaware corporation

By: _____
Name Printed: Mary D. Hall
Title: Vice President and Treasurer

LESSOR:

ABN AMRO BANK N.V.

By: _____
Name Printed: _____
Title: _____

By: _____
Name Printed: _____
Title: _____

IN WITNESS WHEREOF, each of the parties hereto has caused this Memorandum to be duly executed by an officer thereunto duly authorized as of the date and year first above written.

LESSEE:

EASTMAN CHEMICAL COMPANY,
a Delaware corporation

By: _____
Name Printed: _____
Title: _____

LESSOR:

ABN AMRO BANK N.V.

By: _____
Name Printed: Elizabeth M. Todd
Title: Director

By: _____
Name Printed: Ruba Abozir
Title: Vice President

ACKNOWLEDGMENT-LESSEE

STATE OF Tennessee)
)
COUNTY OF Sullivan)

On _____, 2005, before me, Debra Dinsmore, a Notary Public in and for said State, personally appeared Mary D. Hall, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Debra Dinsmore ~~(Seal)~~

DEBRA DINSMORE
Notary Public At Large
SULLIVAN COUNTY, TENNESSEE

ACKNOWLEDGMENT- LESSOR

STATE OF Illinois

COUNTY OF Cook

On March 29th, 2005, before me, Renee M. Field, a Notary Public in and for said State, personally appeared Elizabeth M. Todd and Ruba Abozir, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Renee M Field (Seal)

"OFFICIAL SEAL"
Renee M. Field
Notary Public, State of Illinois
My Commission Exp. 07/03/2005

ANNEX A

Description of Units

See attached pages.

ANNEX A

UNITS

Description of Units (each bearing reporting mark ETCX)

TYPE	–	LEASE SUPPLEMENT		Year
Hopper Car		NO. 1	Road Number	Built
			252000	1996
			252001	1996
			252002	1996
			252003	1996
			252004	1996
			252005	1996
			252006	1996
			252007	1996
			252008	1996
			252009	1996
			252010	1996
			252011	1996
			252012	1996
			252013	1996
			252014	1996
			252015	1996
			252016	1996
			252017	1996
			252018	1996
			252019	1996
			252020	1996
			252021	1996
			252022	1996
			252023	1996
			252024	1996
			252025	1996
			252026	1996
			252027	1996
			252028	1996
			252029	1996
			252030	1996
			252031	1996
			252032	1996
			252033	1996

252034	1996
252035	1996
252036	1996
252037	1996
252038	1996
252039	1996
252040	1996
252041	1996
252042	1996
252043	1996
252044	1996
252045	1996
252046	1996
252047	1996
252048	1996
252049	1996
252050	2000
458000	1996
458001	1996
458002	1996
458003	1996
458004	1996
458005	1996
458006	1996
458007	1996
458008	1996
458009	1996
458010	1996
458011	1996
458012	1996
458013	1996
458014	1996
458015	1996
458016	1996
458017	1996
458018	1996
458019	1996
458020	1996
458021	1996
458022	1996
458023	1996

458024	1996
458025	1996
458026	1996
458027	1996
458028	1996
458029	1996
458030	1996
458031	1996
458032	1996
458033	1996
458034	1996
458035	1996
458036	1996
458037	1996
458038	1996
458039	1996
458040	1996
458041	1996
458042	1996
458043	1996
458044	1996
458045	1996
458046	1996
458047	1996
458048	1996
458049	1996
458050	1996
458051	1996
458052	1996
458053	1996
458054	1996
458055	1996
458056	1996
458057	1996
458058	1996
458059	1996
458060	1996
458061	1996
458062	1996
458063	1996
458064	1996

458065	1996
458066	1996
458067	1996
458068	1996
458069	1996
458070	1996
458071	1996
458072	1996
458073	1996
458074	1996
458075	1996
458076	1996
458077	1996
458078	1996
458079	1996
458080	1996
458081	1996
458082	1996
458083	1996
458084	1996
458085	1996
458086	1996
458087	1996
458088	1996
458089	1996
458090	1996
458091	1996
458092	1996
458093	1996
458094	1996
458095	1996
458096	1996
458097	1996
458098	1996
458099	1996

TYPE – Hopper Car	LEASE SUPPLEMENT NO. 2	Identification Number	Year Built
		252051	2000
		252052	2000

252053	2000
252054	2000
252055	2000
252056	2000
252057	2000
252058	2000
252059	2000
252060	2000
252061	2000
252062	2000
252063	2000
252064	2000
252065	2000
252066	2000
252067	2000
252068	2000
252069	2000
252070	2000
252071	2000
252072	2000
252073	2000
252074	2000
252075	2000
252076	2000
252077	2000
252078	2000
252079	2000
252080	2000
252081	2000
252082	2000
252083	2000
252084	2000
252085	2000
252086	2000
252087	2000
252088	2000
252089	2000
252090	2000
252091	2000
252092	2000
252093	2000

252094	2000
252095	2000
252096	2000
252097	2000
252098	2000
252099	2000
252100	2000
252101	2000
252102	2000
252103	2000
252104	2000
252105	2000
252106	2000
252107	2000
252108	2000
252109	2000
252110	2000
252111	2000
252112	2000
252113	2000
252114	2000
252115	2000
252116	2000
252117	2000
252118	2000
252119	2000
252120	2000
252121	2000
252122	2000
252123	2000
252124	2000
252125	2000
252126	2000
252127	2000
252128	2000
252129	2000
252130	2000
252131	2000
252132	2000
252133	2000
252134	2000

252135	2000
252136	2000
252137	2000
252138	2000
252139	2000
252140	2000
252141	2000
252142	2000
252143	2000
252144	2000
252145	2000
252146	2000
252147	2000
252148	2000
252149	2000
258001	2000
258002	2000
258003	2000
258004	2000
258005	2000
258006	2000
258007	2000
258008	2000
258009	2000
258010	2000
258011	2000
258012	2000
258013	2000
258014	2000
258015	2000
258016	2000
258017	2000
258018	2000
258019	2000
258020	2000
258021	2000
258022	2000

TYPE – Hopper Car	LEASE SUPPLEMENT NO. 3	Identification Number	Year Built
		277639	1976
		277653	1976
		277903	1979
		278156	1978
		278174	1978
		278322	1978
		278323	1978
		278324	1978
		278325	1978
		278326	1978
		278330	1978
		278344	1977
		278381	1978
		278382	1978
		278383	1978
		278388	1978
		278389	1978
		278390	1978
		278393	1978
		278394	1978
		278397	1978
		279256	1979
		279549	1980
		279556	1980
		279567	1980
		279572	1980
		279576	1980
		279577	1980
		279590	1981
		279591	1981
		279593	1981
		279594	1981
		279596	1981
		279597	1981
		279601	1981
		279602	1981
		279611	1981
		279612	1981
		279614	1981

279621	1981
279622	1981
289715	1979
289739	1977
289782	1978
289826	1977
289827	1979
289828	1979
289829	1979
289830	1977
289831	1977
289832	1977
289833	1979
289834	1979
289835	1977
289836	1979
289837	1977
289838	1979
289839	1979
289840	1979
289841	1979
289842	1979
289843	1979
289845	1977
289846	1979
289847	1979
289848	1979
289849	1979
289850	1979
289851	1979
289852	1979
289853	1979
289855	1979
289856	1977
289858	1979
289859	1979
289860	1979
289861	1979
289862	1977
289863	1979
289864	1979

289865	1977
289866	1977
289867	1979
289868	1977
289869	1979
289870	1979
289872	1979
289873	1977
289874	1979
289875	1977
289876	1979
289877	1979
289878	1979
289879	1979
289881	1979
289882	1979
289883	1977
289884	1979
289885	1977
289886	1979
289887	1979
289888	1979
289890	1977
289891	1979
289892	1979
289893	1979
289895	1979
289896	1979
289897	1979
289898	1979
289899	1979
289900	1979
289901	1979
289902	1977
289904	1979
289905	1979
289906	1977
289908	1977
289909	1979
289910	1979
289911	1979

289912	1979
289913	1977
289914	1977
289915	1977
289916	1979
289917	1979
289918	1979
289919	1977
289920	1979
289921	1979
289922	1979
289923	1977
289924	1979
289925	1977
289926	1977
289927	1979
289928	1979
289929	1977
289930	1979
289931	1979
289932	1977
289933	1977
289934	1977
289935	1979
289936	1977
289937	1979
289938	1979
289939	1979
289940	1979
289941	1979
289942	1977
289943	1979
289944	1979
289945	1977
289946	1977
289947	1977
289948	1979
289949	1979
289950	1977
289951	1979
289952	1979

289953	1977
289954	1979
289955	1977
289956	1979
289957	1977
289958	1977
289959	1979
289960	1979
289961	1979
289962	1979
289963	1979
289964	1979
289965	1979
289966	1979
289968	1979
289969	1979
289970	1979
289971	1979
289972	1979
289973	1979
289974	1979
289975	1977

TYPE – Hopper Car	LEASE SUPPLEMENT NO. 4	Identification Number	Year Built
		277655	1975
		277755	1976
		277774	1975
		277782	1975
		277783	1975
		277785	1975
		277786	1975
		277788	1975
		277789	1975
		277790	1975
		277791	1975
		277792	1975
		277793	1975
		277794	1975
		277795	1975

277796	1975
277797	1975
277799	1975
277800	1975
277802	1975
277808	1975
277811	1975
277812	1975
277814	1975
277815	1975
277818	1975
277820	1975
277824	1975
277825	1975
277830	1975
277831	1975
277864	1975
277868	1975
277879	1975
277884	1975
277890	1975
277895	1975
277975	1977
277976	1977
277978	1977
277979	1977
277980	1977
277981	1977
277982	1977
278084	1977
278235	1977
278236	1977
278238	1977
278239	1977
278288	1977

TYPE – Hopper Car	LEASE SUPPLEMENT NO. 5	Identification Number	Year Built
		276579	1974
		276583	1974

		276586	1974
		276587	1974
		276592	1974
		276596	1974
		276597	1974
		276607	1974
		276608	1974
		276611	1974
		276614	1974
		276615	1974
		276616	1974
		276618	1974
		276620	1974
		276621	1974
		276622	1974
		276626	1974
		276631	1974
		276632	1974
		276636	1974
		276637	1974
		276639	1974
		276641	1974
		276643	1974
		276645	1974
		276646	1974
		276647	1974
		276648	1974
		276853	1974
		277543	1974
		277850	1975
		277851	1975

TYPE	–	LEASE SUPPLEMENT	Identification	Year
Tank Car		NO. 6	Number	Built
			222500	1997
			222501	1997
			222502	1997
			222503	1997
			421000	1996
			421001	1996
			421002	1996

421003	1996
421004	1996
421005	1996
421006	1996
421007	1997
421008	1996
421009	1996
421010	1996
421011	1996
421012	1996
421013	1996
421014	1996
421015	1996
421016	1996
421017	1996
421018	1996
421019	1996
421020	1996
421021	1996
421022	1996
421026	1996
421030	1996
421031	1996
421033	1996
623500	1996
623501	1996
623502	1996
623503	1996
623505	1996
623506	1996
623507	1996
623508	1996
623509	1996
623510	1996
623511	1996
623512	1996
623513	1996
623514	1996
623515	1996
623516	1996
623517	1996

		623518	1996
		623519	1996

TYPE Tank Car	–	LEASE SUPPLEMENT NO. 7	Identification Number	Year Built
			83000	1997
			83001	1997
			83002	1997
			83003	1997
			83004	1997
			83005	1997
			83006	1997
			84000	1997
			84001	1997
			84002	1997
			84003	1997
			84004	1997
			84005	1997
			84006	1997
			84007	1997
			84008	1997
			84009	1997
			421023	1997
			421024	1997
			421025	1997
			421027	1997
			421028	1997
			421029	1997
			421032	1997
			421034	1997
			421035	1997
			421036	1997
			421037	1997
			421038	1997
			421039	1997
			421040	1997
			421041	1997
			421042	1997
			421043	1997
			421044	1997

421045	1997
421046	1997
421047	1997
421048	1997
421049	1997
421050	1997
421051	1997
421052	1997
421053	1997
421054	1997
421055	1997
421056	1997
421057	1997
421058	1997
421059	1997
421060	1997
421061	1997
421062	1997
421063	1997
421064	1997
421065	1997
421066	1997
623000	1997
623001	1997
623002	1997
623003	1997
623004	1997
623005	1997
623006	1997
623007	1997
623008	1997
623009	1997
623010	1997
623011	1997
623012	1997
623013	1997
623014	1997
623015	1997
623016	1997
623017	1997
623018	1997

623019	1997
623020	1997
623021	1997
623022	1997
623023	1997
623024	1997
623025	1997
623026	1997
623027	1997
623028	1997
623029	1997
623030	1997
623031	1997
623032	1997
623033	1997
623034	1997
623035	1997
623036	1997
623037	1997
623038	1997
623039	1997
623040	1997
623041	1997
623042	1997
623043	1997
623044	1997
623045	1997
623046	1997
623047	1997
623048	1997
623049	1997
623050	1997
623100	1998
623101	1998
623102	1998
623103	1998
623104	1998
623105	1998
623106	1998
623107	1998
623108	1998

623109	1998
623110	1998
623111	1998
623112	1998
623113	1998
623114	1998
623115	1998
623116	1998
623117	1998
623118	1998
623119	1998
623120	1998
623121	1998
625100	1998
625101	1998
625102	1998
625103	1998
625104	1998
625105	1998
625106	1998
625107	1998
625108	1998
625109	1998
625110	1998
625111	1998
625112	1998
625113	1998
625114	1998
625115	1998
625116	1998
625117	1998
625118	1998
625119	1998
625120	1998
625121	1998
630000	1997
630001	1997
630002	1997
630003	1997
630004	1997
630005	1997

630006	1997
630007	1997
630008	1997
630009	1997
630010	1997
630011	1997
630012	1997
630013	1997
630014	1997
630015	1997
630016	1997
630017	1997
630018	1997
630019	1997
630020	1997
630021	1997
630022	1997
630023	1997
630024	1997
630025	1997
630026	1997
630027	1997
630028	1997
630029	1997
630030	1998
630031	1998
630032	1998
630033	1998
630034	1998
630035	1998
630036	1998
630037	1998
630038	1998
630039	1998
630040	1998
630041	1998
630042	1998
630043	1998
630044	1998
630045	1998
630046	1998

630047	1998
630048	1998
630049	1998
630050	1998
630051	1998
630052	1998
630053	1998
630054	1998
630055	1998
630056	1998
630057	1998
630058	1998
630059	1998
630060	1998
630061	1998
630062	1998
630063	1998
630064	1998
630065	1998
630066	1998
630067	1998
630068	1998
630069	1998
630070	1998
630071	1998
630072	1998
630073	1998
630074	1998
630075	1998
630076	1998
630077	1998
630078	1998
630079	1998
630080	1998
630081	1998
630082	1998
630083	1998
630084	1998
630085	1998
630086	1998
630087	1998

630088	1998
630089	1998
630090	1998
630091	1998
630092	1998
630093	1998
630094	1998
630095	1998
630096	1998
630097	1998
630098	1998
630099	1998
630100	1998
630101	1998
630102	1998
630103	1998
630104	1998
630105	1998
630106	1998
630107	1998
630108	1998
630109	1998
630110	1998
630111	1998
630112	1998
630113	1998
630114	1998
630115	1998
630116	1998
630117	1998
630118	1998
630119	1998
630120	1998
630121	1998
630122	1998
630123	1998
630124	1998
630125	1998
630126	1998
630127	1998
630128	1998

630129	1998
630130	1998
630131	1998
630132	1998
630133	1998
630134	1998
630135	1998
630136	1998
630137	1998
630500	1997
630501	1997
630502	1997
630503	1997
630504	1997
630505	1997
630506	1997
630507	1997
630508	1997
630509	1997
630510	1997
630511	1997
630512	1997
630513	1997
630514	1997
630515	1997
630516	1997
630517	1997
630518	1997
630519	1997
630520	1997
630521	1997
630522	1997
630523	1997
630524	1997
630525	1997
630526	1997
630527	1997
630528	1997
630529	1997
630530	1997
630531	1997

630532	1997
630533	1997
630534	1997
630535	1997
630536	1997
630537	1997
630538	1997
630539	1997
630540	1997
630541	1997
630542	1997
630543	1997
630544	1997
630545	1997
630546	1997
630547	1997
630548	1997
630549	1997

TYPE Tank Car	–	LEASE SUPPLEMENT NO. 8	Identification Number	Year Built
			223504	2000
			223505	2000
			223506	2000
			223507	2000
			223508	2000
			223509	2000
			223510	2000
			223511	2000
			223512	2000
			223513	2000
			223514	2000
			223515	2000
			223516	2000
			223517	2000
			223518	2000
			223519	2000
			223520	2000
			223522	2000
			223523	2000

223524	2000
223525	2000
223900	2000
223901	2000
223902	2000
223903	2000
223990	2000
223991	2000
230500	2000
230501	2000
230502	2000
230503	2000
230504	2000
230505	2000
230506	2000
230507	2000
230508	2000
230509	2000
230510	2000
230511	2000
230512	2000
230513	2000
230514	2000
230515	2000
230516	2000
230517	2000
230518	2000
230519	2000
230520	2000
230521	2000
230522	2000
230523	2000
230524	2000
230525	2000
230526	2000
230527	2000
230528	2000
230529	2000
230530	2000
230531	2000
230532	2000

230533	2000
230534	2000
630138	1999
630139	1999
630140	1999
630141	1999
630142	1999
630143	1999
630144	1999
630145	1999
630146	1999
630147	1999
630148	1999
630149	1999
630150	1999
630151	1999
630152	1999
630153	1999
630154	1999
630155	1999
630550	1999
630551	1999
630552	1999
630553	1999
630554	1999
630555	1999
630556	1999
630557	1999
630558	1999
630559	1999
630560	1999
630561	1999
630562	1999
630563	1999
630564	1999
630565	1999
630566	1999
630567	1999
630568	1999
630569	1999

TYPE Tank Car	–	LEASE SUPPLEMENT NO. 9	Identification Number	Year Built
			421067	2004
			421068	2004
			421069	2004
			421070	2004
			421071	2004
			421072	2004
			421073	2004
			421074	2004
			421075	2005
			421076	2005
			421077	2005
			421078	2005
			421079	2005
			421080	2005
			422000	2004
			422001	2004
			422002	2004
			422003	2004
			422004	2004
			422005	2004
			422006	2004
			422007	2004
			422008	2005
			422009	2005
			422010	2005
			422011	2005
			422012	2005
			422013	2005

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 3/31/05

Robert W. Alvord