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RECORDATION NO. 26193 FILE
FEB 08 06 12:44 PM
SURFACE TRANSPORTATION BOARD
OF COUNSEL
URBAN A. LESTER

February 8, 2006

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 February 6, 2006, 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: | RBS Asset Finance, Inc. 71 South Wacker Drive Suite 2800 Chicago, Illinois 60606 |
| Lessee: | Ameren Energy Fuels and Service, as agent for Ameren Energy Generating Company 1901 Chouteau Avenue St. Louis, Missouri 63166 |

Mr. Vernon A. Williams
February 8, 2006
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A description of the railroad equipment covered by the enclosed document is:

500 FreightCar America aluminum outside stake Bethgon II Coalporter railcars: CAEG 26381 - CAEG 26880.

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

Memorandum of Supplement to Lease.

Also enclosed is a check in the amount of \$33.00 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

MEMORANDUM OF LEASE

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STATE TRANSPORTATION BOARD

This Memorandum of Lease is entered into as of ~~January~~ ^{February} 4, 2006, by and between RBS Asset Finance, Inc., a New York corporation having its principal place of business at 71 South Wacker Drive, 28th Floor, Chicago, IL 60606 ("Lessor") and Ameren Energy Fuels and Services Company, as agent for Ameren Energy Generating Company, an Illinois corporation having its principal place of business at 1901 Chouteau Avenue, St. Louis, MO 63103 ("Lessee").

1. Lessor intends to purchase and lease to Lessee Five Hundred (500)-FreightCar America Aluminum Outside Stake Bethgon II Coalporter Railcars, in each case bearing the identification marks set forth on the attached Exhibit A (collectively, the "Railcars").

2. Lessor and Lessee intend to enter into Two (2) separate Equipment Schedules, each issued pursuant to a Master Rail Lease Agreement having an effective date of ~~January~~ ^{February} 3, 2006. Pursuant to each such Equipment Schedule, Lessor will lease the Railcars to Lessee for an initial term of 240 months commencing as of the Delivery Date for the Railcars described therein (as such term is defined in the Master Rail Lease Agreement).

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first written above.

Lessor: RBS ASSET FINANCE, INC.

Lessee: AMEREN ENERGY FUELS AND SERVICES COMPANY, AS AGENT FOR AMEREN ENERGY GENERATING COMPANY

By: [Signature]
Name: Tanya Finn
Title: VP

By: [Signature]
Name: Michael C Mueller
Title: President

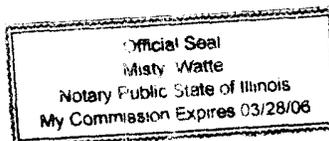
LB
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State of Illinois)
) ss:
County of Cook)

BEFORE ME, a Notary Public in and for said County and State, personally appeared RBS Asset Finance, Inc., a New York corporation (the "Corporation"), by Tanya Finn, its VP, 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 Chicago, Illinois, this 7th day of February, 2006.

Misty Wattle
Notary Public



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 Services Company, as agent for Ameren Energy Generating Company, an Illinois corporation (the "Corporation"), by Michael G. Mueller, 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 6th day of February, 2006.

Carletta Giesler
Notary Public

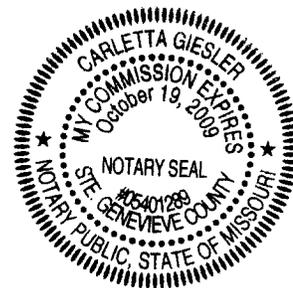


EXHIBIT A

DESCRIPTION

AAR MARKINGS

500 FreightCar America Aluminum Outside Stake Bethgon II Coalporter Railcars
CAEG 26381-26880