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RECORDATION NO. 26194-C FILED

MAR 02 '06 2:55 PM

SURFACE TRANSPORTATION BOARD
OF COUNSEL
URBAN A. LESTER

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

March 2, 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 Supplement to Lease (Schedule No. 3), dated as of February 17, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease filed with the Board under Recordation Number 26194.

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
March 2, 2006
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A description of the railroad equipment covered by the enclosed document is:

105 FreightCar America rotary AutoFlood III aluminum hopper cars within the series CAEG 826142 - CAEG 826380 as set forth on the document.

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

Memorandum of Supplement to Lease (Schedule No. 3).

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

MAR 02 '06 2-55 PM

MEMORANDUM OF SUPPLEMENT TO LEASE

SURFACE TRANSPORTATION BOARD

This Memorandum of Supplement to Lease is entered into as of February 17, 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").

Lessor and Lessee have entered into Equipment Schedule No. 3, issued pursuant to that certain Master Rail Lease Agreement having an effective date of February 3, 2006. Pursuant to this Equipment Schedule, Lessor has leased to Lessee 105 - FreightCar America Rotary AutoFlood III, Aluminum Hopper Railcars bearing the following identification marks:

- CAEG 826142 - 826157
- 826159 - 826167
- 826169
- 826171 - 826177
- 826179
- 826183
- 826185 - 826188
- 826190 - 826200
- 826203
- 826205
- 826242
- 826259
- 826309
- 826329 - 826338
- 826340
- 826342 - 826380

for an initial term of 240 months commencing as of March 1, 2006.

IN WITNESS WHEREOF, the parties have executed this Memorandum of Supplement to 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
ENERGYGENERATING COMPANY

KB
KS
WBM
RUC
JH
MAN

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

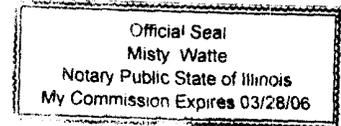
By: [Signature]
Name: Michael C. Mueller
Title: President

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 Supplement to 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 17th day of February, 2006.

Misty Watte
/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 Supplement to 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 15th day of February, 2006.

Carletta Giesler
Notary Public

