CORPORATION SERVICE COMPANY

RECORDATION NO. 25991-E FILED

MAY 26 '06 1-24 PM

SURFACE TRANSPORTATION BOARD

MAY 26 2006 RECEIVED

Csc - Springfield
801 Adlai Stevenson Drive
Springfield Il 62703

1-800-927-9801 Ext 3813
217-492-2727 FAX

To: SURFACE TRANSPORTATION BOARD **ATTENTION BARB SADDLER**

From: April Oshea Ext 3813

Date: May 25, 2006

Order#: 132568/005

Re: KCS 60000 - KCS 60283 THE KANSAS CITY SOUTHERN RAILW

Please process the enclosed documents for the service indicated below.

SECONDARY STB FILING RECORDATION# 25991-B, DATED 01/12/2006

RECEIPT SHOULD BE IN OUR OFFICE: 06/20/2006
PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

XX Check is enclosed.

Mailing Instructions:
XX Return the filing acknowledgement to our office.
XX Appropriate FedEx envelopes have been provided for your convenience. Please DO NOT use first class mail.

Special Instructions/Notes:
Please call immediately if there are any problems or questions with this paperwork. Thank you for your assitance in this matter.

Enclosures:

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 20th day of April, 2006, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and THE KANSAS CITY SOUTHERN RAILWAY COMPANY, a Missouri corporation, with an address at 427 West 12th Street, Cathedral Square, Kansas City, MO 64105 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Full Service Lease Agreement (the "Lease") dated as of March 15, 2005 covering certain equipment, pursuant to a Memorandum of Railcar Lease filed with the Surface Transportation Board on January 12, 2006 as Recordation number 25991-B.

WHEREAS, the Parties have entered into an additional Rider under the Lease and wish to show for the public record the existence of the aforesaid Rider, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Catherine Shylich
Name: Catherine Shylich
Title: Vice President

RECORDATION NO. 25991-E FILED

MAY 26 '06 1-24 PM

SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

By: Paul J. [illegible]
Name:
Title: Senior Vice President and Treasurer

Schedule A

Number of Cars	Equipment Description
279	50' Plate C 10' plug door boxcar

1	KCS	60000	53	KCS	60055	105	KCS	60107
2	KCS	60001	54	KCS	60056	106	KCS	60108
3	KCS	60002	55	KCS	60057	107	KCS	60109
4	KCS	60003	56	KCS	60058	108	KCS	60110
5	KCS	60005	57	KCS	60059	109	KCS	60111
6	KCS	60006	58	KCS	60060	110	KCS	60112
7	KCS	60007	59	KCS	60061	111	KCS	60113
8	KCS	60008	60	KCS	60062	112	KCS	60114
9	KCS	60009	61	KCS	60063	113	KCS	60115
10	KCS	60010	62	KCS	60064	114	KCS	60116
11	KCS	60011	63	KCS	60065	115	KCS	60117
12	KCS	60012	64	KCS	60066	116	KCS	60118
13	KCS	60013	65	KCS	60067	117	KCS	60119
14	KCS	60014	66	KCS	60068	118	KCS	60120
15	KCS	60015	67	KCS	60069	119	KCS	60121
16	KCS	60016	68	KCS	60070	120	KCS	60122
17	KCS	60017	69	KCS	60071	121	KCS	60123
18	KCS	60018	70	KCS	60072	122	KCS	60124
19	KCS	60019	71	KCS	60073	123	KCS	60125
20	KCS	60020	72	KCS	60074	124	KCS	60126
21	KCS	60021	73	KCS	60075	125	KCS	60127
22	KCS	60022	74	KCS	60076	126	KCS	60128
23	KCS	60023	75	KCS	60077	127	KCS	60129
24	KCS	60024	76	KCS	60078	128	KCS	60130
25	KCS	60025	77	KCS	60079	129	KCS	60131
26	KCS	60026	78	KCS	60080	130	KCS	60132
27	KCS	60027	79	KCS	60081	131	KCS	60133
28	KCS	60028	80	KCS	60082	132	KCS	60134
29	KCS	60029	81	KCS	60083	133	KCS	60135
30	KCS	60030	82	KCS	60084	134	KCS	60136
31	KCS	60031	83	KCS	60085	135	KCS	60137
32	KCS	60033	84	KCS	60086	136	KCS	60138
33	KCS	60034	85	KCS	60087	137	KCS	60139
34	KCS	60035	86	KCS	60088	138	KCS	60140
35	KCS	60036	87	KCS	60089	139	KCS	60141
36	KCS	60037	88	KCS	60090	140	KCS	60142
37	KCS	60038	89	KCS	60091	141	KCS	60144
38	KCS	60039	90	KCS	60092	142	KCS	60145
39	KCS	60040	91	KCS	60093	143	KCS	60146
40	KCS	60041	92	KCS	60094	144	KCS	60147
41	KCS	60042	93	KCS	60095	145	KCS	60148
42	KCS	60043	94	KCS	60096	146	KCS	60149
43	KCS	60044	95	KCS	60097	147	KCS	60150
44	KCS	60045	96	KCS	60098	148	KCS	60151
45	KCS	60046	97	KCS	60099	149	KCS	60152
46	KCS	60048	98	KCS	60100	150	KCS	60153
47	KCS	60049	99	KCS	60101	151	KCS	60154
48	KCS	60050	100	KCS	60102	152	KCS	60155
49	KCS	60051	101	KCS	60103	153	KCS	60156
50	KCS	60052	102	KCS	60104	154	KCS	60157
51	KCS	60053	103	KCS	60105	155	KCS	60158
52	KCS	60054	104	KCS	60106	156	KCS	60159

Schedule A

Number of Cars	Equipment Description
279	50' Plate C 10' plug door boxcar

157	KCS	60160
158	KCS	60161
159	KCS	60162
160	KCS	60163
161	KCS	60165
162	KCS	60166
163	KCS	60167
164	KCS	60168
165	KCS	60169
166	KCS	60170
167	KCS	60171
168	KCS	60172
169	KCS	60173
170	KCS	60174
171	KCS	60175
172	KCS	60176
173	KCS	60177
174	KCS	60178
175	KCS	60179
176	KCS	60180
177	KCS	60181
178	KCS	60182
179	KCS	60183
180	KCS	60184
181	KCS	60185
182	KCS	60186
183	KCS	60187
184	KCS	60188
185	KCS	60189
186	KCS	60190
187	KCS	60191
188	KCS	60192
189	KCS	60193
190	KCS	60194
191	KCS	60195
192	KCS	60196
193	KCS	60197
194	KCS	60198
195	KCS	60199
196	KCS	60200
197	KCS	60201
198	KCS	60202
199	KCS	60203
200	KCS	60204
201	KCS	60205
202	KCS	60206
203	KCS	60207
204	KCS	60208
205	KCS	60209
206	KCS	60210
207	KCS	60211
208	KCS	60212
209	KCS	60213
210	KCS	60214
211	KCS	60215
212	KCS	60216
213	KCS	60217
214	KCS	60218
215	KCS	60219
216	KCS	60220
217	KCS	60221
218	KCS	60222
219	KCS	60223
220	KCS	60224
221	KCS	60225
222	KCS	60226
223	KCS	60227
224	KCS	60228
225	KCS	60229
226	KCS	60230
227	KCS	60231
228	KCS	60232
229	KCS	60233
230	KCS	60234
231	KCS	60235
232	KCS	60236
233	KCS	60237
234	KCS	60238
235	KCS	60239
236	KCS	60240
237	KCS	60241
238	KCS	60242
239	KCS	60243
240	KCS	60244
241	KCS	60245
242	KCS	60246
243	KCS	60247
244	KCS	60248
245	KCS	60249
246	KCS	60250
247	KCS	60251
248	KCS	60252
249	KCS	60253
250	KCS	60254
251	KCS	60255
252	KCS	60256
253	KCS	60257
254	KCS	60258
255	KCS	60259
256	KCS	60260
257	KCS	60261
258	KCS	60262
259	KCS	60263
260	KCS	60264
261	KCS	60265
262	KCS	60266
263	KCS	60267
264	KCS	60268
265	KCS	60269
266	KCS	60270
267	KCS	60271
268	KCS	60272
269	KCS	60273
270	KCS	60274
271	KCS	60275
272	KCS	60276
273	KCS	60277
274	KCS	60278
275	KCS	60279
276	KCS	60280
277	KCS	60281
278	KCS	60282
279	KCS	60283