

RECORDATION NO. 17958-F FILED

OCT 12 2006 12:30 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

October 12, 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 Lease Supplement No. Four, dated as of September 26, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Leasing Agreement previously filed with the Commission under Recordation Number 17958.

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

Lessor: UnionBanCal Leasing Corporation
(f/k/a Unionbanc Leasing Corporation)
445 S. Figueroa Street
Los Angeles, CA 90071

Lessee: The Kansas City Southern Railway Company
(successor-in-interest through merger to Tennrail Corporation)
427 West 12th Street
Kansas City, MO 64105

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

221 box cars within the series ATW 122000 – ATW 122223 as more particularly set forth in the equipment schedule A-1 attached to the document.

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

Lease Supplement No. Four.

Also enclosed is a check in the amount of \$34.00 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/sem
Enclosures

17958-E
OCT 12 '06 12:30 PM
SURFACE TRANSPORTATION BOARD

LEASE SUPPLEMENT NO. FOUR

This Lease Supplement is executed in reference to, and incorporates by reference all of the terms, conditions and provisions of, the Equipment Leasing Agreement dated as of September 15, 1992 as supplemented by that certain Lease Supplement No. One dated as of September 30, 1992, Lease Supplement No. Two dated as of July 30, 2004, and Lease Supplement No. Three dated as of September 16, 2005 between the undersigned Lessor and Lessee (herein as amended and supplemented from time to time, called the "Lease").

Lessee wishes to renew this Lease with respect to all, but not less than all, Items of Equipment subject to this Lease for a third Renewal Term commencing October 1, 2006 (the "Third Renewal Term").

NOW, THEREFORE, in consideration of the premises and other good and sufficient consideration, Lessor and Lessee hereby agree (i) to extend the term of the Lease for a Third Renewal Term (which, for the avoidance of doubt and notwithstanding that the Lease originally contemplated only two Renewal Terms, shall constitute a "Renewal Term" for purposes of the Lease), (ii) to the rental value of the Items of Equipment that shall be in effect for such Third Renewal Term as set forth below, and (iii) that, except as expressly modified herein, all of the terms, conditions and indemnities of the Lease and all obligations of Lessee and Lessor thereunder and in respect thereof shall remain in full force and effect without change. All capitalized terms used herein which are not defined, shall have the meaning given to such terms in the Lease.

1. Description of Items of Equipment: 221 used 70 ton, 50'6" box cars as described in new Schedule A-1 attached hereto, each such have been assigned, and appropriately marked with, a new AAR reporting mark. The prior AAR reporting mark is shown on Schedule A to Lease Supplement No. Three, which schedule also refers to two box cars (original AAR marks ATW102720 and ATW102738) that suffered an Event of Loss and are no longer subject to the Lease.

2. Second Renewal Term Ending Date: September 30, 2006.

3. Third Renewal Term Commencement Date: October 1, 2006

4. Third Renewal Term Ending Date: September 30, 2007.

5. Third Renewal Term Fair Market Rental Value Percentage of Acquisition Cost:
0.8620690% per car/per month (\$250.00 per car per month)

6. Basic Rent During Third Renewal Term:

\$55,250.00 plus applicable sales/use tax, payable on each Rent Payment Date in advance during the Third Renewal Term.

7. Periodicity of Rent Payment Dates for Third Renewal Term:

Monthly in advance payable on the first day of each calendar month.

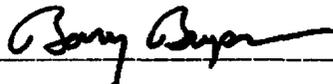
8. Casualty Loss Value:

Casualty Loss Value shall be 30% of Acquisition Cost at all times during the Third Renewal Term.

This Lease Supplement No. Four may be executed in counterparts and each counterpart shall constitute one document.

IN WITNESS WHEREOF, the Lessor and the Lessee have caused this Lease Supplement to be duly executed as of the 26th day of September, 2006.

UNIONBANCAL LEASING CORPORATION,
formerly known as UNIONBANC LEASING CORPORATION,
as Lessor

By: 

Title: SVP

THE KANSAS CITY SOUTHERN RAILWAY COMPANY,
successor-in-interest through merger to TENNRAIL
CORPORATION, as Lessee

By: 

Title: SVP Finance & Treasurer

SCHEDULE A-1 TO LEASE SUPPLEMENT NO. FOUR

221 used 70 ton, 50' 6" box cars manufactured by Berwick or Pullman with the following car numbers

ATW122000	ATW122046	ATW122091	ATW122135	ATW122181
ATW122001	ATW122047	ATW122092	ATW122136	ATW122182
ATW122002	ATW122048	ATW122093	ATW122137	ATW122183
ATW122003	ATW122049	ATW122094	ATW122138	
ATW122004	ATW122050	ATW122095	ATW122139	ATW122185
ATW122005	ATW122051	ATW122096	ATW122140	ATW122186
ATW122006	ATW122052	ATW122097	ATW122141	ATW122187
ATW122007	ATW122053	ATW122098	ATW122142	ATW122188
ATW122008	ATW122054	ATW122099	ATW122143	ATW122189
ATW122009	ATW122055		ATW122144	ATW122190
ATW122010	ATW122056	ATW122100	ATW122145	ATW122191
ATW122011	ATW122057	ATW122101	ATW122146	ATW122192
ATW122012	ATW122058	ATW122102	ATW122147	ATW122193
ATW122013	ATW122059	ATW122103	ATW122148	ATW122194
ATW122014	ATW122060		ATW122149	ATW122195
ATW122015	ATW122061	ATW122104	ATW122150	ATW122196
ATW122016	ATW122062	ATW122105	ATW122151	ATW122197
ATW122017	ATW122063	ATW122106	ATW122152	ATW122198
ATW122018	ATW122064	ATW122107	ATW122153	ATW122199
ATW122019		ATW122108	ATW122154	ATW122200
ATW122020	ATW122065	ATW122109	ATW122155	
ATW122021	ATW122066	ATW122110	ATW122156	ATW122202
ATW122022	ATW122067	ATW122111	ATW122157	ATW122203
ATW122023	ATW122068	ATW122112	ATW122158	ATW122204
ATW122024	ATW122069	ATW122113	ATW122159	ATW122205
ATW122025	ATW122070	ATW122114	ATW122160	ATW122206
ATW122026	ATW122071	ATW122115	ATW122161	
ATW122027	ATW122072	ATW122116	ATW122162	ATW122207
ATW122028	ATW122073	ATW122117	ATW122163	ATW122208
ATW122029	ATW122074	ATW122118	ATW122164	ATW122209
ATW122030	ATW122075	ATW122119	ATW122165	ATW122210
ATW122031	ATW122076	ATW122120	ATW122166	ATW122211
ATW122032	ATW122077	ATW122121	ATW122167	ATW122212
ATW122033	ATW122078	ATW122122	ATW122168	ATW122213
ATW122034	ATW122079	ATW122123	ATW122169	ATW122214
ATW122035	ATW122080	ATW122124	ATW122170	ATW122215
ATW122036	ATW122081	ATW122125	ATW122171	ATW122216
ATW122037	ATW122082	ATW122126	ATW122172	ATW122217
ATW122038	ATW122083	ATW122127	ATW122173	ATW122218
ATW122039	ATW122084	ATW122128	ATW122174	ATW122219
ATW122040		ATW122129	ATW122175	ATW122220
ATW122041	ATW122086	ATW122130	ATW122176	ATW122221
ATW122042	ATW122087	ATW122131	ATW122177	ATW122222
ATW122043	ATW122088	ATW122132	ATW122178	ATW122223
ATW122044	ATW122089	ATW122133	ATW122179	
ATW122045	ATW122090	ATW122134	ATW122180	

SCHEDULE A TO LEASE SUPPLEMENT NO. THREE

223 used 70 ton, 50' 6" box cars manufactured by Berwick or Pullman with the following car numbers:

ATW 102500	ATW102556	ATW102613	ATW102667	ATW102717
ATW 102501	ATW102557	ATW102614	ATW102668	ATW102718
ATW 102502	ATW102558	ATW102615	ATW102669	ATW102719
ATW 102503	ATW102559	ATW102616	ATW102670	ATW102720
ATW 102504	ATW102560	ATW102617	ATW102671	ATW102721
ATW 102505	ATW102562	ATW102618	ATW102672	ATW102723
ATW 102506	ATW102563	ATW102619	ATW102673	ATW102724
ATW 102507	ATW102564	ATW102620	ATW102674	ATW102725
ATW 102508	ATW102565	ATW102622	ATW102675	ATW102726
ATW 102509	ATW102566		ATW102677	ATW102727
ATW 102511	ATW102568	ATW102624	ATW102678	ATW102728
ATW 102513	ATW102569	ATW102625	ATW102679	ATW102729
ATW 102514	ATW102571	ATW102627	ATW102680	ATW102730
ATW 102516	ATW102573	ATW102629	ATW102681	ATW102731
ATW 102518	ATW102575		ATW102682	ATW102732
ATW 102519	ATW102576	ATW102631	ATW102683	ATW102733
ATW 102520	ATW102577	ATW102632	ATW102684	ATW102734
ATW 102521	ATW102578	ATW102633	ATW102685	ATW102735
ATW 102522	ATW102579	ATW102634	ATW102686	ATW102736
ATW 102523		ATW102635	ATW102687	ATW102737
ATW 102525	ATW102583	ATW102636	ATW102688	ATW102738
ATW 102526	ATW102584	ATW102637	ATW102689	ATW102740
ATW 102527	ATW102585	ATW102638	ATW102690	ATW102741
ATW 102528	ATW102586	ATW102639	ATW102691	ATW102742
ATW 102529	ATW102587	ATW102640	ATW102692	ATW102743
ATW 102530	ATW102588	ATW102641	ATW102693	ATW102744
ATW 102533	ATW102589	ATW102645	ATW102694	
ATW 102534	ATW102590	ATW102646	ATW102695	ATW102747
ATW 102535	ATW102592	ATW102647	ATW102696	ATW102748
ATW 102536	ATW102593	ATW102648	ATW102698	ATW102749
ATW 102537	ATW102594	ATW102649	ATW102699	ATW102750
ATW 102538	ATW102595	ATW102651	ATW102700	ATW102752
ATW 102539	ATW102596	ATW102652	ATW102701	ATW102753
ATW 102540	ATW102597	ATW102654	ATW102702	ATW102754
ATW 102541	ATW102599	ATW102655	ATW102703	ATW102755
ATW 102542	ATW102600	ATW102656	ATW102704	ATW102756
ATW 102543	ATW102601	ATW102657	ATW102705	ATW102757
ATW 102544	ATW102603	ATW102658	ATW102707	ATW102758
ATW 102545	ATW102604	ATW102659	ATW102708	ATW102759
ATW 102546	ATW102606	ATW102660	ATW102709	ATW102760
ATW 102548		ATW102661	ATW102710	ATW102761
ATW 102549	ATW102608	ATW102662	ATW102711	ATW102762
ATW 102550	ATW102609	ATW102663	ATW102712	ATW102763
ATW 102551	ATW102610	ATW102664	ATW102713	ATW102764
ATW 102552	ATW102611	ATW102665	ATW102714	
ATW 102555	ATW102612	ATW102666	ATW102716	

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California
County of Los Angeles } ss.

On Oct 11, 2006 before me, Jo Ann Flynn
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared James F. Nese
Name(s) of Signer(s)

- personally known to me
- 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.

Jo Ann Flynn
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Lease Supplement No. Four

Document Date: 9-30-06 Number of Pages: 3

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____



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: 10/17/06



Robert W. Alvord