

**Prairie Financial Inc.**  
3512 NE Logwood Circle  
Lee's Summit, MO 64064  
816-373-8766  
816-373-6292 fax



December 11, 2006

RECORDATION NO. 26687 FILED

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

DEC 13 '06 4-44 PM

**SURFACE TRANSPORTATION BOARD**

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are (2) two copies of a Memorandum of a Locomotive Security Agreement, dated as December 1, 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:

Lender: Prairie Financial Inc.  
3512 NE Logwood Circle  
Lee's Summit, MO 64064

Borrower: Lackawanna Valley Management Corporation  
25 Delphine Street  
Owego, NY 13827

A description of the railroad equipment covered by the enclosed document is:  
**(1) 1959 Electro-Motive Division G P 9 Bearing Reporting Marks: LS1751**

A short summary of the document to appear in the index is:  
Memorandum of Locomotive Security Agreement.

Also enclosed is a check in the amount of \$34.00 payable to the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the recordation in the enclosed FedEx envelope. Your prompt attention is most appreciated.

Sincerely,

  
Paul N. Muller - President  
Prairie Financial Inc.

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF  
LOCOMOTIVE SECURITY AGREEMENT

This MEMORANDUM OF LOCOMOTIVE SECURITY AGREEMENT entered into this 1<sup>st</sup> day of December, 2006, is intended to evidence the note and security agreement dated December 1, 2006 between Prairie Financial Inc.(Lender) and Lakawanna Valley Management Corporation, a Pennsylvania corporation (Borrower) for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Chapter 49 of Sec. 11301. The Borrower has the right to use the one (1) locomotive described in Exhibit A attached hereto (the Unit). The Borrower is financing from the Lender a Unit at the payments and upon the terms and conditions provided in the Note and Security Agreement.

Prairie Financial Inc.

By: *Paul N. Muller*

Name: PAUL N. MULLER

Title: PRESIDENT

Date: 12/11/06

Lackawanna Valley Management Corp.

By: *Steven May*

Name: STEVEN MAY

Title: PRESIDENT

Date: 12/6/06

NOTARY:

*Peggy A. Ward*

PEGGY A. WARD  
Notary Public - Notary Seal  
STATE OF MISSOURI  
Jackson County

My Commission Expires: Oct. 1, 2010  
Commission #06464080

NOTARY:

Laura Olevano  
Notary Public, State of New York  
No. 010L6134311  
Residing in Broome County  
Commission Expires Sept 26, 2009

*Laura Olevano* 12/6/06

## EXHIBIT A

To the Memorandum of Security Agreement dated December 1, 2006, between Prairie Financial Inc. and Lackawanna Valley Management Corporation.

### DESCRIPTION OF UNIT

One (1) 1959 EMD (Electro-Motive Division) G P 9 locomotive bearing marks as follows: LS 1751