

OSTER**Researching Services**

12897 Colonial Drive • Mt. Airy, MD 21771
Office/Fax: 301-253-6040
maryannoster@comcast.net

RECORDATION NO. 27534A FILED

FEB 17 '10

2-20 PM

February 17, 2010

SURFACE TRANSPORTATION BOARD

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board is one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

**Amendment to Memorandum of Schedule #1 to Full Service Master
Lease Agreement dated 11/6/09**

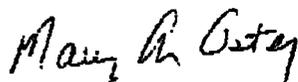
Lessor: Wells Fargo Equipment Finance, Inc. dba
Midwest Railcar Capital Equipment Company
733 Marquette Avenue
Minneapolis, MN 55402

Lessee: American Colloid Company
150 West Shure Drive
Arlington Heights, IL 60004

Equipment: 6, Railcars
MCEX 350381, 350619-350623

Please record this agreement as a secondary document to STB Recordation #27534. The filing fee of \$41 is enclosed. Summary: Amendment to Memorandum of Schedule #1 to Full Service Master Lease Agreement dated 11/6/09 between Wells Fargo Equipment Finance, Inc. dba Midwest Railcar Capital Equipment Company as Lessor and American Colloid Company as Lessee including 6 Railcars, MCEX 350381, 350619-350623 (corrected equipment schedule).

Sincerely,



Mary Ann Oster
Research Consultant

RECORDATION NO. 27534-A FILED

FEB 17 '10

2-20 PM

SURFACE TRANSPORTATION BOARD

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

**AMENDMENT TO MEMORANDUM OF SCHEDULE #1
TO FULL SERVICE
MASTER LEASE AGREEMENT**

between

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

as Lessor

and

AMERICAN COLLOID COMPANY

as Lessee

**AMENDMENT TO MEMORANDUM OF SCHEDULE #1 TO
FULL SERVICE MASTER LEASE AGREEMENT**

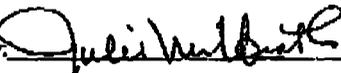
THIS AMENDMENT TO MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of November 6, 2009, by and between WELLS FARGO EQUIPMENT FINANCE, INC. d/b/a Midwest Railcar Capital Equipment Company, a Minnesota Corporation ("Lessor"), and AMERICAN COLLOID COMPANY, a Delaware Corporation ("Lessee"), with reference to the following:

The Lessee, as Lessee and Lessor, as Lessor entered into that certain Schedule #1 dated May 5, 2008 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of April 11, 2007 between Lessor and Lessee (the "Lease") as evidenced by that certain Memorandum of Schedule #1 dated effective May 5, 2008 and recorded with the Surface Transportation Board on June 17, 2008 under Recordation No. 27534.

Lessor and Lessee hereby agree to amend that certain Memorandum of Schedule #1 to Full Service Master Lease Agreement dated May 5, 2008 and recorded with the Surface Transportation Board on June 17, 2008 under Recordation No. 27534 to correct the Car Marks & Numbers as described on Exhibit A attached hereto.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Amendment to Memorandum of Schedule #1 to Full Service Master Lease Agreement to be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC. d/b/a
Midwest Railcar Capital Equipment Company
Lessor

By: 

Printed Name: Julie Milbrath
Assistant Vice President

Title: _____

AMERICAN COLLOID COMPANY
Lessee

By: 

Printed Name: Lloyd F. Love

Title: Vice President

EXHIBIT A
DESCRIPTION OF RAILCARS

Six (6) railcars with the following reporting marks:

<u>Prior Car Marks & Numbers</u>	<u>Corrected Car Marks & Numbers</u>
MCEX 350618	MCEX 350381
MCEX 350619	MCEX 350619
MCEX 350620	MCEX 350620
MCEX 350621	MCEX 350621
MCEX 350622	MCEX 350622
MCEX 350623	MCEX 350623

STATE OF MINNESOTA, COUNTY OF HENNEPIN, TO WIT:

On this 24th day of November, 2009 before me appeared Julie Milbrath to me personally known, who being by me duly sworn, says that he/she is the AVP of WELLS FARGO EQUIPMENT FINANCE, INC. d/b/a Midwest Railcar Capital Equipment Company, a Minnesota Corporation, that said instrument was signed on November 24, 2009 on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



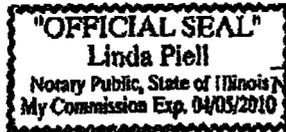
Margaret J. Kiernan
Notary Public

My commission expires:

STATE OF Illinois, COUNTY OF Lake, TO WIT:

On this 10th day of November, 2009 before me appeared, Lloyd Love, to me personally known, who being by me duly sworn, says that he is a Vice President of AMERICAN COLLOID COMPANY, a Delaware Corporation, that said instrument was signed and sealed on November 10, 2009 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]



Linda Piell
Notary Public

My commission expires:

4/5/2010