



1100 Shawnee Street  
Mount Vernon, Illinois  
(P) 618.241.9270

RECORDATION NO. 27214-B  
FILED OCTOBER 2, 2015 2:49 PM  
SURFACE TRANSPORTATION BOARD

October 2, 2015

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
Washington DC 20423-0001

Re: Rail Equipment Recordation; E-Filing

Dear Section Chief,

I have attached for recordation, pursuant to 49 U.S.C. 11301, one original and one certified true copy of Addendum II, dated June 10, 2010, (a secondary document) to the Locomotive Lease Agreement, dated September 24, 2007, a primary document previously recorded with the STB under recordation # 27214.

The names and addresses of the parties to the enclosed Locomotive Lease Agreement are as follows:

Lessor: National Railway Equipment Co.  
1100 Shawnee Street  
Mt. Vernon, IL 62864

Lessee: Cape Rail, Inc.  
252 Main Street  
Hyannis, MA 02601

The equipment covered by Addendum II to the Locomotive Lease Agreement is as follows:

One EMD GP50 Locomotive, bearing road # NREX 2948.

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

Addendum II, dated June 10, 2010, to the Locomotive Lease Agreement dated September 24, 2007 between National Railway Equipment Co. (Lessor) and Cape Rail, Inc. (Lessee), for the lease of one EMD GP50 locomotive, bearing road # NREX 2948.

Attached please find a credit card authorization form in the amount of \$43.00 to cover the E-Filing fees for recordation of the attached Locomotive Lease.



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Please return a date-stamped copy of the Locomotive Lease Agreement to:

Hal Burgan  
National Railway Equipment Co.  
P.O. Box 1416  
Mt. Vernon, Illinois 62864

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'Hal Burgan', is written over the typed name.

Hal Burgan  
General Counsel

**SCHEDULE "A" ADDENDUM II**

Attached to and incorporated into the Lease dated the 24<sup>th</sup> day of September, 2007 by and between the National Railway Equipment Co. (LESSOR) and Cape Rail, Inc. (LESSEE) and included as an addendum dated June 10th, 2010.

Type and General Description of Locomotive Unit Number, Type and General Description:

UNIT NO.	TYPE	GENERAL DESCRIPTION
NREX 2948	EMD	GP50 General Purpose Locomotive

This Locomotive shall be included as an additional Locomotive pursuant to the Lease.

**LEASE RATE**

REPLACEMENT VALUE	LEASE TERM	LEASE RATE PER LOCOMOTIVE	
		<u>MONTHLY</u>	<u>DAILY</u>
[REDACTED]	first 3 Years	[REDACTED]	[REDACTED] a day
	next 7 years	[REDACTED]	[REDACTED] a day

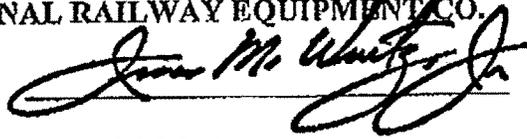
**MANDATORY LOCOMOTIVE BUYOUT TERM:** At the end of the ten year initial lease term, unless earlier terminated, if permitted by the Lease, Lessee shall complete ownership of the Locomotives by providing Lessor a finalized payment each of \$50,000.00 per Locomotive on/or before the termination date, in addition, to satisfying all of Lessee's obligations arising under the Lease. In the event of an early buyout, there will not be an implied interest penalty to exercise this available option to the Lessee.

**COMMENCEMENT DATE:** Upon ex-works shipment of the Locomotive from Lessor's manufacturing facility in Mt. Vernon, Illinois.

Lessee agrees to pay the first month of rent for each Locomotive with the execution of the Lease and, in addition, two months of advance payment to be held as a security deposit per Locomotive.

LESSOR: NATIONAL RAILWAY EQUIPMENT CO.

BY:



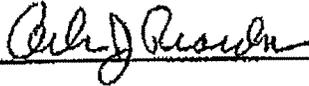
NAME: James M. Wurtz, Jr.

TITLE: Vice President



LESSEE: CAPE RAIL, INC.

BY:



NAME: Andrew J. Reardon

TITLE: Treasurer & CFO



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I, Hal Burgan, certify that I am the General Counsel of National Railway Equipment Co., that the seal affixed to the forgoing instrument is the corporate seal of said corporation, that the instrument was signed and sealed on behalf of the corporation by the 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 corporation. I further state under penalty of perjury that the foregoing is true and correct.

Executed on October 2, 2015

Signature  \_\_\_\_\_  
Hal Burgan  
General Counsel  
National Railway Equipment Co.