

UNITED STATES RAILWAY LEASING CO.

A SUBSIDIARY OF  EVANS PRODUCTS COMPANY

TRANSPORTATION SYSTEMS & INDUSTRIAL GROUP

2200 EAST DEVON AVENUE, DES PLAINES, ILLINOIS 60018 (312) 297-3200

RECORDATION NO. 8787-A Filed & Recorded

APR 20 1977 - 3 05 PM

April 12, 1977

7-110 A058

APR 20 1977

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Secretary, **INTERSTATE COMMERCE COMMISSION**
Interstate Commerce Commission
Office of the Secretary
Washington, D.C. 20423

Re: Amendment to lease entered into as of March 11, 1977, between United States Railway Leasing Company and The Pickens Railroad Company.

Madame:

Pursuant to Section 20(c) of the Interstate Commerce Act and to the Commission's Rules and Regulations thereunder, as amended, we are hereby noting that we wish to file and record four (4) fully executed counterparts of the above mentioned lease amendment. The amendment is for the parties to the transaction as listed below:

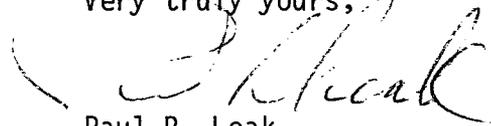
Lessor
United States Railway Leasing Co.
2200 East Devon Avenue
Des Plaines, Illinois 60018

Lessee
The Pickens Railroad Co.
402 Cedar Rock Street
Pickens, South Carolina

The equipment covered by the original documents is specifically described in the original lease, dated May 9, 1974, and is offered here for recordation in a separate letter, attached hereto. The proposed changes are listed in the attached amendment.

Enclosed is the lessor's check in the amount of \$10, representing the amendment recordation fee as required by Section 57.3 of the Rules and Regulations. Upon recordation, kindly return the originals to the undersigned at the letterhead address.

Very truly yours,



Paul R. Leak
Vice President and Controller

PRL:mez
Enclosures - 4 amendments + check.
cc: Information Center
R. E. Bell (Lot 1330-A)

RECEIVED
APR 20 2 56 PM '77
T.O.O.
FEE OPERATION BR.



AMENDMENT NO. 1 TO LEASE

APR 20 1977 - 3 05 PM

AMENDMENT NO. 1 TO LEASE made and entered ~~IN THE~~ ILLINOIS COMMERCE COMMISSION

day of March, 1977 between United States Railway Leasing Company ("United") and The Pickens Railroad Company ("Lessee").

WITNESSETH:

WHEREAS, United and Lessee intered into a Lease dated May 9, 1974, as amended by the April 3, 1975 and the November 29, 1976 Letter Agreements (the "Lease") providing for the lease of 100 railroad cars from United to Lessee;

WHEREAS, United and Lessee wish to amend the Lease in accordance with the terms hereof

NOW, THEREFORE, United and Lessee agree as follows:

1. The twenty-one 70 ton XM Box Cars, Car Reporting Marks NSL 100500 - 100514 and 100594 - 100599, are hereby deleted from the Lease.
2. United and Lessee agree that the said deleted cars will be replaced by twenty-one 70 ton XM Box Cars, Car Reporting Marks NSL 100600 - 100620. Such replacement cars shall be delivered to Lessee as soon as available f.o.t. United's plant at Blue Island, Illinois, provided United shall not be responsible for any failure or delay in delivering such replacement cars, provided, further that Lessee shall not be obligated to accept such replacement cars after September 1, 1977.
3. It is understood that the "Car Cost Increase" as specified in the November 29, 1976 Letter Agreement between United and

(Former Lot 1478)

Lessee is not applicable to such replacement cars. United will notify Lessee as soon as reasonably possible of the "Car Cost Increase" applicable to such replacement cars.

4. All provisions of the Lease not otherwise amended herein shall remain in full force and effect.

ATTEST:

Lawrence B. Crump
Assistant Secretary

UNITED STATES RAILWAY LEASING COMPANY

By *Ralph E Bell*
Title: *VP-Sales*

ATTEST:

F. W. Stozepke
Assistant Secretary

THE PICKENS RAILROAD COMPANY

By *John C. H. H. H.*
Title: *Vice President*

Subscribed and sworn to me this 12th day of April, 1977.

Mary Ellen Zander
Mary Ellen Zander, Notary Public

MY COMMISSION EXPIRES
JUNE 19, 1979