



8-031AC31

International Paper Credit Corporation

220 EAST 42ND ST., NEW YORK, N.Y. 10017, PHONE 212 490-6100

JAN 31 1978
1009

Washington, D.C.

January 27, 1978

RECORDATION NO. 9176-B Filed & Recorded

JAN 31 1978 - 11 50 AM

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington D.C. 20423

Re: Recordation No. 9176

Gentlemen:

We enclose for recordation with your office pursuant to Section 20c of the Interstate Commerce Act executed counterparts of an Amendment to Master Lease Schedule No. 1 dated as of December 29, 1977 which was filed with your office on January 12, 1978 and assigned recordation No. 9176. The aforementioned Master Lease Schedule No. 1 was previously amended by an Amendment thereto filed on January 27, 1978 and which Amendment was assigned recordation No. 9176-A. The enclosed Amendment which should be recorded under the same file number as the Master Lease Schedule is dated as of January 25, 1978 and was entered into by the following parties:

Lessor: International Paper Credit Corporation
220 East 42nd Street
New York, New York 10017

Lessees: a) Pickens Railroad Company
402 Cedar Rock Street
Pickens, South Carolina 29671

b) National Railway Utilization Corporation
860 Suburban Station
Philadelphia, Pennsylvania 19103

The railroad cars to which the foregoing documents relate are described as follows:

<u>Quantity</u>	<u>Type</u>	<u>A.A.R. Mechanical Designation Code</u>	<u>Capacity</u>	<u>Road Numbers</u>
30	50 foot 6 inch, General Purpose Box Car, XM	XM	70 Tons	NSL 102301 through 102330

Counterpart Gary D. Littlewood

-2-

Enclosed you will find our check in the amount of \$10 payable to the Interstate Commerce Commission to cover the recordation fee for the above document which should be recorded under the same file number as the Master Lease Agreement and Master Lease Schedule. Please index as follows:

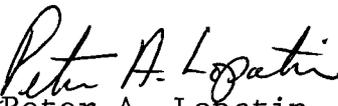
Lessor: International Paper Credit Corporation
220 East 42nd Street
New York, New York 10017

Lessee: Pickens Railroad Company
402 Cedar Rock Street
Pickens, South Carolina 29671

Lessee: National Railway Utilization Corporation
860 Suburban Station
Philadelphia, Pennsylvania 19103

Please return to our messenger two sets of documents, stamped to show recordation data.

Very truly yours,


Peter A. Lopatin
Attorney

PAL:CC

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

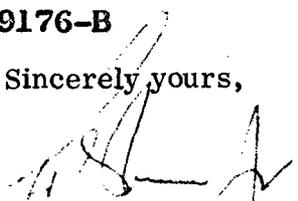
OFFICE OF THE SECRETARY

Peter A. Lopatin
International Paper Credit Corporation
220 East 42nd Street
New York, New York 10017

Dear **Mr. Lopatin:**

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on **January 31, 1978** at **11:50 am** and assigned recordation number(s) **9176-B**

Sincerely yours,


H.G. Homme, Jr.
Acting Secretary

Enclosure(s)

SE-30-T
(6/77)



International Paper
Credit Corporation

AMENDMENT
TO
MASTER LEASE SCHEDULE

Master Lease Agreement No./Date: December 29, 1977

Schedule No.: 1

Date of Schedule: January 27, 1978

Name and Address of Lessee:

Pickens Railroad Company
P. O. Box 216
Pickens, SC 29671

National Railway Utilization Corporation
860 Suburban Sta., 1617 John F. Kennedy Blvd.
Philadelphia, PA 19103

This Schedule covers the following Equipment:

30 - 50' 6" 70-ton General Purpose Type XM Boxcars
Bearing Road Numbers NSL 102301 - NSL 102330
(both inclusive)

RECORDATION NO. 9176-B Filed & Recorded

Equipment to be located at: *

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Term of Lease (number of years): Ten ~~INTERSTATE COMMERCE COMMISSION~~

Commencement Date of Lease: December 29, 1977

Rent payments will be due Quarterly in advance commencing
(monthly, quarterly, etc.)
February 15, 19 78 and subsequently on the same date of each Quarter

A. Total Rental (excluding taxes)	\$	<u>1,473,020.80</u>
B. Rent per ... <u>Quarter</u>	\$	<u>36,825.52</u>
		(month, quarter, etc.)
C. Advance Rental	\$	<u>None</u>
D. Security Deposit	\$	<u>*</u>

Additional Provisions:

This Schedule is an Amendment to a previously filed Master Lease Schedule No.1 filed of record on January 12, 1978 at 11:15 A.M., recordation No. 9176 and to a previously filed Amendment to Master Lease Schedule No.1 filed of record on January 27, 1978 at 11:45 A.M., recordation No. 9176-A. This Amendment has been executed and filed to correct typographical errors in the previously filed Amendment which previously filed Amendment and Master Lease Schedule are superseded hereby. Stipulated Loss Value appendix applicable? Yes No

If so indicated above, this Lease Schedule has, as a part hereof, the Stipulated Loss Value appendix annexed hereto or otherwise identified as a part hereof or applicable hereto.

Executed and delivered as of the date hereof above shown as a Schedule to and part of the above referenced Master Lease Agreement between Lessor and Lessee.

INTERNATIONAL PAPER
CREDIT CORPORATION, Lessor

*See Addendum attached to Master Lease Agreement

By: M. Walker

PICKENS RAILROAD
COMPANY, Lessee

NATIONAL RAILWAY UTILIZA-
TION CORPORATION, Lessee

Title: ASST SEC'Y.

Mailing Address of Lessor:

220 East 42nd Street
New York, New York 10017

By: [Signature] BY: [Signature] Lessee

Title: [Signature] TITLE: Exec Vice President

Attest/Witness ATTEST:

By: [Signature] BY: [Signature]

Title: Asst Secretary TITLE: Asst Secretary
(Corporate Seal) (Corporate Seal)

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

1
1, SS,
1

On this the 30th day of January, 1978, before me, *KATHRYN M. WILSON*
appeared *JOHN A. MARISCOTT*, the undersigned officer, personally
who acknowledged himself to be the
Vice President of Pickens Railroad Company, a corporation, and
that he, as such Vice President, being authorized so to do,
executed the foregoing instrument for the purposes therein contained,
by signing the name of the corporation by himself as Vice President

Kathryn M. Wilson

Notary Public
My Comm. exp March 11, 1980

STATE OF PENNSYLVANIA)
) SS.:
COUNTY OF PHILADELPHIA)

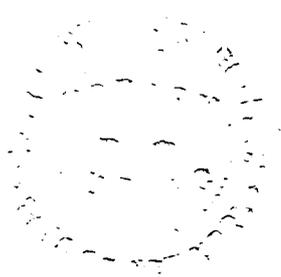
On this the 30th day of January, 1978, before me, *KATHRYN M. WILSON*
appeared *JOHN H. MARISCOTTI*, the undersigned officer, personally
Executive Vice President of National Railway Utilization Corporation,
a corporation, and that he, as such Executive Vice President,
being authorized so to do, executed the foregoing instrument for
the purposes therein contained, by signing the name of the corporation
by himself as Executive Vice President

Kathryn M. Wilson

Notary Public
My Comm. exp. March 11, 1980

STATE OF NEW YORK)
)
COUNTY OF NEW YORK) SS.:

On the 27th day of January, 1978, before me personally came Melvin Walker to me known, who, being by me duly sworn did depose and say that he resides at 310 West 73rd Street, New York, New York; that he is the Assistant Secretary of International Paper Credit Corporation, the corporation described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation, and that he signed his name thereto by like order.



Herbert A. Schectman

Notary Public

HERBERT A. SCHECTMAN
Notary Public, State of New York
No. 31-3484320
Qualified in New York County
Commission Expires March 30, 1979