

RECORDATION NO. 5799 B Filed & Recorded

SEP 9 1971 - 12:25 PM

INTERSTATE COMMERCE COMMISSION

EQUIPMENT LEASE AGREEMENT
Between
U. S. STEEL LEASING CO., INC.
(Lessor)
and
MAINE CENTRAL RAILROAD COMPANY
(Lessee)
Dated as of August 17, 1970

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CHANGE OF ROAD NUMBERS OF
CERTAIN ITEMS OF EQUIPMENT
Dated as of September 7, 1971

EQUIPMENT LEASE AGREEMENT
Between
U. S. STEEL LEASING CO., INC.
(Lessor)
and
MAINE CENTRAL RAILROAD COMPANY
(Lessee)
Dated as of August 17, 1970

CHANGE OF ROAD NUMBERS OF
CERTAIN ITEMS OF EQUIPMENT

WHEREAS, U. S. Steel Leasing Co., Inc. (Lessor) and Maine Central Railroad Company (Lessee) entered into an Equipment Lease Agreement dated as of August 17, 1970, which Equipment Lease Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on August 18, 1970 and assigned the Commission's recordation number 5799, and was filed in the office of the Registrar General of Canada on August 28, 1970, and

WHEREAS, Lessee proposes to change the road numbers of twenty (20) of the "Items of Equipment" (freight cars) covered by said Equipment Lease Agreement, and

WHEREAS, Section 6(b) of said Equipment Lease Agreement provides in part, "The Lessee will not change the road number of any Item of Equipment except with the consent of the Lessor and in accordance with a statement of new road number to be substituted therefor, which consent and statement previously shall have been filed with the Lessor by the Lessee and filed, recorded, or deposited in all public offices where this Lease shall have been filed, recorded or deposited.", and

WHEREAS, Lessee has filed a statement of the aforesaid change of road numbers with the Lessor and has received the consent of the Lessor to said change of road numbers,

NOW, THEREFORE, in order to comply with the filing requirements of said Equipment Lease Agreement, Lessee has prepared this document setting forth the facts for the purpose of filing the Statement of the new road numbers and the Consent of the Lessor with the Interstate Commerce Commission and the Registrar General

of Canada.

There is attached hereto as Exhibit A, Statement entitled "Statement Showing Old and New Road Numbers Assigned to the Following Twenty (20) Items of Equipment (Cars)" dated August 24, 1971.

There is attached hereto as Exhibit B, letter of Consent by Lessor dated August 26, 1971 to the renumbering of said twenty (20) freight cars.

IN WITNESS WHEREOF, Maine Central Railroad Company has caused this document to be duly executed as of this seventh day of September, 1971.

MAINE CENTRAL RAILROAD COMPANY

By *A. M. Knowles*
Its Vice President

Attest:

J. M. [Signature]
Clerk

STATE OF MAINE)
) SS:
COUNTY OF CUMBERLAND)

On this seventh day of September, 1971, before me personally appeared A. M. Knowles, to me personally known, who being by me duly sworn, says that he is a Vice President of MAINE CENTRAL RAILROAD COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed 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.

My commission expires
December 1, 1972

Charles T. [Signature]
Notary Public

EQUIPMENT LEASE AGREEMENT
Between
U. S. STEEL LEASING CO., INC.
(Lessor)

and

MAINE CENTRAL RAILROAD COMPANY
(Lessee)

Dated as of August 17, 1970

Statement Showing Old and New Road Numbers Assigned
to the Following Twenty (20) Items of Equipment (Cars)

<u>OLD NO.</u>	<u>NEW NO.</u>
MEC 29230	MEC 27100
29231	27101
29232	27102
29233	27103
29234	27104
29235	27105
29236	27106
29237	27107
29238	27108
29239	27109
29240	27110
29241	27111
29242	27112
29243	27113
29244	27114
29245	27115
29246	27116
29247	27117
29248	27118
29249	27119

These cars will be classified as "XL".

August 24, 1971.



U. S. Steel Leasing Co., Inc.

a Subsidiary of United States Steel Corporation

71 BROADWAY
NEW YORK, NEW YORK 10006
212/558-4444

August 26, 1971

Mr. Archibald M. Knowles
Vice President, General Counsel
Maine Central Railroad Company
242 St. John Street
Portland, Maine 04102

Dear Archie:

Thank you for your letter of August 24, 1971. This will confirm our consent to re-number 20 railroad cars, as outlined in your letter. This is of course subject to our receiving satisfactory evidence that proper filings are made of these changed numbers.

Best regards..

Very truly yours,

J. L. Brady
Assistant Treasurer

JLB:cmc

cc: Doug C. Kay

