

MISSOURI-KANSAS-TEXAS RAILROAD COMPANY

LAW DEPARTMENT
701 COMMERCE STREET
DALLAS, TEXAS 75202

214-651-6736

WILLIAM A. THIE
GENERAL COUNSEL
JOE C. CRAWFORD
GENERAL SOLICITOR

RECORDATION NO. 7824-A Filed 1425

ARTHUR M. ALBIN
GENERAL ATTORNEY
MICHAEL E. ROPER
COMMERCE COUNSEL

AUG 24 1979-2 10 PM

9-236A151

INTERSTATE COMMERCE COMMISSION

IN REPLY REFER TO: 410.043-16-F

AUG 24 1979
10:00

August 21, 1979

Mrs. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, DC 20423

Washington, D. C.

Re: Car Lease Agreement dated January 7, 1975,
between Southwestern States Management Co. and
Missouri-Kansas-Texas Railroad Co., covering
34 50-ton Gondola Cars.

Dear Mrs. Mergenovich:

In accordance with the provisions of Section 11303 of the Interstate Commerce Act and the Rules and Regulations approved and prescribed by the Interstate Commerce Commission pursuant thereto, there is submitted herewith for filing and recordation a First Amendment and Termination of Car Lease Agreement, which Amendment is dated as of the 31st day of August 1978, amending and terminating that certain Car Lease Agreement between Southwestern States Management Co., a Missouri corporation, as Lessor, 701 Commerce St., Dallas, TX 75202, and Missouri-Kansas-Texas Railroad Company, a Delaware corporation, Lessee, 701 Commerce St., Dallas, TX 75202, dated January 7, 1975, covering the lease of 34 50-ton gondola freight cars bearing MKT recording marks and Nos. 8115 through 8137, inclusive, and 8139 through 8149, inclusive.

Said Amendment deletes from the terms and provisions of the Car Lease Agreement cars bearing MKT Numbers 8115, 8117, 8125, 8128, and 8132, effective September 8, 1976, and deletes from the terms and provisions of said Lease cars bearing MKT numbers 8120, 8127, 8130, 8137, 8142, 8144, and 8145, effective April 19, 1977, and said First Amendment and Termination of Car Lease Agreement does terminate and cancel the original Car Lease Agreement effective as of the 31st day of August 1978, as to all other cars covered by said Car Lease Agreement.

The Car Lease Agreement being amended and terminated hereby was filed with the Interstate Commerce Commission on February 7, 1975, and was assigned Recordation No. 7824.

RECORDED
AUG 21 2 03 PM '79

AUG 24 1979-2 10 PM

INTERSTATE COMMERCE COMMISSION

MISSOURI-KANSAS-TEXAS RAILROAD COMPANY

LAW DEPARTMENT

Mrs. Agatha L. Mergenovich

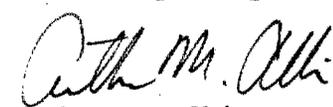
- 2 -

August 21, 1979

Also enclosed is a Cashier's Check in the amount of \$10.00 payable to the Interstate Commerce Commission to cover the prescribed fee for filing and recording this Amendment and Termination of Car Lease Agreement. Please return file marked copies of the same to me at the above address for distribution to the parties.

I certify that I have knowledge of the matters set forth herein.

Yours very truly,



Arthur M. Albin

AMA:ro
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

9/10/79

OFFICE OF THE SECRETARY

Arthur M. Albin, Gen. Atty.
Missouri-Kansas-Texas RR. Co.
701 Commerce Street
Dallas, Texas 75202

Dear Sir:

The enclosed document (s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 8/24/79 at 2:10pm, and assigned recordation number (s). 7824-A

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

RECORDATION NO. 7824A Filed 1425

AUG 24 1979 - 2 10 PM

INTERSTATE COMMERCE COMMISSION

FIRST AMENDMENT AND TERMINATION OF CAR LEASE AGREEMENT

KNOW ALL MEN BY THESE PRESENTS:

This First Amendment and Termination of Car Lease Agreement entered into as of the 31st day of August, 1978, between SOUTHWESTERN STATES MANAGEMENT CO., a Missouri corporation, hereinafter called "Lessor", and MISSOURI-KANSAS-TEXAS RAILROAD COMPANY, a Delaware corporation, hereinafter called "Lessee";

W I T N E S S E T H that:

WHEREAS, Lessor and Lessee have heretofore executed and delivered to each other that certain Car Lease Agreement (hereinafter called "Lease"), dated the 7th day of January, 1975, covering the lease of thirty-four (34) 50-ton gondola freight cars, bearing MKT recording marks and numbers as follows:

- 8115 - 8137, inclusive
- 8139 - 8149, inclusive

and;

WHEREAS, said Lease was duly recorded with the Interstate Commerce Commission on February 7, 1975, pursuant to Section 20(c) of the Interstate Commerce Act, and assigned Recordation No. 7824; and

WHEREAS, by Notice dated September 7, 1976, Lessor cancelled said Lease, effective as of September 8, 1976, as it pertained to cars bearing MKT recording numbers:

- 8115 8117 8125 8128 8132

and;

WHEREAS, by Notice dated April 19, 1977, Lessor cancelled said Lease, effective as of April 19, 1977, as it pertained to cars bearing MKT recording numbers:

- 8120 8130 8141 8145
- 8127 8137 8144

and;

WHEREAS, it is the desire of the parties hereto to amend said Lease to confirm the deletion therefrom of those cars listed above and in addition to cancel and terminate from the terms and provisions of said Lease as to all remaining cars covered by said Lease, effective as of August 31, 1978;

NOW, THEREFORE, in consideration of the premises and for other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. That certain Car Lease Agreement executed by and between Lessor and Lessee, dated the 7th day of January, 1975, and bearing Interstate Commerce Commission Recordation No. 7824, be, and it is hereby, amended effective as of September 8, 1976, to delete from the terms and provisions of said Lease the below described 50-ton gondola freight cars, bearing Lessee's recording marks and numbers as follows:

MKT 8115 MKT 8117 MKT 8125 MKT 8128 MKT 8132

2. That certain Car Lease Agreement executed by and between Lessor and Lessee, dated the 7th of January, 1975, and bearing Interstate Commerce Commission Recordation No. 7824, be, and it is hereby, amended effective as of April 19, 1977, to delete from the terms and provisions of said Lease the below described 50-ton gondola freight cars bearing Lessee's recording marks and numbers as follows:

MKT 8120 MKT 8130 MKT 8141 MKT 8145
MKT 8127 MKT 8137 MKT 8144

3. That certain Car Lease Agreement executed by and between Lessor and Lessee, dated the 7th of January, 1975, and bearing Interstate Commerce Commission Recordation No. 7824, be, and it is hereby, canceled and terminated effective as of August 31, 1978, as to the remaining 50-ton gondola freight cars covered under said Lease.

4. It is expressly agreed and stipulated that Lessee shall not be liable to Lessor for any rental accruing under the terms and provisions of the Lease following the dates set forth above as they pertain to the respective cars referred to above.

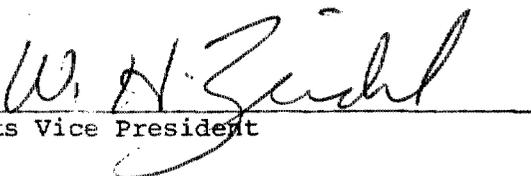
5. The parties hereby release the other from any and all obligations and responsibilities under the terms and provisions of said Car Lease Agreement, including rental as provided for in the preceding paragraph, except for any liabilities to the other which may have accrued as to the covered hopper cars being deleted from the Lease on or before the respective effective dates as set forth above.

IN WITNESS WHEREOF, Lessor and Lessee have duly executed this First Amendment to Car Lease Agreement as of the day, month, and year first above written.

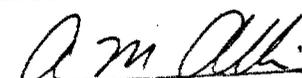
SOUTHWESTERN STATES MANAGEMENT CO.

By 
Its Vice President

MISSOURI-KANSAS-TEXAS RAILROAD COMPANY

By 
Its Vice President

APPROVED AS TO FORM


General Attorney

STATE OF TEXAS)
)
COUNTY OF DALLAS)

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared H. O. Brandt, Vice President, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said SOUTHWESTERN STATES MANAGEMENT CO., a corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 17th day of August, 1979



R. R. Pritchett
Notary Public in and for Dallas County,
Texas

My Commission expires: 11-1-79

STATE OF TEXAS)
)
COUNTY OF DALLAS)

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared W. H. Zeide, Vice President, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said MISSOURI-KANSAS-TEXAS RAILROAD COMPANY, a corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 20th day of August, 1979



R. R. Pritchett
Notary Public in and for Dallas County,
Texas

My Commission expires: 11-1-79