

CHICAGO AND



TRANSPORTATION COMPANY

RECORDATION NO. 10247-1 Filed 1425

RECORDATION NO. 10247-2 Filed 1425

BERNARD J. ALLEN  
DIANE KOHLER-RAUSCH  
JOAN A. SCHRAMM  
ASSISTANT SECRETARIES

November 21, 1979  
NOV 27 1979 - 1 50 PM

NOV 27 1979 - 1 50 PM

File No.: A-10829  
INTERSTATE COMMERCE COMMISSION

INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission  
Washington, D. C. 20423

No. 9-231A054

Date NOV 27 1979

Fee \$ 20.00

Attention: Ms. Agatha Mergenovich, Secretary

ICC Washington, D. C.

Dear Ms. Mergenovich:

Pursuant to Section 11303 (a), (formerly Section 20c), of the Interstate Commerce Act, as amended, attached for recordation are counterparts of Lease Supplement No. 10 and No. 11 dated as of November 21, 1979 to Lease dated as of February 22, 1979 and assigned Recordation No. 10247.

The names and addresses of the parties to the transactions are as follows:

1. First Maryland Leasecorp.  
25 S. Charles Street  
Baltimore, Maryland 21203, Lessor.
2. Chicago and North Western Transportation Company  
400 West Madison Street  
Chicago, Illinois 60606

Enclosed are (2) checks each for \$10.00 to cover your recording fee. Please keep one counterpart and return the others showing your recordation data.

Very truly yours,

*Bernard J. Allen*  
Bernard J. Allen  
Assistant Secretary

BJA:bw

Enclosures

- cc: Michael T. Pyles, VP  
First Maryland Leasecorp.  
Baltimore, Maryland 21203  
W. D. Anderson  
R. D. Smith  
G. M. Hollander  
R. F. Guenther, Attn: J. James\*  
D. E. Stockham, Attn: G. Ogurek\*
- Leslie J. Polt  
Weinbert & Green  
10 Light St., 19th Floor  
Baltimore, Maryland 21203  
Arthur Andersen & Co.  
Attn: G. Holdren\*  
F. E. Cunningham, Attn:  
H. Labno\*

RECEIVED  
NOV 27 1 45 PM '79  
I.C.C.  
FEE OPERATION BR.

*Joel Fox*

Interstate Commerce Commission  
Washington, D.C. 20423

11/27/79

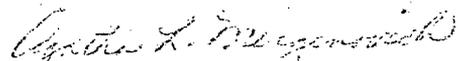
OFFICE OF THE SECRETARY

Bernard J. Allen  
Assistant Sec.  
Chicago, & North Western Transp. Co.  
400 W. Madison St.  
Chicago, Ill. 60606

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 11/27/79 at 1:50pm, and assigned re-  
recording number(s) 10247-1 & 10247-2

Sincerely yours,

  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

SE-30  
(7/79)

RECORDATION NO. 10247-~~10247~~ Filed 1425

NOV 27 1979-1 50 PM

INTERSTATE COMMERCE COMMISSION

LEASE SUPPLEMENT NO. 10

THIS LEASE SUPPLEMENT is dated November 21, 1979 by and between FIRST MARYLAND LEASECORP, as lessor (herein called "Lessor"), and CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, as lessee (herein called "Lessee"):

W I T N E S S E T H:

WHEREAS, Lessor and Lessee have heretofore entered into a certain Equipment Lease Agreement dated as of February 22, 1979 (herein called the "Lease", the terms defined in the Lease being used herein with the same meanings), which Lease provides for the execution and delivery of one or more Lease Supplements substantially in the form hereof, for the purposes of identifying the specific Units of Equipment subject to the Lease and of leasing the same under and in accordance with the terms of the Lease as and when such Units are delivered by Lessor to Lessee in accordance with the terms hereof.

WHEREAS, the Lease relates to the specific Units of Equipment described herein.

NOW, THEREFORE, in consideration of the premises and intending to be legally bound hereby, Lessor hereby delivers the Units of Equipment described in Schedule 1 attached hereto, and Lessee hereby accepts said Units of Equipment from Lessor under the Lease, under the following terms and conditions:

1. Term: Commencing upon Delivery and Acceptance of the Units of Equipment on November 27, 1979 and expiring September 30, 1987.
2. First Basic Rent Payment Date: December 30, 1979
3. Rent payable on December 30, March 30, June 30 and September 30, all payable in arrears.
4. Interim Rent: .02639% of Lessor's Cost multiplied by the number of days from and including the Settlement Date to and including, and due and payable on, the First Basic Rent Payment Date.
5. Settlement Date: November 27, 1979
6. Amount of Basic Rent payable on each Basic Rent Payment Date - 3.8251% of Lessor's Cost (the "Basic Lease Rate Factor"), plus applicable sales or use taxes, except as provided in paragraph 4.
7. Lessor or Lessee Options: Section 6(b) and 6(c) of Lease.
8. Stipulated Loss Value: As set forth in attached Schedule 2.

9. Delivery Date: See attached Schedule 1.
10. Basic Lease Term Commencement Date: September 30, 1979.
11. Return of Equipment: Section 6(a) of the Lease.

All the terms and provisions of the Lease are hereby incorporated by reference in this Lease Supplement to the same extent as if fully set forth herein.

Representations by the Lessee

Lessee hereby represents and warrants to Lessor, that on the Delivery Date with respect to each Unit of Equipment:

(a) the representations and warranties of the Lessee set forth in the Lease are true and correct in all material respects on and as of such date as though made on and as of such date;

(b) the Lessee has satisfied or complied with all requirements set forth in the Lease to be satisfied or complied with on or prior to such date;

(c) no Event of Default under the Lease or event which, with the giving of notice or the lapse of time, or both, would become such an Event of Default has occurred and is continuing; and

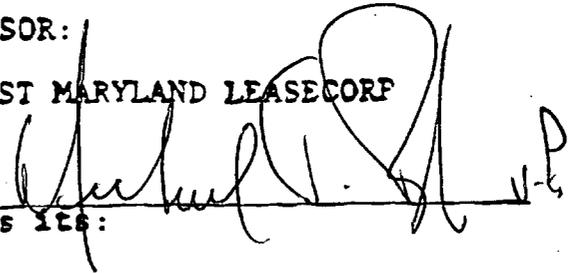
(d) Lessee has obtained, and there are in full force and effect, such insurance policies with respect to such Units of Equipment required to be obtained under the terms of the Lease.

This Lease Supplement has been delivered in the state of Maryland and shall in all respects be governed by, and construed in accordance with, the laws of the state of Maryland, including all matters of construction, validity, and performance.

IN WITNESS WHEREOF, Lessor and Lessee have caused this Lease Supplement to be duly executed as of the day and year first set forth above.

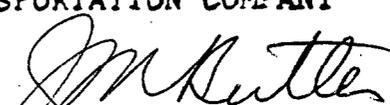
LESSOR:

FIRST MARYLAND LEASECORP

By   
As its:

LESSEE:

CHICAGO AND NORTH WESTERN  
TRANSPORTATION COMPANY

By 

Senior Vice President-Finance



SCHEDULE-1  
TO LEASE SUPPLEMENT NO. 10

QTY	DESCRIPTION	BUILDER/VENDOR	I. D. NO.	DELIVERY/ ACCEPTANCE DATE	NEW/ USED	COST PER UNIT	TOTAL COST
1	30" Magnet for Tie Crane	Stearns Magnetics Inc.	17-3204	11/27/79	New	2,687.40	\$ 2,687.40
1	Spike Puller	Fairmont Railway Motor, Inc.	17-3264	11/27/79	New	13,140.00	13,140.00
2	34" Magnets for Hy-Rail Truck Cranes	Ohio Magnetics	17-3116/17	11/27/79	New	3,510.00	7,020.00
2	Air Compressors	D. J. Hogan & Co.	17-3253 17-3254	11/27/79	New	15,250.00 Freight	30,500.00 532.71 <u>31,032.71</u>
5	Air Compressors	Ingersoll-Rand Equipment Corp.	17-3248/52	11/27/79	New	11,702.00	58,510.00
2	Tie Spacers	Rexnord Inc.	17-3261/62	11/27/79	New	38,000.00 Freight	76,000.00 448.25 <u>76,448.25</u>
1	Spike Puller	Rexnord Inc.	17-3264	11/27/79	New	20,831.00	20,831.00
4	Trailers	Tractor Loader Sales & Service	19-1455/58	11/27/79	New	2@ 3,623.00 2@ 7,544.00	7,246.00 15,088.00 <u>22,334.00</u>
						TOTAL	<u>\$232,003.36</u>

LEASE OF RIGHT-OF-WAY MAINTENANCE EQUIPMENT

Schedule 2

Stipulated Loss Value Schedule

Table I (8 Year Term)

<u>Rental</u> <u>Payment Date</u>	<u>Percentage</u>
September 30, 1979	104.3877906
December 30, 1979	108.4132159
March 30, 1980	108.7828893
June 30, 1980	107.8987583
September 30, 1980	106.6885400
December 30, 1980	105.3067556
March 30, 1981	103.8542093
June 30, 1981	102.4061485
September 30, 1981	100.9980854
December 30, 1981	99.4963514
March 30, 1982	97.8609048
June 30, 1982	96.2014988
September 30, 1982	87.3258137
December 30, 1982	85.4356107
March 30, 1983	83.4199661
June 30, 1983	81.4391117
September 30, 1983	79.3835567
December 30, 1983	77.2401072
March 30, 1984	74.8345058
June 30, 1984	72.5298616
September 30, 1984	63.0067502
December 30, 1984	60.4711340
March 30, 1985	57.6796455
June 30, 1985	55.0553471
September 30, 1985	52.3604836
December 30, 1985	49.5798479
March 30, 1986	46.4067830
June 30, 1986	43.4672064
September 30, 1986	33.3134292
December 30, 1986	30.1493791
March 30, 1987	26.6177999
June 30, 1987	23.3662491
September 30, 1987 (and for any applicable period, including any storage, thereafter)	20.0000000

C E R T I F I C A T E

I, J. M. Butler, Senior Vice President-Finance  
CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY (the  
Lessee) DO HEREBY CERTIFY AS FOLLOWS:

1. All of Lessee's representations and  
warranties contained in Section 5(b) of the Lease  
Agreement between First Maryland Leasecorp and  
Lessee, dated as of February 22, 1979, (the Lease)  
are true and correct as though made as of this date.

2. No Event of Default, or event which  
with the giving of notice of passage of time, or  
both, would be an Event of Default, has occurred or  
is continuing under the Lease.

  
\_\_\_\_\_  
J. M. Butler  
Senior Vice President-Finance

Dated: November 27, 1979