



LOUIS DREYFUS CORPORATION
 24 Richmond Hill Avenue
 Stamford, Connecticut 06904 • Tel. (203) 357-8444

New Number +

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(2)

9-094A232

10253-A
 RECORDATION NO. FILED 1425

April 3, 1979

No.
 Date APR 4 1979
 Fee \$ 50⁰⁰

APR 4 1979 - 12 10 PM
 INTERSTATE COMMERCE COMMISSION

ICC Washington, D. C.

Interstate Commerce Commission
 Washington, D.C.

10253
 RECORDATION NO. FILED 1425

APR 4 1979 - 12 10 PM

Gentlemen:

INTERSTATE COMMERCE COMMISSION

Enclosed for recordation under the provisions of 49 U.S.C. §11303 are the original and eight counterparts of an Equipment Lease dated as of January 1, 1979 and an Assignment dated April 3, 1979 relating thereto.

A general description of the railroad rolling stock covered by the enclosed documents is set forth in Schedule A attached to this letter and made a part hereof.

The names and addresses of the parties are:

Lessor: Continental Illinois National Bank and Trust Company of Chicago, as Trustee under Dreyfus Trust No. 79-1 231 South LaSalle Street Chicago, Illinois 60693

Lessee and Assignor: Louis Dreyfus Corporation 24 Richmond Hill Avenue Stamford, Connecticut 06904

Assignee: Louis Dreyfus Transportation Corporation 24 Richmond Hill Avenue Stamford, Connecticut 06904

The undersigned is the Lessee under the Lease and the Assignor under the Assignment and has knowledge of the matters set forth therein.

Please return the original and six copies of the Equipment Lease and the Assignment to Ronald E. Roden, Esq., Chapman and Cutler, 111 West Monroe Street, Chicago, Illinois 60603.

FEE OPERATION BR.
 I.C.C.

Apr 4 12 02 PM '79

RECEIVED

Handwritten signature: Ronald E. Roden



Also enclosed is a check in the amount of \$50.00 covering the required recording fee.

Very truly yours,

LOUIS DREYFUS CORPORATION

By

Its

Samuel Coumbe

Lessee as aforesaid

Enclosures

DESCRIPTION OF ITEMS OF EQUIPMENT

Manufacturer of Equipment:	Pullman Incorporated (Pullman Standard Division)
Description and Mark and Number of Items of Equipment:	200 100-ton 4750 cu. ft. Covered Hopper Cars Marked and Numbered LDCX 20000 to LDCX 20199, both inclusive
Base Purchase Price of Equipment:	\$37,300 per Item
Maximum Aggregate Purchase Price of Equipment:	\$8,089,879
Place of Delivery:	Butler, Pennsylvania
Outside Delivery Date:	April 30, 1979
Specifications Applicable to Equipment:	"Specifications for PS-2- OD 100-ton Covered Hopper Cars (4750 cu. ft. capacity) Lot 1014-A, 200 Covered Hopper Cars - ITEL Corporation" issued by Pullman Incorporated (Pullman Standard Division) dated January 16, 1979.

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ASSIGNMENT

APR 4 1979 2:10 PM

INTERSTATE COMMERCE COMMISSION

Assignment made April 3, 1979 by Louis Dreyfus Corporation, a New York Corporation ("LDC"), to Louis Dreyfus Transportation Corporation, a Delaware corporation ("Transportation").

1. LDC assigns to Transportation all of LDC's right, title and interest as Lessee under a certain Equipment Lease entered into between Continental Illinois National Bank and Trust Company of Chicago, as Trustee, as Lessor and LDC as Lessee, dated as of January 1, 1979 covering 200 hopper cars (the "Lease").
2. Transportation assumes the obligations of LDC under the Lease for the balance of its term and will pay the rent and perform all of the provisions which are to be performed by the Lessee under the Lease.
3. Transportation may not agree to any change, modification or amendment of the Lease and no further assignment may be made by Transportation.
4. Notwithstanding the making of this Assignment, LDC continues to be liable as a principal and not as a guarantor or surety for the performance of the obligations which are to be performed by the Lessee under the Lease

and agrees that the collection of rent from Transportation by the Lessor or by any other person or entity to which the rent is to be paid under the Lease or any other instrument, shall not be construed as releasing LDC from the full performance of the obligations of the Lessee under the Lease.

IN WITNESS WHEREOF, the parties have executed this Agreement.

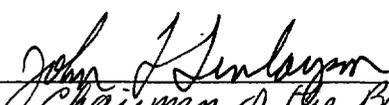
[SEAL]

LOUIS DREYFUS CORPORATION

ATTEST:


Secretary

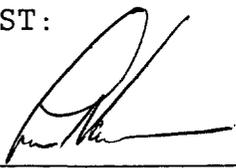
By
Its


Chairman of the Board

[Seal]

LOUIS DREYFUS TRANSPORTATION CORPORATION

ATTEST:


Secretary

By
Its


President



STATE OF CONNECTICUT)
) S.S. ;
COUNTY OF FAIRFIELD)

On this 2nd day of April, 1979, before me personally appeared John J. Finlayson, to me personally known, who, being by me duly sworn, says that he is a Chairman of the Board of LOUIS DREYFUS CORPORATION, that one of the seals affixed to the foregoing instrument is the 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.

[NOTARIAL SEAL]

Leslie J. Newton
Notary Public

My commission expires: March 31, 1982

STATE OF CONNECTICUT)
) S.S. ;
COUNTY OF FAIRFIELD)

On this 2nd day of April, 1979, before me personally appeared Jerome F. Dubrowski, to me personally known, who, being by me duly sworn, says that he is the Treasurer of LOUIS DREYFUS TRANSPORTATION CORPORATION, that one of the seals 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 acknowledges that the execution of the foregoing instrument was the free act and deed of said Corporation.

[NOTARIAL SEAL]

Leslie J. Newton
Notary Public

My commission expires: March 31, 1982