

RECORDATION NO. 7959-13 Filed & Recorded

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INTERSTATE COMMERCE COMMISSION

AMENDMENT DATED AS OF OCTOBER 13, 1975

TO

RAILROAD EQUIPMENT LEASE AGREEMENT DATED AS OF

JUNE 11, 1975

BY AND BETWEEN

ARMCO CAPEQUIP CORPORATION  
As Lessor

AND

SEABOARD COAST LINE RAILROAD COMPANY  
As Lessee

AMENDMENT DATED AS OF OCTOBER 13, 1975

TO

RAILROAD EQUIPMENT RECONSTRUCTION AGREEMENT DATED AS OF

JUNE 11, 1975

BY AND BETWEEN

SEABOARD COAST LINE RAILROAD COMPANY  
As Rebuilder

AND

ARMCO CAPEQUIP CORPORATION  
As Owner

ARMCO CAPEQUIP CORPORATION

October 13, 1975

Seaboard Coast Line Railroad Company  
P. O. Box 27481  
Richmond, Virginia 23261

Re: Lease between Armco Capequip Corporation  
and Seaboard Coast Line Railroad Company

Gentlemen:

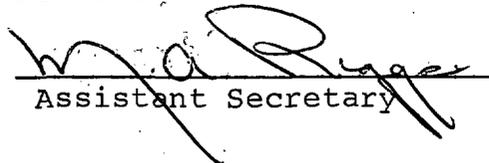
Kindly refer to the Railroad Equipment Reconstruction Agreement dated June 11, 1975 and to its Schedule A, executed by you and us on that date. That Schedule described, on section (c), under the caption "Description of Reconstructed Equipment", reconstructed gondola cars as weighing 55 tons. The correct reference is to 55 tons and 77 tons. The attached amended page two to said Schedule makes the correct reference.

Also refer to the Railroad Equipment Lease Agreement dated June 11, 1975 and to its Schedule 1. That Schedule described, on section (c), under the caption "Description of Reconstructed Equipment", reconstructed gondola cars as weighing 55 tons. The correct reference is to 55 tons and 77 tons. The attached amended pages one and three to said Schedule make the correct reference.

If you approve the amendments described above, please sign the enclosed copies of this letter and return to Armco Capequip Corporation, keeping the original for your files.

[Seal]

ATTEST:

  
Assistant Secretary

Very truly yours,

ARMCO CAPEQUIP CORPORATION

  
Daniel R. MacLean-Vice President  
Contract Administration

The terms of this letter are  
accepted and agreed to this  
15<sup>th</sup> day of October, 1975

SEABOARD COAST LINE RAILROAD COMPANY

By   
Its Vice President and  
Treasurer

ATTEST:  
  
ASST. SECRETARY

COMMONWEALTH OF VIRGINIA )  
 ) SS  
CITY OF RICHMOND )

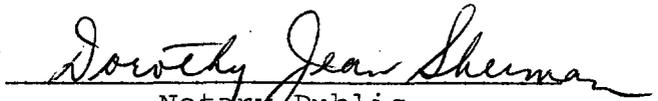
On this 15th day of October, 1975, before me personally appeared Leonard G. Anderson, to me personally known, who being by me duly sworn, says that he is the Vice President and Treasurer of SEABOARD COAST LINE RAILROAD COMPANY, that one of the seals affixed to the foregoing instrument is the corporate 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 acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

My commission expires:  
April 30, 1979

STATE OF OHIO )  
 ) SS  
COUNTY OF BUTLER )

On this 15th day of October, 1975, before me personally appeared D. R. MacLean, to me personally known, who being by me duly sworn, says that he is a Vice President of ARMCO CAPEQUIP 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 acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public  
DOROTHY JEAN SHERMAN, Notary Public  
BUTLER COUNTY, OHIO  
My Commission Expires October 14, 1976

My commission expires:

SCHEDULE A

TO RECONSTRUCTION AGREEMENT  
(Continued)

Description of Reconstructed  
Equipment (continued):

- (b) Type B Equipment- 250 77-ton covered hopper cars bearing identifying numbers SCL 200900 through and including SCL 20099 and SCL 202000 through and including SCL 202149.
- (c) Type C Equipment- 140 55-ton gondola cars bearing identifying numbers SCL 133550 through and including SCL 133649 and SCL 133710 through and including SCL 133749; 60 77-ton gondola cars bearing identifying numbers SCL 133650 through and including SCL 133709; and 100 55-ton stumpwood gondola cars bearing identifying numbers SCL 133750 through and including SCL 133799, and SCL 130950 through and including SCL 130999.

Reconstruction Cost:

- (a) Type A Equipment- \$8,055 per unit for a total of \$1,337,130 for 166 units.
- (b) Type B Equipment- \$5,020 per unit for a total of \$1,255,000 for 250 units.
- (c) Type C Equipment- \$5,407 per unit for a total of \$756,980 for 140 units, \$5,407 per unit for a total of \$324,420 for 60 units and \$5,220 per unit for a total of \$522,000 for 100 units for an aggregate total of \$1,603,400.

Delivery Schedule:

May, 1975 - June, 1976

Outside Delivery Dates:

All deliveries shall have been completed on or before April 1, 1976, except that no more than one hundred (100) cars shall be delivered after January 1, 1976.

Deliver To:

Seaboard Coast Line Railroad Company upon the tracks of the Railroad at the location nearest to the plant where the delivered Item of Equipment was reconstructed.

SCHEDULE 1

Description of Reconstructed  
Equipment:

- (a) Type A Equipment - 166 77-ton open top hopper cars bearing identifying numbers SCL 162650 through SCL 162815, both inclusive.
- (b) Type B Equipment - 250 77-ton covered hopper cars bearing identifying numbers SCL 200900 through SCL 200999, both inclusive, and SCL 202000 through SCL 202149, both inclusive.
- (c) Type C Equipment - 140 55-ton gondola cars bearing identifying numbers SCL 133550 through and including SCL 133649 and SCL 133710 through and including SCL 133749; 60 77-ton gondola cars bearing identifying numbers SCL 133650 through and including SCL 133709; and 100 55-ton stumpwood gondola cars bearing identifying numbers SCL 133750 through and including SCL 133799, and SCL 130950 through and including SCL 130999.

Outside Delivery Date:

All deliveries shall have been completed on or before April 1, 1976, except that no more than one hundred (100) cars shall be delivered after January 1, 1976.

Deliver to:

Seaboard Coast Line Railroad Company  
(as designated by the Lessee)

Term:

- (1) With respect to Equipment delivered on or prior to July 1, 1975, the term commences at the closing therefor on or prior to July 15, 1975 (First Group Equipment) and terminates eight (8) years and six (6) months thereafter;
- (2) With respect to Equipment delivered on or prior to October 1, 1975, the term commences at the closing therefor on or prior to October 15, 1975 (Second Group Equipment) and terminates eight (8) years and three (3) months thereafter;

Combined Cost Per Unit of  
Reconstructed Equipment:

- (a) Type A Equipment - \$8,505 per unit;
- (b) Type B Equipment - \$5,230 per unit; and
- (c) Type C Equipment - 140 55-ton *SRM LVA* gondola cars - \$5,822 per unit, 60 77-ton gondola cars - \$5,822 per unit, 100 55-ton stumpwood *SRM LVA* gondola cars - \$5,635 per unit.

Total Combined Cost of  
Reconstructed Equipment:

- (a) Type A Equipment - 160 open top hopper cars, \$1,411,830;
- (b) Type B Equipment - 250 covered hopper cars, \$1,307,500; and
- (c) Type C Equipment - 140 55-ton *SRM LVA* gondola cars and 60 77-ton gondola cars, \$1,164,400 - 100 55-ton stumpwood gondola *SRM LVA* cars, \$563,500.