

# THE WORCESTER PLAN, INC.

Suite 200

2655 CAMPUS DRIVE, SAN MATEO, CALIFORNIA 94403

EXECUTIVE OFFICES

AREA CODE 415  
573-1200

June 6, 1979

RECORDATION NO. 10371-A Filed 1425

JUN 7 1979 -3 55 PM

9-158A154

Interstate Commerce Commission  
12th and Constitution Avenues  
Washington, D.C. 20423

JUN 7 1979

Attention: Mrs. Mildred Lee, Room 2227

Gentlemen:

There are handed to you herewith, for recording in compliance with the provisions of Section 20c of the Interstate Commerce Act, the original and four counterparts of the Supplemental Schedule dated June 1, 1979 to the Railroad Car Lease Agreement, dated as of April 15, 1979, together with this Company's voucher in the sum of \$10.00 in payment of the required recording fees.

The following information is set forth in accordance with the provisions of Section 57.4 of the Commission's Order of July 28, 1952, as amended:

Prior Recordation in Connection with this Supplemental Schedule:

Railroad Car Lease Agreement dated as of April 15, 1979, recorded on May 15, 1979 at 2:45 p.m. and assigned recordation number 10371.

Name and Address of Lessor:

The Worcester Plan, Inc.  
2655 Campus Drive, Suite 200  
San Mateo, California 94403

Name and Address of Lessee:

Amador Central Railroad Company  
2740 Hyde Street, P.O. Box 3498  
San Francisco, California 94119

Name and Address of Guarantor:

The Bendix Corporation  
Bendix Center, Civic Center Drive  
Southfield, Michigan 48706

RECEIVED  
I.C.C.

JUN 7 3 50 PM '79

RECEIVED

*Josephine Richard*  
*Charles [Signature]*

Interstate Commerce Commission  
June 6, 1979  
Page Two

General Description of the Equipment Covered by  
the Railroad Car Lease Agreement and the  
Supplemental Schedule thereto:

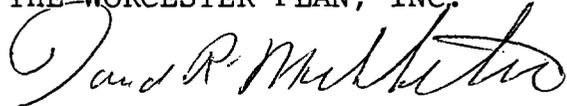
Seventy-five (75) 70-ton 52'8" boxcars with 16' double  
free rolling doors and cushion underframe

AAR mechanical designation XM, and with the  
identifying marks AMC 1001 to AMC 1075, inclusive.

When recording of the Supplemental Schedule has been  
completed, will you kindly return four counterparts of the  
document with evidence of recording endorsed thereon to our  
representative.

Very truly yours,

THE WORCESTER PLAN, INC.



David R. Muhlitzner  
Counsel

DRM/glj  
Enclosures

**Interstate Commerce Commission**  
Washington, D.C. 20423

6/7/79

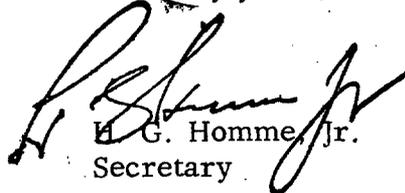
OFFICE OF THE SECRETARY

David R. Muhlitner, Counsel  
The Worcester Plan, Inc.  
2655 Campus Drive  
San Mateo, Calif. 94403

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 **6/7/79** at **3:55pm**, and assigned recordation number(s). **10371-A**

Sincerely yours,

  
H. G. Homme, Jr.  
Secretary

Enclosure(s)

SE-30  
(3/79)

SUPPLEMENTAL SCHEDULE

RECORDATION NO. 1037-A  
 June 1, 1979 Filed 1425  
 JUN 7 1979 - 3 55 PM  
 INTERSTATE COMMERCE COMMISSION

The undersigned Lessor and Lessee hereby acknowledge and agree that the Cars described in this Supplemental Schedule have been delivered to and are now in the possession of and have been unconditionally accepted by the Lessee under and pursuant to and subject to all the terms and conditions of the Railroad Car Lease Agreement and that the information below is correct and accurate.

<u>QUANTITY</u>	<u>PLACE OF DELIVERY</u>	<u>DELIVERY DATE</u>	<u>AVERAGE DELIVERY DATE</u>	<u>LESSEE'S ROAD NUMBERS BOTH INCLUSIVE)</u>	<u>UNIT ACQUI-SITION COST</u>	<u>TOTAL ACQUI-SITION COST</u>
43	F.O.B. Manufacturer's Premises	5/21/79		AMC 1001-1009 1011-1013 1018-1019 1022-1024 1037-1039 1042-1043 1047-1051 1053-1066 1069 1073	\$39,704.80	
30	F.O.B. Manufacturer's Premises	5/22/79		AMC 1014-1017 1020-1021 1025 1026-1036 1040-1041 1044-1046 1067-1068 1070-1072 1074-1075	\$39,704.80	
2	F.O.B. Manufacturer's Premises	5/23/79		AMC 1010 1052	\$39,704.80	
<u>75</u>			<u>5/22/79</u>			<u>\$2,977,860.00</u>

THE WORCESTER PLAN, INC., Lessor

AMADOR CENTRAL RAILROAD COMPANY, Lessee

By *DRM*  
 Title Vice President

By *SK*  
 Title SECRETARY-TREASURER

Form Approved

(seal)

DRM  
 Counsel

(seal)

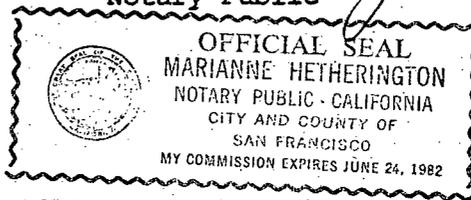
STATE OF CALIFORNIA )  
 ) SS  
CITY AND COUNTY OF SAN FRANCISCO )

On this 5th day of June, 1979, before me personally appeared  
G. U. Rother, to me personally known, who,  
being by me duly sworn, says that he is Secretary-Treasurer of  
Amador Central 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.

Marianne Hetherington  
Notary Public

My commission expires:

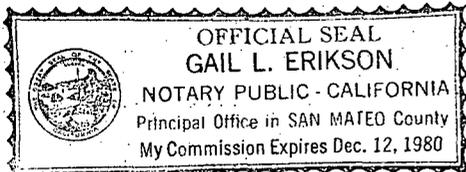
June 24, 1982



2740 HYDE ST., SAN FRANCISCO, CA. 94109

STATE OF CALIFORNIA )  
 ) SS  
COUNTY OF SAN MATEO )

On this 5th day of June, 1979, before me personally appeared  
E. P. Browne, to me personally known, who,  
being by me duly sworn, says that he is Vice President of  
The Worcester Plan, Inc., that one of the seals affixed to the  
foregoing 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.



Gail L. Erikson  
Notary Public

My commission expires: Dec. 12, 1980