

WYCHE, BURGESS, FREEMAN & PARHAM

C. GRANVILLE WYCHE
ALFRED F. BURGESS
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DAVID L. FREEMAN
JAMES C. PARHAM, JR.
JAMES M. SHOEMAKER, JR.
WILLIAM W. KEHL
CHARLES W. WOFFORD
LARRY D. ESTRIDGE
D. ALLEN GRUMBINE
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PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

GREENVILLE, SOUTH CAROLINA 29603

May 16, 1979

POST OFFICE BOX 10207
44 EAST CAMPERDOWN WAY
CABLE ADDRESS: JURAL
TELEPHONE 803-242-3131

9-144A014

RECORDATION NO. 9704-A Filed 1425

Interstate Commerce Commission
12th & Constitution Ave., N. W.
Washington, D. C. 20423

MAY 22 1979-9 50 AM

INTERSTATE COMMERCE COMMISSION

No. [Stamp]
Date MAY 22 1979
Fee \$ 10.00

ICC Washington, D. C.

Attention: Mrs. Lee, Room 1227

Dear Mrs. Lee:

Enclosed herewith for filing are three originals of an Amendment to Lease Agreement between National Railway Utilization Corporation, as Lessor, and Middletown & New Jersey Railway Co., Inc., as Lessee. The Lease Agreement was filed with the Interstate Commerce Commission on September 22, 1978, and bears Recordation No. 9704-A.

This Lease Amendment covers Forty-two (42) 70-ton, 50 foot 6 inch, Type XM Boxcars, bearing Road Numbers MNJ 120693 - MNJ 120734, both inclusive.

The address for National Railway Utilization Corporation is 1100 Centre Square East, 1500 Market Street, Philadelphia, Pa. 19102. The address for Middletown & New Jersey Railroad Co., Inc. is 140 East Main Street, Middletown, N. Y. 10940.

Our check in the amount of \$10.00 is enclosed to cover the filing fee.

Please return the original and one copy to William W. Kehl, Esq., at P. O. Box 10207, Greenville, S. C. 29603, with the recording data stamped thereon.

Very truly yours,

William W. Kehl

William W. Kehl

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MAY 22 9 44 AM '79
I.C.C.
FEE OPERATION BR.

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

5/22/79

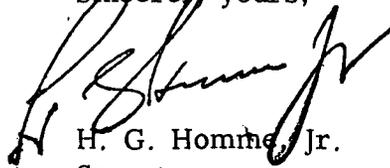
OFFICE OF THE SECRETARY

William W. Kehl
P.O.Box 10207
Greenville, S.C. 29603

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 5/22/79 at 9:50am, and assigned recordation number(s). 9704-D

Sincerely yours,



H. G. Homish, Jr.
Secretary

Enclosure(s)

SE-30
(3/79)

RECORDATION NO. 9704-D Filed 1425

MAY 22 1979-9 50 AM
INTERSTATE COMMERCE COMMISSION

AMENDMENT TO LEASE AGREEMENT, made as of November, 1978, between National Railway Utilization Corporation (Lessor), and Middletown & New Jersey Railway Co., Inc., (Lessee). The parties hereby amend as follows their Lease Agreement dated August 30, 1978, filed with the Interstate Commerce Commission on September 22, 1978 under Recordation No. 9704-A:

Lease Schedule No. 3 is hereby incorporated into and made a part of the foregoing Lease Agreement and the equipment described in Schedule No. 3 is hereby made subject to the terms of said Lease Agreement.

IN WITNESS WHEREOF, this Amendment to Lease has been duly executed as of the date first above written.

NATIONAL RAILWAY UTILIZATION CORPORATION

BY: John H. Res
President

ATTEST:

T. W. Hengst
Assistant Secretary

MIDDLETOWN & NEW JERSEY RAILWAY CO., INC.

BY: Lionel G. Rasmussen
President

ATTEST:

Edith Shilling
Assistant Secretary

STATE OF Pennsylvania
COUNTY OF Philadelphia

On this 1st day of November, 1978, before me personally appeared John H. Rea, to me known, who, being by me duly sworn, says that he is the President of National Railway Utilization Corporation, and Theresa Stjepic, to me personally known to be the Asst Secretary of said corporation; that the seal 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 they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Darlene Marquette
Notary Public

DARLENE MARQUETTE
Notary Public, Phila., Phila. Co.
My Commission Expires: My Commission Expires Sept. 13, 1982

STATE OF NEW YORK)
COUNTY OF ORANGE)

On this 1st day of November, 1978, before me personally appeared Pierre T. Rasmussen, to me personally known, who, being by me duly sworn, says that he is the President of Middletown & New Jersey Railway Company, Inc., and Edith Shilling, to me personally known to be the Assistant Secretary of said corporation; that the seal 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 they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

WILLIAM F. IMHOLZ, JR.
Notary Public, In the State of New York
Orange County
Commission Expires Mar. 30, 1981

William F. Imholz Jr
Notary Public

My Commission Expires: March 30, 1981