

CRAVATH, SWAINE & MOORE OCT 6 1978 - 11 20 AM

ONE CHASE MANHATTAN PLAZA

INTERSTATE COMMERCE COMMISSION

NEW YORK, N.Y. 10005

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TELEX

RCA 233663

WUD 126547

WUI 620976

8-279A-17

DATE 6 1978

Fee \$ 60

CC Washington, D. C.

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MARTIN L. SENZEL  
DOUGLAS D. BROADWATER  
ALAN C. STEPHENSON

October 5, 1978

Richmond, Fredericksburg and Potomac  
Railroad Company  
Financing Dated as of July 15, 1978  
9-1/4% Conditional Sale Indebtedness  
Due April 1, 1996

[CS&M Ref.: 2043-850]

Dear Sirs:

Pursuant to Section 20c of the Interstate Commerce Act and the Commission's rules and regulations thereunder, as amended, I enclose herewith on behalf of Richmond, Fredericksburg and Potomac Railroad Company, for filing and recordation, counterparts of the following:

Lease Agreement dated as of April 10, 1978, between Rex Railways, Inc. and West Bend Elevator Company of West Bend, Rodman and Mallard, Iowa.

Please cross-index this Lease Agreement with the Assignment of Sublease and Agreement, dated as of July 15, 1978, between Rex Railways, Inc. and Richmond, Fredericksburg and Potomac Railroad Company, which is being filed simultaneously and given the recordation number 9739-A.

The addresses of the parties to the aforementioned Lease Agreement are:

*Contra per Edwards*

*NEW NUMBER*

RECEIVED  
OCT 6 11 18 AM '78  
I.C. COM. BUREAU  
FEE OPERATIONS

Lessor:

Rex Railways, Inc.,  
616 Palisade Avenue,  
Englewood Cliffs, New Jersey 07632.

Lessee:

West Bend Elevator Company of West Bend, Rodman  
and Mallard, Iowa,  
West Bend, Iowa 50597.

The equipment covered by the aforementioned agreements consists of 25 4,750 cubic feet standard 100-ton covered hopper cars bearing the road numbers of the lessee RREX 4206-4230 and also bearing the legend "Ownership Subject to a Security Agreement Filed under the Interstate Commerce Act, Section 20c".

Enclosed is our check for \$60 for the required cross-indexing and recordation fee. Please accept for recordation one counterpart of the enclosed agreement, stamp the remaining counterparts with your recordation number and return them to the delivering messenger along with your fee receipt, addressed to the undersigned.

Very truly yours,



Steven M. Berzin,  
as Agent for Richmond,  
Fredericksburg and Potomac  
Railroad Company

Acting Secretary,  
Interstate Commerce Commission,  
Washington, D. C. 20423

Attention of Mr. H. G. Homme, Jr.

Encls.

46  
BY HAND

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

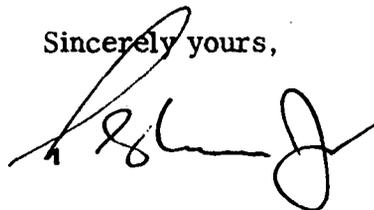
**OFFICE OF THE SECRETARY**

Steven M. Berzin  
Cravath, Swaine & Moore  
One Chase Manhattan Plaza  
New York, NY 10005

Dear Mr. Berzin:

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on October 6, 1978<sup>at</sup> 11:20 AM and assigned recordation number(s) 9743 & 9743-A

Sincerely yours,



H.G. Homme, Jr.,  
Acting Secretary

Enclosure(s)