

7695-A

REGISTRATION NO. \_\_\_\_\_ FILED IN \_\_\_\_\_

OCT 3 1973 -12 40 PM

INTERSTATE COMMERCE COMMISSION

AMENDMENT TO LEASE OF RAILROAD EQUIPMENT

This amendment dated *September 28*, 1973 to Lease of Railroad Equipment dated June 22, 1973 (hereinafter called "Lease") between North American Car Corporation, a corporation of the State of Delaware, (hereinafter called "Lessor"), and George P. Baker, Richard C. Bond and Jarvis Langdon, Jr., Trustees of the property of Penn Central Transportation Company, Debtor, and the successors of said Trustees, or of any of them, (hereinafter called "Lessees"),

WITNESSETH:

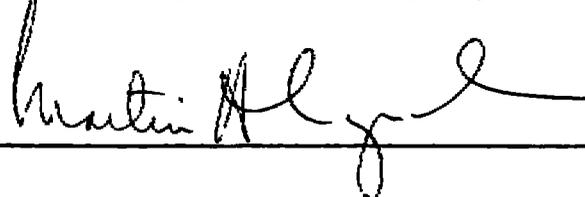
WHEREAS, Lessor and Lessees have entered into the Lease; and

WHEREAS, Lessor and Lessees have agreed to change the description of equipment covered by the Lease;

NOW, THEREFORE, Exhibit A to the amendment is hereby substituted for Exhibit A to the Lease.

IN WITNESS WHEREOF, Lessor has caused this Lease to be executed in its corporate name, by one of its officers thereunto duly authorized and its corporate seal to be hereunto affixed and duly attested, and Lessees have caused this Lease to be executed.

NORTH AMERICAN CAR CORPORATION

By 

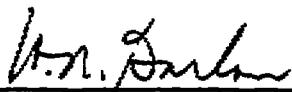
ATTEST:

  
Secretary

GEORGE P. BAKER, RICHARD C. BOND  
and JERVIS LANGDON, JR., TRUSTEES  
OF THE PROPERTY OF PENN CENTRAL  
TRANSPORTATION COMPANY, DEBTOR

By   
VICE-PRESIDENT

WITNESS:

  
Assistant Secretary

STATE OF ILLINOIS )  
 ) SS:  
COUNTY OF COOK )

On this 19th day of Sept, 1973, before me personally appeared Martin E. Lynch, to me personally known who, being by me duly sworn, said that he is a Vice President of North American Car 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 this day 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.

Alice R. Noble  
Notary Public

COMMONWEALTH OF PENNSYLVANIA )  
 ) SS:  
COUNTY OF PHILADELPHIA )

On this 28th day of September, 1973, before me personally appeared W. R. DIVINE, to me personally known, who being by me duly sworn said that he is VICE PRESIDENT of the Trustees of the property of Penn Central Transportation Company, Debtor, that the foregoing instrument was signed by him this day on behalf of and by authority of the Trustees of the property of Penn Central Transportation Company, Debtor, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Trustees.

Paul T. MacIntire  
Notary Public

PAUL T. MACINTIRE  
Notary Public  
My Commission Expires December 4, 1978

EXHIBIT A

<u>Description of Cars</u>	<u>No. of Cars</u>	<u>Weight Per Car</u>	<u>Specifications</u>	<u>Base Price Per Car</u>	<u>Initial Term Monthly Rental</u>
60'9", 100-ton box cars with cushion underframe, 21 DF-1 belt rails	202 Numbered PC 281400 through PC 281601, both inclusive	40 tons	Manufacturer's Specifications 3175	\$25,446.84	\$256.21
60'9" 100-ton box cars with cushion underframe 9 DF-1 belt rails	34 Numbered PC 281602 through PC 281635	40 tons	Manufacturer's Specifications 3175	24,421.84	245.89
60'9" 100-ton box cars with cushion underframe, portable adjustable bulkhead, 4 rub rails	41 Numbered PC 220225 through PC 220265, both inclusive	40 tons	Manufacturer's Specifications 3175	25,293.84	254.67
100-ton 4750 cubic foot covered hopper cars	300 Numbered PC 890501 through PC 890800, both inclusive	30 tons	Manufacturer's Specifications 3164	19,201.25	193.33