

AMENDMENT NO. 1 TO LEASE

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INTERSTATE COMMERCE COMMISSION

AMENDMENT NO. 1 TO LEASE made and entered into this 12th day of December, 1977 between United States Railway Leasing Company ("United") and National Farmers Organization ("Lessee").

## WITNESSETH:

WHEREAS, United and Lessee entered into a Lease dated June 12, 1973 filed and recorded under Section 20c of the Interstate Commerce Act as Document No. 7105 (the "Lease") providing for the lease of 190 railroad cars from United to Lessee;

WHEREAS, United and Lessee wish to amend the Lease in accordance with the terms hereof

NOW, THEREFORE, United and Lessee agree as follows:

1. The one hundred (100) 4750 cu. ft. covered hopper cars Car Reporting Marks USLX 7100-7163, 7165-7180, 7183-7202 are hereby removed from the Lease and United and Lessee have no obligations under the Lease in respect of such cars except those obligations which, by the terms of the Lease, expressly survive termination of the Lease or removal of cars from the Lease and except for obligations which accrued prior to removal of such Cars from the Lease .
2. The seven (7) 4750 cu. ft. covered hopper cars, Car Reporting Marks USLX 7164, 7181, 7182, 7205, 7213, 7253 and 7269 are hereby deemed to be Casualty Cars as that term is defined in the Lease and United and Lessee shall

have no obligations under the Lease in respect of such Casualty Cars except as provided for in the Lease and except for obligations which accrued prior to the casualty occurrence with respect to each Casualty Car.

3. All provisions of the Lease not otherwise amended herein shall remain in full force and effect.

UNITED STATES RAILWAY LEASING COMPANY

ATTEST:

*James B. Long*  
Assistant Secretary

By *Buster C. Suther*  
Title: *V.P.*

NATIONAL FARMERS ORGANIZATION

ATTEST:

*Loris Peterson*  
*Assistant* Secretary

By *Don L. Staley*  
Title: *President*

STATE OF ILLINOIS  
COUNTY OF COOK



On this 7th day of February, 19 78, before me personally appeared Arthur L. Johnson to me personally known, who being by me duly sworn, says that he is President of United States Railway Leasing Company, and Lawrence P. Hertzog 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.

Jerice Purdy  
Notary Public

My Commission Expires April 22, 1981

STATE OF Iowa  
COUNTY OF Adams



On this 6th day of January, 19 78, before me personally appeared Oren Lee Staley to me personally known, who being by me duly sworn, says that he is President of National Farmers Organization, Inc. and Doris Peterson 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.

Jerice Campbell  
Notary Public