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ITEL
CORPORATION
TRANSPORTATION SERVICES GROUP

RECORDATION NO. 8343 Filed & Recorded

JAN 9 1978 2 05 PM

January 4, 1978

INTERSTATE COMMERCE COMMISSION

Hon. H. G. Homme
Acting Secretary,
Interstate Commerce Commission
Washington, D. C. 20423

Dear Sir:

On December 30, 1977, SSI Rail Corp. was merged into Itel Corporation, a Delaware corporation, of One Embarcadero Center, San Francisco, California, 94111. In the future, all business formerly conducted by SSI Rail Corp. will be conducted in the name of Itel Corporation, Rail Division.

Itel Corporation, Rail Division, has assumed all of the obligations of SSI Rail Corp. under the conditional sale agreement and leases which are set forth on Exhibits A, B and C to this letter. Exhibit A sets forth the conditional sale agreements under which SSI Rail Corp. was the purchaser. Exhibit B sets forth the dates of the leases and the lessor under such leases where SSI Rail Corp. is the lessee. Exhibit C sets forth the dates of the leases and the lessee under such leases where SSI Rail Corp. is the lessor.

Also enclosed herewith is our check in the amount of \$520.00 in payment of the Commission's fee of \$10.00 for each cross-referencing.

I would appreciate your cross-referencing all of the filings set forth on Exhibits A, B and C to indicate that SSI Rail Corp is now known as Itel Corporation, Rail Division. Sixty (60) copies of this letter are enclosed so that you may place one copy in each of your files and return the remaining ones to Sullivan and Worcester who will be filing this letter on our behalf.

Very truly yours,


Martin D. Goodman
Vice President-Legal Services

MDG:md
Enc.

EXHIBIT B

<u>Lessor Under Lease</u>	<u>Date of Lease</u>	<u>Date and Time of Filing of Lease with ICC</u>	<u>ICC Recordation Number for Lease</u>
Birmingham Trust National Bank, as trustee	4/1/76	10:30 A. M. 4/22/76	8298-B
First Security Bank of Utah, N.A., as trustee	3/15/76	11:45 A. M. 5/12/76	8322-B
McDonnell Douglas Finance Corporation	3/16/76	2:20 P. M. 3/26/76	8246
Rainier Bank Equipment Leasing, Inc.	3/31/77	11:20 A. M. 4/1/77	8770
Seattle First National Bank	2/18/76	2:10 P. M. 2/23/76	8219
Pittsburgh National Bank of Detroit	7/20/77	3:30 P. M. 7/20/77	8837-A
Mellon National Leasing Company	11/23/76	1:45 P. M. 12/14/76	8610
North Carolina National Bank	7/18/77	3:30 P. M. 7/20/77	8838-A
Schuler Industries, Inc.	11/1/77	1:10 P. M. 11/4/77	9050-A
Manufacturers Hanover Leasing Corporation	6/28/77	2:30 P. M. 6/30/77	8870

EXHIBIT C

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<u>Lessee under Lease</u>	<u>Date of Lease</u>	<u>Date & Time of Filing of Lease with ICC</u>	<u>ICC Recordation Number for Lease</u>
Apache Railway Company	6/1/76	2/23/77 11:40 a.m.	8709
Apalachicola Northern Railroad Company	1/25/77	7/20/77 3:45 p.m.	8796-C
Arkansas & Louisiana Missouri Railway	6/14/77	10/21/77 1:05 p.m.	9049
Ashley Drew & Northern Railway Company	3/29/77	5/27/77 1:45 p.m.	8837
Atlanta & St. Andrews Bay Railroad Company	9/1/75	4/26/76 2:20 p.m.	8246-B
Atlanta & St. Andrews Bay Railroad Company	10/5/76	11/19/76 10:30 a.m.	8582
Cadiz Railroad Company	11/10/76	1/10/77 2:05 p.m.	8654
Camino, Placerville and Lake Tahoe Railway Company	2/9/77	4/27/77 12:45 p.m.	8798
Chattahoochee Industrial Railroad	2/14/77	4/1/77 11:20 a.m.	8770-A

EXHIBIT C

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<u>Lessee under Lease</u>	<u>Date of Lease</u>	<u>Date & Time of Filing of Lease with ICC</u>	<u>ICC Recordation Number for Lease</u>
City of Prineville Railway	4/26/77	7/20/77 3:45 p.m.	8896
Clarendon & Pittsford Railroad Company	10/18/76	1/12/77 1:45 p.m.	8658
Corinth & Counce Railroad Company	4/29/77	5/27/77 1:45 p.m.	8838
Escanaba and Lake Superior Railroad Company	12/22/76	1/10/77 2:05 p.m.	8653
Green Mountain Railroad Company	8/6/76	10/21/77 1:05 p.m.	9050
Greenville & Northern Railway Company	8/6/76	11/25/77 1:15 p.m.	9102
FMC Chemical	12/3/76	5/11/77 1:15 p.m.	8809-A
Lake Erie, Franklin & Clarion Railroad Company	1/3/77	1/21/77 2:30 p.m.	8668
Marinette, Tomahawk & Western Railroad Co.	3/26/76	6/30/77	8871

<u>Lessee under Lease</u>	<u>Date of Lease</u>	<u>Date & Time of Filing of Lease with ICC</u>	<u>ICC Recordation Number for Lease</u>
Massena Terminal Railroad Company	9/16/77	11/10/77 2:20 p.m.	9074
McCloud River Railroad Company	4/20/77	5/11/77 1:15 p.m.	8819
Meridian & Bigbee Railroad Company	6/1/77	11/10/77 2:20 p.m.	9072
Minnesota, Dakota and Western Railway Company	6/22/76	10/1/76 3:30 p.m.	8501
New Orleans Public Belt Railroad	6/17/77	7/26/77 9:15 a.m.	8904
North Louisiana & Gulf Railroad Company	7/21/77	11/10/77 2:20 p.m.	9073
Pearl River Valley Railroad Company	3/24/76	8/27/76 1:30 p.m.	8487-A
Port Huron & Detroit Railroad Company	2/22/77	4/27/77 12:45 p.m.	8799
Providence & Worcester Company	1/14/77	1/21/77 2:30 p.m.	8669
Providence & Worcester Company	9/30/77	11/10/77 2:20 p.m.	9071

EXHIBIT C

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<u>Lessee under Lease</u>	<u>Date of Lease</u>	<u>Date & Time of Filing of Lease with ICC</u>	<u>ICC Recordation Number for Lease</u>
Sabine River & Northern Railroad Company	3/26/76	9/1/76 1:50 p.m.	8272-E
Sierra Railroad Company	9/1/75	1/18/77 3:05 p.m.	8457
Rockdale, Sandow & Southern Railroad Company	9/16/77	11/10/77 2:20 p.m.	9075
Terminal Railway Alabama State Docks	4/4/77	4/27/77 12:45 p.m.	8797
Texas, Oklahoma and Eastern Railroad Company	7/11/77	9/8/77 11:10 a.m.	8983
Toledo, Peoria and Western Railroad Company	1/12/77	1/24/77 2:45 p.m.	8676
Valdosta Southern Railroad Company	3/26/76	5/25/76 10:45 a.m.	8343-A
Vermont Northern Railroad Company/ St. Jojhnsbury & Lamoille County Railroad	12/30/75	4/11/77 11:30 a.m.	8457-J 8457-K
Vermont Railway, Inc.	12/4/75	3/26/76 2:20 p.m.	8246-B