

RECORDATION NO. 8455-A Filed & Recorded

DEC 1 1976 12 02 PM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS
Dated as of
November 17, 1976

under a

LEASE AGREEMENT
Dated as of
August 20, 1976

between

MELLON NATIONAL LEASING COMPANY, LESSOR

and

ILLINOIS CENTRAL GULF RAILROAD COMPANY, LESSEE

STATEMENT OF NEW NUMBERS dated as of November 17, 1976 between MELLON NATIONAL LEASING COMPANY, a Pennsylvania corporation, as Lessor (hereinafter called the Lessor) and ILLINOIS CENTRAL GULF RAILROAD COMPANY, a Delaware corporation, as Lessee (hereinafter called the Lessee).

WHEREAS, there is in existence between the Lessor and the Lessee a certain Lease Agreement dated as of August 20, 1976 (hereinafter called the Agreement), pursuant to which the Lessor has agreed to Lease to the Lessee certain units of Equipment described in Exhibit A thereto (hereinafter called the Equipment), including certain rehabilitated boxcars hereinafter more particularly described; and

WHEREAS, the said Agreement was recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act on August 26, 1976 and was assigned Recordation Number 8455; and

WHEREAS, the Lessee now desires to renumber certain units of Equipment and to amend the Agreement accordingly;

NOW THEREFORE, in consideration of the foregoing and of the mutual promises, covenants and agreements hereinafter set forth, the parties hereto hereby agree as follows:

1. Exhibit A to the Agreement is hereby amended by substituting therein, in the place of the identifying numbers listed in the attached Exhibit A under the column "Original Numbers", the identifying numbers listed in said attached Exhibit under the column "New Numbers".

2. The Lessee will promptly cause this Statement of New Numbers to be filed and recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act.

3. Except as amended and supplemented hereby, the Agreement shall remain unaltered and in full force and effect.

4. This Statement of New Numbers may be executed in any number of counterparts, each of which so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same contract, which shall be sufficiently evidenced by any such original counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Statement of New Numbers to be duly executed as of the date first above written.

MELLON NATIONAL LEASING COMPANY, LESSOR

By Allen F. Bank
(Title)

ASSISTANT VICE PRESIDENT

ATTEST:

John S. Hyde
~~Assistant~~ Secretary

ILLINOIS CENTRAL GULF RAILROAD COMPANY,
LESSEE

By J. B. Bohl
Treasurer

ATTEST:

B. B. Anuse
Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA

~~STATE OF~~)
) SS
COUNTY OF ALLEGHENY)

On this 23rd day of November, 1976,

before me personally appeared Arthur Folsom, Jr., to me

personally known, who being by me duly sworn, says that he

is the Assistant Vice President of Mellon National Leasing Company 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 he acknowledged that the execution of the

foregoing instrument was the free act and deed of said

corporation.

(SEAL)

Robert S. Harpelle
Notary Public

ROBERT S. HARPELLE, Notary Public
Pittsburgh, Pennsylvania, Pa.
My Commission Expires August 12, 1978

My Commission expires August 12, 1978.

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 17th day of NOVEMBER, 1976,
before me personally appeared JOHN B. GOODRICH, to me
personally known, who being by me duly sworn, says that he
is the Treasurer of ILLINOIS CENTRAL GULF RAILROAD COMPANY,
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 he acknowledged
that the execution of the foregoing instrument was the free
act and deed of said corporation.

(SEAL)

Daniel P. Jiggins
Notary Public

My Commission expires SEP 22 1977.

EXHIBIT A
 TO STATEMENT OF NEW NUMBERS
 Dated as of November 17, 1976
 under a
 LEASE AGREEMENT
 dated as of August 20, 1976
 between
 MELLON NATIONAL LEASING COMPANY, LESSOR
 and
 ILLINOIS CENTRAL GULF RAILROAD COMPANY, LESSEE

<u>TYPE OF EQUIPMENT</u>	<u>QUANTITY</u>	<u>ORIGINAL NUMBERS</u>	<u>NEW NUMBERS</u>
50-Ton Boxcars	14	ICG 516208	ICG 516316
		" 516213	" 516442
		" 516215	" 516531
		" 516218	" 516520
		" 516220	" 516338
		" 516225	" 516545
		" 516227	" 516468
		" 516233	" 516401
		" 516243	" 516587
		" 516252	" 516517
		" 516257	" 516403
		" 516261	" 516335
		" 516269	" 516364
		" 516270	" 516310