

BRACEWELL & PATTERSON

2900 SOUTH TOWER PENNZOIL PLACE
HOUSTON 77002
713 223-2900
CABLE BRACEPAT HOUSTON
TELEX 76-2711

7-140 AD
5-20-77
Fee \$ 20 + 40 = 50
ICC Washington, D. C.

1150 CONNECTICUT AVENUE NW
WASHINGTON, D. C. 20036
202 833-3660

AMERICAN BANK TOWER
AUSTIN 78701
512 472-7800

RECORDATION NO. *0027* Filed & Recorded

MAY 20 1977 - 10 05 AM

INTERSTATE COMMERCE COMMISSION

May 18, 1977

RECEIVED
MAY 20 9 57 AM '77
I.C.C.
FEE OPERATION BR.

Mr. Robert L. Oswald
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Re: Filing, Pursuant to 49 U.S.C.A. §20c, of
Sublease Documents relating to railroad cars

Dear Sir:

Pursuant to 40 U.S.C.A. §20c, and in accordance with 49 C.F.R. §1116, enclosed for filing are two executed counterparts of certain sublease documents described below. We have also enclosed a check in the amount of \$10.00 in payment of the filing fee. Please return the original document as file stamped to:

Mr. James W. Trimble
Parker Brothers & Co., Inc.
P. O. Box 107
Houston, Texas 77001

The parties to the sublease document are as follows:

Sublessor: Parker Brothers & Co., Inc.
P. O. Box 107
Houston, Texas 77001

Sublessee: Western Rail Road Company
P. O. Box 107
Houston, Texas 77001

BRACEWELL & PATTERSON

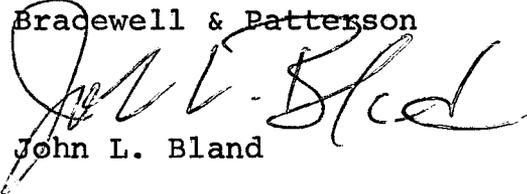
Mr. Robert L. Oswald
May 18, 1977
Page 2

The sublease document relates to 100 Ortner 100-ton, rapid discharge railroad cars with A.A.R. mechanical designation No. HT, and A.A.R. car-type code K-340, each of which is marked Lessor: Manufacturers Hanover Leasing Corporation and respectively bears a serial number from among the numbers PBCX 100 through PBCX 199, inclusive.

Should you have any questions or if you need any further information regarding this transaction, please contact the undersigned collect at (713) 223-2900.

Very truly yours,

Bracewell & Patterson

A handwritten signature in black ink, appearing to read "John L. Bland", written over the typed name below.

John L. Bland

JLB/db

Interstate Commerce Commission
Washington, D.C. 20423

5/20/77

OFFICE OF THE SECRETARY

John L. Bland
Bracewell & Patterson
2900 S. Tower Pennzoil Place
Houston 77002

Dear Sir:

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 5/20/77 at 10:05am and assigned recordation number(s) 8827

Sincerely yours,


Robert L. Oswald
Secretary

Enclosure(s)

SE-30
(5/76)

BRACEWELL & PATTERSON

2900 SOUTH TOWER PENNZOIL PLACE
HOUSTON 77002
713 223-2900
CABLE BRACEPAT HOUSTON
TELEX 76-2141

1150 CONNECTICUT AVENUE NW
WASHINGTON, D. C. 20036
202 833-3660

AMERICAN BANK TOWER
AUSTIN 78701
512 472-7800

May 20, 1977

RECORDATION NO. *8827* Filed & Recorded

RECEIVED
MAY 23 2 55 PM '77
I.C.C.
FEE OPERATION BR.

Ms. Lee
Interstate Commerce Commission
Room 1227
Washington, D.C. 20423

MAY 23 1977 - 2 15 PM

INTERSTATE COMMERCE COMMISSION

Re: Filing, pursuant to 49 U.S.C.A. §20c, of Sublease
between Western Rail Road Company and Parker
Brothers & Co., Inc.

Dear Ms. Lee:

Pursuant to our telephone conversation of May 20, 1977, I am
enclosing a check for \$40.00 in payment of the remainder of the
filing fee for the referenced Sublease mailed to the Commission
under cover of my letter dated May 18, 1977.

Thank you for your help in this matter. If you need any
further information, please contact me collect at (713)
223-2900.

Very truly yours,

Bracewell & Patterson

John L. Bland
John L. Bland

JLB/db
Enclosures

7 102-102
40
OFFICE OF THE SECRETARY

RECORDATION NO. 0827 Filed & Recorded

MAY 20 1977 - 10 05 AM

INTERNATIONAL COMMERCE COMMISSION

SUBLEASE AGREEMENT

This Sublease Agreement (Sublease) is by and between Parker Brothers & Co., Inc., a Texas corporation (Sublessor), and Western Rail Road Company, a Texas corporation (formerly Parker Brothers Rail Road, Inc.) (Sublessee), which agree as follows:

1. Introduction. By agreement dated April 17, 1974 (Agreement), by and between Manufacturers Hanover Leasing Corporation (Lessor) and Sublessor, as supplemented by a Rider, Acceptance Supplements, and Exhibits attached to the Agreement and made a part thereof (Lease), Sublessor leased from Lessor one hundred (100) 100-ton Rapid Discharge Railroad Cars, Serial Nos. PBCX 100 through PBCX 199, inclusive, as listed on Exhibit "A" attached hereto (Units). It is the intent and purpose of the parties to this Sublease to set forth the terms and conditions whereby Sublessor and Sublessee agree to a sublease of the Units.

2. Sublease. Sublessor agrees to sublease to Sublessee, and Sublessee agrees to hire from Sublessor, the Units specified above, at a price, for the term, and on such other terms and conditions as Sublessor obtained in its lease of the Units from Lessor, as set forth in the

Lease. All rights and obligations of Sublessor hereunder are coextensive with Lessor's rights and obligations under the Lease, and all rights and obligations of Sublessee hereunder are coextensive with the rights and obligations of Sublessor under the Lease, except as otherwise noted herein.

3. This Sublease shall not release Sublessor from any of its obligations and liabilities under the Lease.

4. Term. The term of this Sublease shall commence on the effective date hereof, and shall be co-extensive with the term of Sublessor's lease from Lessor under the Lease, unless earlier terminated by the parties hereto in writing.

5. Governing Law. This Agreement shall be governed by the laws of the State of Texas.

6. Effective Date. This Sublease shall be effective, as between Sublessor and Sublessee, as of the 1 day of JANUARY, 1976, and as among Sublessor, Sublessee and Lessor, on the first date from the date of execution hereof upon which all the conditions set forth in paragraph 23 of the Lease (paragraph 9 of the Rider) shall have been fulfilled and satisfied.

EXECUTED this 2ND day of JANUARY, 1976.

Sublessor
PARKER BROTHERS & CO., INC.

By James W. Tuller

Sublessee
WESTERN RAIL ROAD COMPANY

By John W. Mills

STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared JAMES W. TRIMBLE, TREASURER of Parker Brothers & Co., Inc., known to me to be the person whose name is subscribed to the foregoing instrument, and said that he executed the same for the purposes and consideration therein expressed as the deed and act of said corporation, and in the capacity therein stated.

GIVEN under my hand and seal of office, this the VND day of JANUARY, 1976.

J. W. Colburn
Notary Public in and for
Harris County, T E X A S
J. W. COLBURN

STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared JOHN M. MILLS, VICE-PRESIDENT of Western Rail Road Company, known to me to be the person whose name is subscribed to the foregoing instrument, and said that he executed the same for the purposes and consideration therein expressed as the deed and act of said corporation, and in the capacity therein stated.

GIVEN under my hand and seal of office, this the VND day of JANUARY, 1976.

J. W. Colburn
Notary Public in and for
Harris County, T E X A S
J. W. COLBURN



to
 Acceptance supplement as of May 1, 1974
 BETWEEN
 PARKER BROTHERS & CO., INC. & MANUFACTURERS HANOVER LEASING CORPORATION

<u>MANUFACTURER/MODEL</u>	<u>DESCRIPTION</u>	<u>SERIAL #</u>	<u>COST</u>
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 100	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 101	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 102	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 103	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 104	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 105	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 106	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 107	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 108	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 109	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 110	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 111	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 112	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 113	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 114	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 115	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 116	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 117	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 118	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 119	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 120	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 121	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 122	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 123	18,292.84

<u>MANUFACTURER/MODEL</u>	<u>DESCRIPTION</u>	<u>SERIAL #</u>	<u>COST</u>
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 124	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 125	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 126	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 127	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 128	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 129	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 130	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 131	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 132	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 133	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 134	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 135	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 136	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 137	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 138	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 139	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 140	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 141	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 142	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 143	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 144	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 145	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 146	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 147	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 148	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 149	18,292.84

TO
ACCEPTANCE SUPPLEMENT AS OF JUNE 1, 1974
BETWEEN

PARKER BROTHERS & CO., INC. AND MANUFACTURERS HANOVER LEASING CORPORATION

<u>MANUFACTURER/MODEL</u>	<u>DESCRIPTION</u>	<u>SERIAL #</u>	<u>COST</u>
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 150	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 151	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 152	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 153	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 154	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 155	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 156	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 157	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 158	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 159	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 160	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 161	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 162	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 163	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 164	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 165	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 166	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 167	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 168	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 169	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 170	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 171	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 172	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 173	18,292.84

<u>MANUFACTURER/MODEL</u>	<u>DESCRIPTION</u>	<u>SERIAL #</u>	<u>COST</u>
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 174	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 175	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 176	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 177	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 178	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 179	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 180	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 181	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 182	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 183	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 184	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 185	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 186	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 187	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 188	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 189	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 190	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 191	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 192	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 193	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 194	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 195	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 196	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 197	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 198	18,292.84
Ortner Freight Car Company	100 Ton Rapid Discharge Railroad Car	PBCX 199	18,292.84