

JOHN MARISCOTTI
EXECUTIVE VICE PRESIDENT



NATIONAL RAILWAY UTILIZATION CORP.
860 Suburban Station / 1617 John F. Kennedy Blvd., Phila., Pa. 19103 / (215) 569-2220

February 13, 1978

RECORDATION NO. *9048-E* Filed & Recorded
FEB 13 1978 - 3 30 PM
INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission
12th & Constitution Avenues NW
Washington, D. C. 20423

Attention: Ms. Lee, Room 1227

Dear Ms. Lee:

I transmit for filing the following document:

Second Amendment to Lease dated February 3, 1978, to Lease dated as of September 19, 1977, which Lease was recorded with the ICC on October 21, 1977 and bears Recordation Number 9048-A, and amended by First Amendment to Lease dated November 25, 1977, filed with the ICC on November 30, 1977, bearing Recordation Number 9048-D, which Lease is between Rex Railway, Inc., Lessor, and Pickens Railroad Company and National Railway Utilization Corporation, Lessors, covering Three Hundred (300) 70-ton 50'6" boxcars bearing Road Numbers NSL 100947 - NSL 100996 (both inclusive; NSL 101900 through NSL 101999 (both inclusive); NSL 102200 through NSL 102249 (both inclusive); NSL 101093 through NSL 101094 (both inclusive); NSL 101096 through NSL 101099 (both inclusive); and NSL 101400 through NSL 101493 (both inclusive).

8-044A195

The address for Pickens Railroad Company is P. O. Box 216, Pickens, South Carolina 29671. The address for Rex Railways, Inc. is 616 Palisade Avenue, Englewood Cliffs, New Jersey 07632.

Enclosed herewith is the original and two certified copies, together with check in the amount of \$50.00 in payment of the filing fee.

Please return the original and one copy to the undersigned, at the above address, with the recording certification data stamped thereon.

Very truly yours,

John Mariscotti
John Mariscotti
Executive Vice President

Mark Lloyd
C. County

RECEIVED
FEB 13 3 26 PM '78
CERTIFICATION UNIT

JAM:ebw
Enclosures

Interstate Commerce Commission

Washington, D.C. 20423

2/13/78

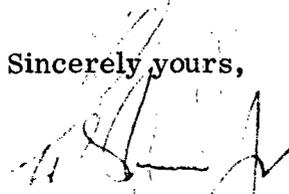
OFFICE OF THE SECRETARY

John Mariscotti
Executive Vice President
National RYW. Utilization Corp.
860 Suburban Station
Phila. Pa. 19103

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 2/13/78 at 3:30pm and assigned recordation number(s) 9048-E

Sincerely yours,


H.G. Homme, Jr.
Acting Secretary

Enclosure(s)

FEB 13 1978 - 3 30 PM

SECOND AMENDMENT TO LEASE

INTERSTATE COMMERCE COMMISSION

SECOND AMENDMENT, dated February 3, 1978 to Lease

dated September 19, 1977, and amended November 25, 1977, between Rex Railway, Inc., a New Jersey corporation, Lessor, and Pickens Railroad Company and National Railway Utilization Corporation, both South Carolina corporations, Lessees, filed with the Interstate Commerce Commission on October 21, 1977 and bearing Recordation Number 9048-A (the Lease), and First Amendment to Lease filed with the Interstate Commerce Commission on November 30, 1977, and bearing Recordation Number 9048-D.

RECITALS

Lessees and Lessor have heretofore executed and delivered the Lease and now desire to amend the Lease by substituting a revised Exhibit A.

AGREEMENT

IT IS AGREED:

The Lease is hereby amended to delete Exhibit A in its entirety and substitute therefor a new Exhibit A which is attached hereto and incorporated herein.

IN WITNESS WHEREOF, this Second Amendment to Lease has been duly executed as of the date first above written.

REX RAILWAYS, INC.

BY: [Signature] Chairman
[Signature] Asst Secretary

LESSOR

PICKENS RAILROAD COMPANY

NATIONAL RAILWAY UTILIZATION CORPORATION

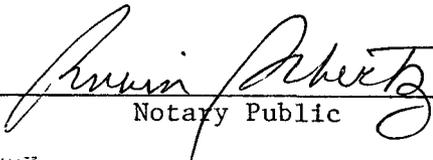
BY: [Signature] BY: [Signature]
[Signature], Asst. Secretary [Signature], Asst. Secretary

LESSEES

STATE OF NEW JERSEY)

COUNTY OF BERGEN)

On this 10th day of February, 1978, before me personally appeared MARK A. Salitan, to me personally known, who being by me duly sworn says that he is Chairman of the REX RAILWAYS, INC., and Doris Wilson, to me personally known to be the Asst. 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.



Notary Public (SEAL)

My Commission Expires: ROBIN SCHERIZ
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires May 4, 1982

STATE OF PENNSYLVANIA)

COUNTY OF PHILADELPHIA)

On this 13th day of February, 1978, before me personally appeared John A. Mariscotti pres., to me personally known, who being by me duly sworn, says that he is Vice President of National Railway Utilization Corporation and Pickens Railroad Company, and T. W. Strzepek, to me personally known to be the Asst. 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.



Notary Public (SEAL)

My Commission Expires: March 11-1980

EXHIBIT A

Lease dated September 19, 1977, by and between REX RAILWAYS, INC.

, ("Rex") and The Pickens Railroad Co. and ("Lessee")
National Railway Utilization Corp.

TYPE AND DESCRIPTION OF CAR: New 50'6" inside length, 70-ton Single Sheathed Boxcars, equipped with 10' sliding doors.

NUMBER OF CARS: Three Hundred (300):

INTERIOR EQUIPMENT: Lading strap anchors throughout car.

SPECIAL LININGS: None.

PERMITTED LADING USE: Non-corrosive commodities.

	NSL 100947		NSL 100996 ✓
	NSL 101900		NSL 101999 ✓
	NSL 102200		NSL 102249 ✓
REPORTING NUMBERS AND MARKS:	NSL 101093	to	NSL 101094
	NSL 101096		NSL 101099
	NSL 101400		NSL 101493

, inclusive.

SPECIFICATIONS DESIGNATED BY LESSEE. Cars to be built to The Pickens Railroad Co. and National Railway Utilization Corp. specifications.