

GREENBERG IRWIN PELLMAN & SLADE  
COUNSELORS AT LAW

RECORDATION NO. 9058-C Filed 1425

FEB 23 1979-10 05 AM

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FRANK J. HARITON

No.

RECORDATION NO. 9058-C Filed 1425

Date

FEB 23 1979 FEB 23 1979-10 05 AM

Fee \$

INTERSTATE COMMERCE COMMISSION

INTERSTATE COMMERCE COMMISSION  
NEW YORK, N.Y. 10022

TEL: (212) 838-6670  
TWX: 7105815043  
CABLE: "GLEWIN"

RECORDATION NO. 9058-D Filed 1425

FEB 23 1979-10 05 AM

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 9058-C Filed 1425

Washington, D. C.

February 15, 1979

RECORDATION NO. 9058-C Filed 1425

FEB 23 1979-10 05 AM

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INTERSTATE COMMERCE COMMISSION

Office of the Secretary  
Recordation Office  
Interstate Commerce Commission  
Twelfth and Constitution Avenue, N.W.  
Washington, D.C. 20423  
INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 9058-E Filed 1425

FEB 23 1979-10 05 AM

INTERSTATE COMMERCE COMMISSION

Re: Recordation and Filing of documents  
pertaining to 100 General Purpose  
Boxcars Numbered MPA 7200 to MPA 7225  
inclusive, MPA 7227 to MPA 7279 inclu-  
sive (which twenty (20) General Purpose  
Boxcars were formerly numbered MPA 7280  
to 7289 inclusive, MPA 7291 to MPA 7299  
inclusive and MPA 7226) the "Equipment").

See Exhibit A  
to 9058-C  
for car numbers  
listed.

Dear Sir:

In accordance with the provisions and procedures of Section 11303 of the Revised Interstate Commerce Act, 49 U.S.C. §11303, and Part 1116 of Title 49 of the Code of Federal Regulations, it is hereby respectfully requested that the documents enclosed with this letter of transmittal, and more fully described herein below, pertaining to the granting of a security interest in and assignment of a lease of the Equipment, be recorded and filed by the Interstate Commerce Commission (the "Commission") pursuant to Section 116.5 of said Title 49 of the Code of Federal Regulations.

A. Description of the Documents and the Parties Thereto.

Enclosed herein are three originals of the following documents one of which is to be recorded and filed against recordation number 9058 of October 31, 1977 in the order listed below. We respectfully request that the two additional originals be stamped by your office and returned to us in the post-paid envelope provided.

Office of the Secretary  
February 15, 1979  
Page Two

(1) Release dated February 13, 1979 with The Chase Manhattan Bank N.A. (Chase as Releasor and Emons Leasing Co., Inc., a New Jersey Corporation (Leasing) as Releasee. This document should be recorded under Recordation Number 9058-C.

(2) Reassignment of Lease dated February 13, 1979 with Chase as Assignor and Leasing as Assignee. This instrument should be recorded under Recordation Number 9058-D. 60  
4/9/79

(3) Amendment No. 1 to Lease of Railroad Equipment dated October 7, 1977 entered into February 13, 1979 by and between Leasing and the Maryland and Pennsylvania Railroad Company, a Maryland and Pennsylvania Corporation. This document should be recorded under Recordation Number 9058-E.

(4) Bill of Sale from Leasing to Emons Industries, Inc., a New York Corporation (Emons) dated February 13, 1979. This document should be recorded under Recordation Number 9058-F.

(5) Assignment of Lease from Leasing to Emons dated February 13, 1979. This document should be recorded under Recordation Number 9058-G.

(6) Chattel Mortgage, Assignment and Security Agreement dated February 13, 1979 between Emons and Chase with an Acknowledgement of Notice of Chattel Mortgage, Assignment and Security Agreement by the M&P. This document should be recorded under Recordation Number 9058-H. -H

B. The Transaction

(1) Documents Previously Filed. Leasing leased Equipment to the M&P under a lease of Railroad Equipment, dated as of October 7, 1977 (the "Lease"). The Lease was recorded with the Interstate Commerce Commission on October 13, 1977 under Recordation Number 9058-A. In connection with a borrowing under a Revolving and Term Loan Agreement dated as of May 2, 1977 between Leasing and Chase (the "1977 Agreement") Leasing assigned the Lease to Chase pursuant to an Agreement and Assignment dated October 21, 1977 and recorded with the

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Interstate Commerce Commission on October 31, 1977 under Recordation Number 9058-B. Leasing also granted Chase a security interest in the Equipment under a Chattel Mortgage and Security Agreement dated October 21, 1977, which was recorded with the Interstate Commerce Commission on October 31, 1977 under Recordation Number 9058.

(2) Documents Filed with this Letter. Leasing has repaid all borrowings under the 1977 Agreement which agreement has been terminated. In connection with the termination of the 1977 Agreement, Chase executed a Release of its security interest (Document 9058-C) and a Reassignment of Lease (Document 9058-D) Leasing and the M&P then Amended the Lease to reflect the renumbering of certain of the boxcars comprising the Equipment (Document 9058-E). Leasing then conveyed the Equipment to Emons pursuant to a Bill of Sale (Document 9058-F). Leasing also assigned the Lease to Emons (Document 9058-G). Emons, in connection with a borrowing under a Loan Agreement dated as of September 1, 1978 by and between Emons and Chase, entered into a Chattel Mortgage, Assignment and Security Agreement granting Chase a security interest in the Equipment and assigning the Lease to Chase. The priority of Chase's interest in the Equipment was acknowledged by the M&P (Document 9058-H).

C. Procedural Matter.

It is hereby respectfully requested that each of the following names be inserted in the Commission Index established pursuant to Section 1116.5(c) of Title 49 of the Code of Federal Regulations.

- (1) The Chase Manhattan Bank, N.A.
- (2) Emons Industries, Inc.
- (3) Emons Leasing Co., Inc.
- (4) Maryland and Pennsylvania Railroad Company

It is also hereby respectfully requested that Recordation Numbers 9058, 9058-A, 9058-B, 9058-C, 9058-D, 9058-E, 9058-F, 9058-G and 9058-H be noted in the Commission index under the name of each of the parties shown above.

GREENBERG IRWIN PELLMAN & SLADE

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A check in the amount of \$60.00 has been enclosed with this letter of transmittal to cover the recordation fee prescribed by Section 116.3(d) of Title 49 of the Code of Federal Regulations.

Kindly stamp the enclosed copy of this letter of transmittal and return such copy and the original documents enclosed herewith to the undersigned in the envelope provided.

If there are any questions with respect to the enclosed or the transactions described therein, please feel free to telephone Melvin Slade of this office, or the undersigned, collect.

Yours truly,



Frank J. Hariton

FJH:jd

Enclosures

Interstate Commerce Commission  
Washington, D.C. 20423

3/1/79

OFFICE OF THE SECRETARY

Frank J. Mariton  
Greenberg Irwin Pellman & Slade  
540 Madison Avenue  
New York, N.Y. 10022

Dear Sir:

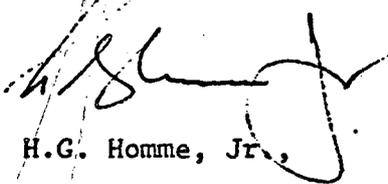
The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on 2/23/79 at 10:05am

and assigned recordation number(s) 9058-C, 9058-D, 9058-E, 9058-F

9058-G

9058-H

Sincerely Yours,

  
H.G. Homme, Jr.,  
Secretary

Enclosure(s)

SE-30-T  
(2/78)

RECORDATION NO. 9058 Filed 1425

FEB 23 1979 -10 05 AM

INTERSTATE COMMERCE COMMISSION

RELEASE

WHEREAS, pursuant to a Chattel Mortgage and Security Agreement dated October 21, 1977 between Emons Leasing Co., Inc. ("Emons") whose address is 490 East Market Street, York, Pennsylvania and The Chase Manhattan Bank N.A., a national banking association, ("Chase") with an office at 1441 Broadway, New York, New York, which Chattel Mortgage and Security Agreement was filed with the Interstate Commerce Commission on October 31, 1977 under Recordation Number 9058, Emons granted to Chase a security interest in and a lien upon one hundred (100) rebuilt, fifty foot, wood lined, general purpose boxcars, Class "XM", bearing Maryland and Pennsylvania Railroad Company numbers MPA 7200 through 7299 inclusive; and

WHEREAS, Chase has received repayment in full of the indebtedness due Chase from Emons,

NOW, THEREFORE, Chase, in consideration of the sum of One (\$1.00) to it in hand paid by Emons, the receipt of which is hereby acknowledged, does hereby terminate, satisfy and revoke the Chattel Mortgage and Security Agreement and the lien, charge of security interest created thereby.

IN WITNESS WHEREOF, The Chase Manhattan Bank N.A. has caused this instrument to be executed in its corporate name by one of its corporate officers and its corporate seal to

be hereunto affixed and attested by one of its Secretaries,  
this ~~13th~~ day of February, 1979.

THE CHASE MANHATTAN BANK N.A.

BY *Jan Rye A.T.*

ATTEST:

*J. F. Kelly, 2nd V.P.*  
Assistant Secretary

STATE OF NEW YORK )  
 : SS.:  
COUNTY OF NEW YORK )

I, FRANK J. HARITON, Notary Public duly commissioned and qualified in and for the County and State aforesaid and residing therein, DO HEREBY CERTIFY that JAMES F. MARC ANTHONY and IAA GLAZER, to me personally known and known to me to be, respectively, a 2d VICE PRESIDENT and an Assistant ~~Secretary~~ <sup>TREASURER</sup> of The Chase Manhattan Bank N.A., and the identical persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and being first duly sworn by me severally acknowledged to me that they are, respectively a 2d VICE PRESIDENT and an Assistant ~~Secretary~~ <sup>TREASURER</sup> of said Corporation; that as such officers they signed, sealed and delivered said instrument in behalf of said Corporation by authority and order of its Board of Directors as the free and voluntary act, that they know the seal of said Corporation, that the seal affixed to said instrument is the seal of said Corporation, and that said Corporation executed said instrument for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal as such Notary Public, at New York, New York, this 13 day of FEBRUARY, 1979.

  
Notary Public in and for the County  
of New York, in the State of New York

My commission expires: MARCH 30 1979

(SEAL)

FRANK J. HARITON  
Notary Public, State of New York  
No. 31-4618894  
Qualified in New York County  
Commission Expires March 30, 1979