

William M. Gibbons TRUSTEE

O. L. Houts
Law Department

6-223A053

RECORDATION NO. 7303-8 filed & recorded

DATE AUG 10 1976

FEES \$ 10

AUG 10 1976 9 52 AM
INTERSTATE COMMERCE COMMISSION

CC Washington, D. C. (312) 435-7915

August 4, 1976



RECEIVED
AUG 10 9 25 AM '76
I.C.C.
FEE OPERATION BR.

Re: Lease dated January 15, 1974, Group No. 8
First Amendment dated as of July 1, 1976
between United States Railway Equipment Co. and Chicago,
Rock Island and Pacific Railroad Company
Recorded as Document No. 7303

Interstate Commerce Commission
Washington, D. C. 20423

Gentlemen:

Enclosed for recordation under the provisions of Section 20(c) of the Interstate Commerce Act, as amended, are six executed counterparts of First Amendment dated as of July 1, 1976.

A general description of the railroad rolling stock covered by the Amendment is freight cars bearing RI numbers as set forth in Appendix A hereto.

The undersigned is an executive officer of William M. Gibbons, Trustee of the Property of Chicago, Rock Island and Pacific Railroad Company mentioned in the enclosed documents and has knowledge of the matters set forth therein.

Please return four executed counterparts of the Amendment to me.

Also enclosed is a check in the amount of \$10 covering the required recordation fee.

William M. Gibbons, Trustee of the
Property of Chicago, Rock Island
and Pacific Railroad Company

By *W. M. Gibbons*
General Solicitor

OLH:vf

Enc.

cc: Mr. I. Walter Deitch

APPENDIX A

Column A

5190
5214
5223
5245
5257
5269
30555
30620
30641
30667
30688

Column B

5187
5188
5198
5212
5224
5240
5249
5283
30568
30585
30697

Interstate Commerce Commission
Washington, D.C. 20423

8/10/76

OFFICE OF THE SECRETARY

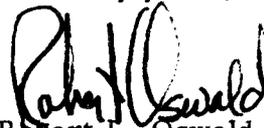
O.L.Hoyt

**Law Department
Chicago, Illinois 60605
Chicago, Rock Island & Pac. RR.Co.
139 West Van Buren Street**

Dear

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 **8/10/76** at **9:30am** and assigned recordation number(s) **7303-B**

Sincerely yours,


Robert L. Oswald
Secretary

Enclosure(s)

SE-30
(5/76)

AUG 10 1976 -9 20 AM
INTERSTATE COMMERCE COMMISSIONFIRST AMENDMENT TO LEASE GROUP NO. 8

FIRST AMENDMENT TO LEASE GROUP NO. 8 dated as of July 1, 1976, by and between UNITED STATES RAILWAY EQUIPMENT CO., an Illinois corporation ("United") and WILLIAM M. GIBBONS, Trustee ("Trustee") of the Property of CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD COMPANY, a Delaware corporation, Debtor ("Debtor").

WITNESSETH

WHEREAS, United as lessor and Rock Island, as lessee, have heretofore entered into that certain Lease Group No. 8 dated January 15, 1974 (ICC Rec. No. 7303) ("Lease") covering one hundred and thirty-five (135) 50'6" steel sheathed boxcars ("Cars"); and

WHEREAS, the Lease was adopted and affirmed by the Trustee pursuant to Order No. 9 dated April 25, 1975, of the United States District Court for the Northern District of Illinois, Eastern Division in In the Matter of Chicago Rock Island and Pacific Railroad Company, Debtor, No. 75 B 2697; and

WHEREAS, because of the difficulty of locating and timely delivering certain of the Cars for reconstruction as required by the Lease, the Trustee wishes to substitute certain cars of the same type, age and condition as the Cars leased under the Lease, for certain of the Cars and United is agreeable thereto, all upon the terms and conditions hereinafter set forth.

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency whereof, is hereby acknowledged, it is hereby agreed as follows:

1. Appendix A of the Lease is amended by deleting from the Old RI Car Numbers the car numbers set forth at Column A below and substituting for each such car number so deleted the car numbers set forth opposite such deleted car numbers in Column B below:

<u>COLUMN A</u>	<u>COLUMN B</u>
5190	5187
5214	5188
5223	5198
5245	5212
5257	5224
5269	5240
30555	5249
30620	5283
30641	30568
30667	30585
30688	30697

2. The remaining terms and provisions of the Lease remain in full force and effect, and the Lease as hereby amended is hereby ratified, confirmed and approved.

IN WITNESS WHEREOF, United and Trustee have
duly executed this First Amendment to Lease Group No. 8
as of the day, month and year first above-written.

UNITED STATES RAILWAY EQUIPMENT CO.

By: *Ralph E Bell*
Vice President



James C. Long
Assistant Secretary

WILLIAM M. GIBBONS, Trustee of the
Property of CHICAGO, ROCK ISLAND AND
PACIFIC RAILROAD COMPANY, Debtor

By: *W. M. Gibbons*

STATE OF ILLINOIS)
)
COUNTY OF COOK)

On this 30th day of July, 1976
before me personally appeared Ralph E. Beck and
Laurence Prange to me known, who being by me duly
sworn, say that they are Vice President and Assistant Secretary
respectively of UNITED STATES RAILWAY EQUIPMENT CO., 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 that they acknowledged that the execution of the
foregoing instrument was the free act and deed of said corporat

Stephanie Lockers
Notary Public

My commission expires: 5/7/77

STATE OF ILLINOIS)
)
COUNTY OF COOK)

On this 23rd day of July, 1976
before me personally appeared WILLIAM M. GIBBONS to me
personally known who being by me duly sworn, says that he is
the Trustee of CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD COMPAN
Debtor, that said instrument was signed and sealed by said
Trustee and that he acknowledged that the execution of the
foregoing instrument was the free act and deed of said Trustee.

John H. Dennis
Notary Public

My commission expires: Oct. 26, 1977