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INTERSTATE COMMERCE COMMISSION

LAW OFFICE OF ALVORD AND ALVORD
INTERSTATE COMMERCE COMMISSION

ELIAS G. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ALVORD AND ALVORD

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** ALSO A MEMBER OF OHIO BAR

December 3, 1980

No. 31111111
Date DEC 8 1980
Fee \$ 20.00
ICC Washington, D. C.

Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Madam:

Enclosed for recordation under the provisions of 49 U.S.C. §11303(a) and the regulations thereunder are four counterparts of a Statement of New Trademark Marks dated as of November 22, 1980.

The enclosed document supplements the following documents now in your files:

1. Equipment Lease dated as of April 1, 1978 between Westinghouse Leasing Corporation, as Lessor, and United States Lease Financing, Inc., as Lessee, which was filed and recorded at 9:50 a.m. on April 28, 1978 and assigned Recordation Number 9348.

2. Security Agreement-Trust Deed dated as of April 1, 1978 between Westinghouse Leasing Corporation, Debtor, and Wells Fargo Bank, National Association, as Security Trustee, which was filed and recorded at 9:50 a.m. on April 28, 1978 and assigned Recordation Number 9349.

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A general description of the railroad equipment covered by the enclosed document is, as follows:

Twenty-five (25) 100-ton covered hopper cars with identifying mark and numbers RUSX 4976 through RUSX 5000, both inclusive, where they were formerly in the series SSW 800000 through SSW 800499 (changed from ROCK 800000 through ROCK 800499).

Counterparts - 4

Agatha L. Mergenovich
Interstate Commerce Commission
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The undersigned is agent for United States Lease Financing, Inc. for the purpose of submitting the enclosed document for recordation and has knowledge of the matters set forth therein.

Please return the counterparts of the enclosed Statement of New Road Marks not needed for recordation purposes to Charles T. Kappler, Esq., Alvord and Alvord, 200 World Center Building, 918 16th Street, N.W., Washington, D.C. 20006.

Also enclosed is a remittance in the amount of \$20.00 covering the required recording fees.

Very truly yours,

ALVORD AND ALVORD

By _____

Charles T. Kappler

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STATEMENT OF NEW ROAD MARKS INTERSTATE COMMERCE COMMISSION

This Statement of New Road Marks dated as of November 22, 1980 is hereby submitted by United States Lease Financing, Inc.

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Recitals:

INTERSTATE COMMERCE COMMISSION

- A. Westinghouse Leasing Corporation as Debtor and Wells Fargo Bank, National Association as Security Trustee entered into a Security Agreement - Trust Deed dated as of April 1, 1978 covering 500, 100 - Ton Covered Hopper Cars (the "Cars") with Identifying Mark and Numbers ROCK 800000 through ROCK 800499, inclusive, said Security Agreement - Trust Deed was filed and recorded with the Interstate Commerce Commission on April 28, 1978 at 9:50 a.m. and given Recordation No. 9349.
- B. Westinghouse Leasing Corporation as Lessor and United States Lease Financing, Inc. as Lessee entered into an Equipment Lease dated as of April 1, 1978 covering the Cars with Identifying Mark and Numbers ROCK 800000 through ROCK 800499, inclusive, said Equipment Lease was filed and recorded with the Interstate Commerce Commission on April 28, 1978 at 9:50 a.m. and given Recordation No. 9348.
- C. United States Lease Financing, Inc. duly filed and recorded with the Interstate Commerce Commission on April 7, 1980 at 3.50 p.m. and given Recordation No. 9348-B a "Statement of New Road Marks" whereby Identifying Mark and Numbers ROCK 800000 through ROCK 800499, inclusive were changed to SSW 800000 through SSW 800499.
- D. A portion of these cars shall now be given new Identifying Marks and Numbers.

Now Therefore:

United States Lease Financing, Inc. (USLFI) hereby changes the Identifying Marks on the Cars as follows:

<u>Original Identifying Mark and Number</u>	<u>New Identifying Mark and Number</u>
SSW 800344	RUSX 4976
SSW 800463	RUSX 4977
SSW 800332	RUSX 4978

Original Identifying
Mark and Number

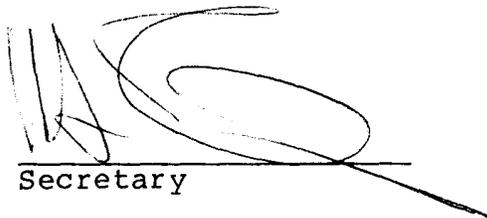
New Identifying
Mark and Number

SSW 800242
SSW 800093
SSW 800159
SSW 800386
SSW 800251
SSW 800109
SSW 800157
SSW 800161
SSW 800166
SSW 800480
SSW 800390
SSW 800171
SSW 800227
SSW 800453
SSW 800415
SSW 800457
SSW 800462
SSW 800474
SSW 800385
SSW 800317
SSW 800345
SSW 800196

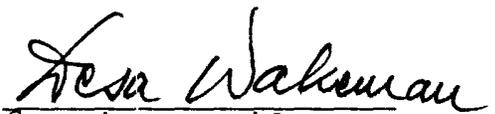
RUSX 4979
RUSX 4980
RUSX 4981
RUSX 4982
RUSX 4983
RUSX 4984
RUSX 4985
RUSX 4986
RUSX 4987
RUSX 4988
RUSX 4989
RUSX 4990
RUSX 4991
RUSX 4992
RUSX 4993
RUSX 4994
RUSX 4995
RUSX 4996
RUSX 4997
RUSX 4998
RUSX 4999
RUSX 5000

This Statement of New Road Marks becomes effective on the date of filing with Interstate Commerce Commission pursuant to the provisions of Section 20(c) of Interstate Commerce Act.

Attest


Secretary

United States Lease
Financing, Inc.

By 
Sr. Vice President

ACKNOWLEDGMENT FOR CORPORATION

STATE OF CALIFORNIA, COUNTY OF SAN FRANCISCO SS:

On this 22nd day of November, in the year 1980, before me Sylvia P. Ferras a Notary Public in and for said county, personally appeared Desa Wakeman & Marvin Ferenstein, known to me to be the Sr. Vice President & Secretary of the corporation that executed the
(Title)

within instrument, and known to me to be the person who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its Board of Directors.

Sylvia P. Ferras
(Notary Public)

San Francisco COUNTY, California
(State)

(Notarial Seal)

My Commission Expires: December 12, 1981