

ITEL

RECORDATION NO. 15484 A
PAGE 2/28

May 26, 1988

JUN 9 1988-2 22 AM

IteI Rail Corporation

55 Francisco Street
San Francisco, California 94133
(415) 984-4000

INTERSTATE COMMERCE COMMISSION

Hon. Noretta R. McGee
Secretary
Interstate Commerce Commission
Washington, DC 20423Date 6/19/88
Fee 13
ICC Washington, D.C.

Re: Amendment No. 1 dated as of April 26, 1988, to the Lease Agreement dated as of December 15, 1987, between IteI Rail Corporation and Canadian National Railway Company

Dear Ms. McGee:

On behalf of IteI Rail Corporation, the above instrument, in three (3) counterparts, is hereby submitted for filing and recording pursuant to 49 U.S.C. Section 11303(a), along with the \$13 recordation fee.

Please record this Amendment under the Lease Agreement dated as of December 15, 1987, between IteI Rail Corporation and Canadian National Railway Company, which was filed with the ICC on January 26, 1988, under Recordation No. 15484.

The parties to the aforementioned instrument are listed below:

IteI Rail Corporation (Lessor)
55 Francisco Street
San Francisco, California 94133

Canadian National Railway Company (Lessee)
935 de Lagachetiere St. W.
Montreall, Quebec
Canada H3B 2M9

This Amendment reduces the number of boxcars subject to the Lease from two hundred fifty (250) to two hundred forty-one (241), which boxcars will bear the reporting marks CN 416000-416240.

Please return to the undersigned the stamped counterparts not required for filing purposes, together with the ICC fee receipt and acknowledgment letter.

Very truly yours,

Patricia Schumacker
Patricia Schumacker
Legal Department

PS:
Enclosures

ITEL

IteI Rail Corporation

55 Francisco Street
San Francisco, California 94133
(415) 984-4000

April 26, 1988

RECORDATION NO. 15484 FILED 1988

Mr. Paul J. Foliot
Vice President-Purchases and Materials
Canadian National Railway Company
P.O. Box 8100
Montreal PQ H3C 3N4
Canada

JUN 9 1988 - 2 24 AM
INTERSTATE COMMERCE COMMISSION

Re: The Lease Agreement dated as of December 15, 1987, ("Agreement")
between IteI Rail Corporation ("Lessor") and Canadian National Railway
Company ("Lessee")

Dear Mr. Foliot:

Please accept this letter as an amendment ("Amendment No. 1") to the Agreement
wherein the parties agree as follows:

1. The words "March 1, 1988" in Subsection 1.2 and in Section 2 of the Lease Agreement are deleted and replaced by the words "May 1, 1988".
2. The words "two hundred and fifty (250) box cars" are replaced by the words "two hundred forty-one (241) box cars".
3. The number of Cars subject to Exhibit A of the Agreement shall be reduced from "250" to "241" and such Cars will bear the reporting marks CN 416000-416240.
4. All other terms and provisions of the Lease Agreement shall remain in full force and effect.

Please indicate your concurrence to the above by signing all three originals of this Amendment No. 1, having each one notarized, and returning two to me.

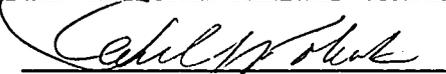
Sincerely,



Desmond P. Hayes
President
DPH/GH/bsa.148

CONCURRENCE BY:

~~CANADIAN NATIONAL RAILWAY COMPANY~~

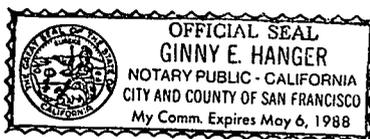
By: 

Title: VICE-PRESIDENT

Date: May 10 / 88

STATE OF CALIFORNIA)
) ss:
COUNTY OF SAN FRANCISCO)

On this 20th day of April, 1988, before me personally appeared Desmond P. Hayes, to me personally known who, being by me duly sworn, says that he is the President of ITEL Rail Corporation, that the seal affixed to the foregoing Amendment No. 1 is the seal of said organization, that said instrument was signed and sealed on behalf of said organization by authority of its governing body, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said organization.



Ginny E. Hanger
Notary Public

MY COMMISSION EXPIRES)
July 10, 1989) ss:
PROVINCE OF QUEBEC)
DISTRICT OF MONTREAL)

On this 11th day of May, 1988, before me personally appeared Paul J. Folist, to me personally known who, being by me dully sworn, says that ~~he~~ he is the Vice-President of Canadian National Railway Company, that the seal affixed to the foregoing Amendment No. 1 is the seal of said organization, that said instrument was signed and sealed on behalf of said organization by authority of its governing body, and ^{AB}(s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said organization.

L. Burton
Commission For Oaths
Province of Quebec

L. BURTON
Commissioner for Oaths
Commissaire à l'Assermentation
District-Montreal
Expires July 10, 1989