RECORDATION NO. 10033-G Filed 1425

JAN 06 1986 -9 25 AM

INTERSTATE COMMERCE COMMISSION

ITEL

6-006A035

No. JAN 6

Date

Fee $ 10.00

ICC Washington, D. C.

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

December 3, 1985

Honorable James H. Bayne, Secretary
Interstate Commerce Commission
Washington, D.C. 20423

$10.00 filing fee

Dear Mr. Bayne:

Pursuant to 49 U.S.C. Section 11303(a) and the Interstate Commerce Commission's rules and regulations thereunder, I enclose herewith on behalf of Itel Rail Corporation for filing and recordation under the Lease Agreement dated as of October 26, 1978 between Itel Corporation, Rail-Intermodal Division (as predecessor in interest to Itel Rail Corporation) and New Orleans Public Belt Railroad which was filed with the I.C.C. on January 19, 1979 and given I.C.C. Recordation No. 10033, four counterparts of the following document:

this one is 10033-G

> Amendment No. 3 dated November 18, 1985 to the Lease Agreement dated October 26, 1978 between Itel Corporation, Rail-Intermodal Division and New Orleans Public Belt Railroad.

The names and addresses of the parties to the aforementioned are:

1. New Orleans Public Belt Railroad (Lessee)
   1247 International Trade Mart Bldg.
   P.O. Box 51658
   New Orleans, Louisiana 70151

2. Itel Rail Corporation (Lessor)
   55 Francisco, 5th Floor
   San Francisco, California 94133

The equipment covered by this Amendment is 245 70-ton, flush deck, FC flatcars bearing reporting marks SFLC 901050-901099, 901245-901294, and 902100-902244; 47 70-ton, flush deck, FC flatcars bearing reporting marks NOPB 101051-101056, 101058-101063, 101065-101099; and 98 70-ton, flush deck, FC flatcars bearing reporting marks NOPB 101100-101115, 101117-101194 and 101196-101199.

Also enclosed is a check in the amount of $10.00 for the required recording fee.

Please stamp all counterparts of the enclosed Amendment with your official recording stamp. You will wish to retain one (1) counterpart of the document for your files; it is requested that the remaining three (3) counterparts be returned to the bearer of this document.

Sincerely,

Denise M. Bottarini

Denise M. Bottarini
Senior Legal Assistant

DMB/vdv/68

cc: Howard Chabner
Robert S. Clark
J. Michael Kelly
Ginny Hanger

10033-G

ASSIGNED TO FIRST SECURITY BANK OF UTAH, N.A., TRUSTEE, UNDER A LEASE ASSIGNMENT DATED AS OF November 25, 1985

RECORDATION NO. 10033-G Filed 1425

JAN 06 1986 -9 25 AM

INTERSTATE COMMERCE COMMISSION

11/06/85

LESSOR'S INTEREST ASSIGNED TO FIRST SECURITY BANK OF UTAH, N.A., WITH RESPECT TO CARS NUMBERED SFLC 901050-901099, 901245-901294, 902100-902244

AMENDMENT NO. 3

THIS AMENDMENT NO. 3 (the "Amendment") to that certain Lease Agreement made as of October 26, 1978, as amended, (the "Agreement") between Itel Corporation, Rail-Intermodal Division and The City of New Orleans, appearing through the Public Belt Railroad Commission for the City of New Orleans, doing business as **NEW ORLEANS PUBLIC BELT RAILROAD** ("Lessee") is made this 18th day of Nov., 1985 between **ITEL RAIL CORPORATION,** as successor in interest to Itel Corporation, Rail-Intermodal Division, ("Itel Rail") and Lessee.

R E C I T A L S:

A. Itel Rail and Lessee are parties to the Agreement pursuant to which two hundred ninety-five (295) flatcars bearing reporting marks from within the series NOPB 101000-101299 (the "Cars") have been leased by Itel Rail to Lessee.

B. Fifty (50) Cars bearing the reporting marks NOPB 101000-101012 and NOPB 101014-101050 were terminated from the Agreement by a letter dated April 19, 1983 from Itel Rail to Lessee.

C. Pursuant to Amendment No. 2 dated June 18, 1982 to the Agreement ("Amendment No. 2"), Lessee has appointed Itel Rail as its agent to enter into a sublease agreement ("Sublease") dated May 14, 1982 with The Atchison, Topeka and Santa Fe Railway Company ("ATSF") for a period of time and, pursuant to the Sublease, the Cars were remarked as set forth on Exhibit A attached hereto.

D. The Sublease expired on October 31, 1984 and a second (2nd) sublease agreement dated November 1, 1984 was entered into with ATSF for the same equipment ("Renewed Sublease").

E. Itel Rail and lessee desire to clarify that, effective as of the expiration date of the Sublease, Itel Rail was appointed as Lessee's agent with respect to the Renewed Sublease, and to continue Itel Rail's appointment as agent during any extensions or renewals thereof.

F. Itel Rail and Lessee desire to remove the terminated and destroyed Cars from the Equipment Schedules.

NOW, THEREFORE, in consideration of the premises and mutual agreements herein contained, the parties agree to amend the Agreement as follows:

1. All terms defined in the Agreement shall have the meanings defined therein when used in this Amendment.

2. Equipment Schedules No. 1 and No. 2 to the Agreement are hereby respectively replaced in their entirety by Equipment Schedules No. 1.A. and No. 2.A. attached hereto. All references to Equipment Schedule No. 1 in the Agreement shall be deemed to refer to Equipment Schedule No. 1.A. and all references to Equipment Schedule No. 2 in the Agreement shall be deemed to refer to Equipment Schedule No. 2.A.

3. The word "Sublease" is hereby replaced by the words "Sublease and Renewed Sublease as extended, amended or renewed" each time it appears in the Agreement.

4. The words "at the commencement, expiration or early termination" in Section 4.F. of Amendment No. 2 are hereby replaced by the words "at the expiration or early termination".

5. Except as expressly modified by this Amendment, all terms and provisions of the Agreement shall remain in full force and effect.

6. This Amendment may be executed by the parties hereto in any number of counterparts and all said counterparts taken together shall be deemed to constitute one and the same instrument.

ITEL RAIL CORPORATION

By: D.T. Hayes

Title: President

Date: November 25, 1985

NEW ORLEANS PUBLIC BELT RAILROAD

By: [illegible]

Title: General Manager

Date: November 18, 1985

EXHIBIT A

Previous NOPB Reporting Marks	Date Remarked	Previous SFLC Reporting Marks	Date Remarked	Current SFLC Reporting Marks
NOPB 101051	07/21/82	SFLC 901100	10/13/83	SFLC 902100
NOPB 101052	07/08/82	SFLC 901101	09/13/83	SFLC 902101
NOPB 101053	07/10/82	SFLC 901102	01/30/84	SFLC 902102
NOPB 101054	07/14/82	SFLC 901103	08/25/83	SFLC 902103
NOPB 101055	08/19/82	SFLC 901104	01/19/84	SFLC 902104
NOPB 101056	07/10/82	SFLC 901105	12/28/83	SFLC 902105
NOPB 101058	07/13/82	SFLC 901106	09/14/83	SFLC 902106
NOPB 101059	09/27/82	SFLC 901107	02/29/84	SFLC 902107
NOPB 101060	07/20/82	SFLC 901108	12/19/83	SFLC 902108
NOPB 101061	07/20/82	SFLC 901109	07/28/83	SFLC 902109
NOPB 101062	07/19/82	SFLC 901110	10/31/83	SFLC 902110
NOPB 101063	07/15/82	SFLC 901111	08/10/83	SFLC 902111
NOPB 101065	07/21/82	SFLC 901112	01/06/84	SFLC 902112
NOPB 101066	07/20/82	SFLC 901113	10/28/83	SFLC 902113
NOPB 101067	07/14/82	SFLC 901114	11/04/83	SFLC 902114
NOPB 101068	07/10/82	SFLC 901115	09/09/83	SFLC 902115
NOPB 101069	07/08/82	SFLC 901116	02/03/84	SFLC 902116
NOPB 101070	07/19/82	SFLC 901117	07/13/83	SFLC 902117
NOPB 101071	07/20/82	SFLC 901118	09/02/83	SFLC 902118
NOPB 101072	07/16/82	SFLC 901119	01/10/84	SFLC 902119
NOPB 101073	07/19/82	SFLC 901120	09/07/83	SFLC 902120
NOPB 101074	07/08/82	SFLC 901121	08/18/83	SFLC 902121
NOPB 101075	07/16/82	SFLC 901122	08/24/83	SFLC 902122
NOPB 101076	07/13/82	SFLC 901123	12/06/83	SFLC 902123
NOPB 101077	07/12/82	SFLC 901124	10/24/83	SFLC 902124
NOPB 101078	07/16/82	SFLC 901125	10/18/83	SFLC 902125
NOPB 101079	07/12/82	SFLC 901126	01/05/84	SFLC 902126
NOPB 101080	07/08/82	SFLC 901127	01/11/84	SFLC 902127
NOPB 101081	07/16/82	SFLC 901128	10/18/83	SFLC 902128
NOPB 101082	07/20/82	SFLC 901129	09/19/83	SFLC 902129
NOPB 101083	07/08/82	SFLC 901130	09/02/83	SFLC 902130
NOPB 101084	07/19/82	SFLC 901131	09/19/83	SFLC 902131
NOPB 101085	07/21/82	SFLC 901132	10/04/83	SFLC 902132
NOPB 101086	07/21/82	SFLC 901133	10/12/83	SFLC 902133
NOPB 101087	07/08/82	SFLC 901134	01/27/84	SFLC 902134
NOPB 101088	07/14/82	SFLC 901135	07/14/83	SFLC 902135
NOPB 101089	07/16/82	SFLC 901136	02/10/84	SFLC 902136
NOPB 101090	07/19/82	SFLC 901137	02/29/84	SFLC 902137
NOPB 101091	07/13/82	SFLC 901138	07/28/83	SFLC 902138
NOPB 101092	07/13/82	SFLC 901139	12/05/83	SFLC 902139
NOPB 101093	07/19/82	SFLC 901140	09/12/83	SFLC 902140
NOPB 101094	07/13/82	SFLC 901141	01/31/84	SFLC 902141
NOPB 101095	07/08/82	SFLC 901142	07/19/83	SFLC 902142
NOPB 101096	07/20/82	SFLC 901143	12/01/83	SFLC 902143
NOPB 101097	07/21/82	SFLC 901144	01/23/84	SFLC 902144
NOPB 101098	07/16/82	SFLC 901145	07/27/83	SFLC 902145
NOPB 101099	09/15/82	SFLC 901146	11/22/83	SFLC 902146
NOPB 101100	07/14/82	SFLC 901147	10/13/83	SFLC 902147
NOPB 101101	08/10/82	SFLC 901148	02/21/83	SFLC 902148
NOPB 101102	07/10/82	SFLC 901149	01/04/84	SFLC 902149
NOPB 101103	07/14/82	SFLC 901150	11/04/83	SFLC 902150
NOPB 101104	07/10/82	SFLC 901151	12/16/83	SFLC 902151

EXHIBIT A

Previous NOPB Reporting Marks	Date Remarked	Previous SFLC Reporting Marks	Date Remarked	Current SFLC Reporting Marks
NOPB 101105	07/19/82	SFLC 901152	01/26/84	SFLC 902152
NOPB 101106	07/19/82	SFLC 901153	07/08/83	SFLC 902153
NOPB 101107	07/13/82	SFLC 901154	10/03/83	SFLC 902154
NOPB 101108	07/10/82	SFLC 901155	08/19/83	SFLC 902155
NOPB 101109	07/16/82	SFLC 901156	08/19/83	SFLC 902156
NOPB 101110	07/16/82	SFLC 901157	01/05/84	SFLC 902157
NOPB 101111	07/21/82	SFLC 901158	08/02/83	SFLC 902158
NOPB 101112	07/19/82	SFLC 901159	08/03/83	SFLC 902159
NOPB 101113	07/13/82	SFLC 901160	11/16/83	SFLC 902160
NOPB 101114	09/30/82	SFLC 901161	10/26/83	SFLC 902161
NOPB 101115	07/14/82	SFLC 901162	11/09/83	SFLC 902162
NOPB 101117	07/14/82	SFLC 901163	01/16/83	SFLC 902163
NOPB 101118	07/13/82	SFLC 901164	02/23/84	SFLC 902164
NOPB 101119	07/21/82	SFLC 901165	07/20/83	SFLC 902165
NOPB 101120	07/10/82	SFLC 901166	02/28/84	SFLC 902166
NOPB 101121	07/20/82	SFLC 901167	07/25/83	SFLC 902167
NOPB 101122	07/12/82	SFLC 901168	08/02/83	SFLC 902168
NOPB 101123	07/19/82	SFLC 901169	02/17/84	SFLC 902169
NOPB 101124	07/21/82	SFLC 901170	01/13/84	SFLC 902170
NOPB 101125	07/10/82	SFLC 901171	12/08/83	SFLC 902171
NOPB 101126	07/19/82	SFLC 901172	12/29/83	SFLC 902172
NOPB 101127	07/19/82	SFLC 901173	01/25/84	SFLC 902173
NOPB 101128	07/16/82	SFLC 901174	02/07/84	SFLC 902174
NOPB 101129	07/19/82	SFLC 901175	10/18/83	SFLC 902175
NOPB 101130	07/12/82	SFLC 901176	09/08/83	SFLC 902176
NOPB 101131	07/13/82	SFLC 901177	01/26/84	SFLC 902177
NOPB 101132	09/15/82	SFLC 901178	10/07/83	SFLC 902178
NOPB 101133	07/08/82	SFLC 901179	07/14/83	SFLC 902179
NOPB 101134	08/02/82	SFLC 901180	11/17/83	SFLC 902180
NOPB 101135	07/10/82	SFLC 901181	08/04/83	SFLC 902181
NOPB 101136	07/14/82	SFLC 901182	03/27/84	SFLC 902182
NOPB 101137	07/16/82	SFLC 901183	12/29/83	SFLC 902183
NOPB 101138	07/08/82	SFLC 901184	02/14/84	SFLC 902184
NOPB 101139	07/13/82	SFLC 901185	02/09/84	SFLC 902185
NOPB 101140	07/08/82	SFLC 901186	10/06/83	SFLC 902186
NOPB 101141	07/21/82	SFLC 901187	09/23/83	SFLC 902187
NOPB 101142	07/08/82	SFLC 901188	12/06/83	SFLC 902188
NOPB 101143	07/10/82	SFLC 901189	09/28/83	SFLC 902189
NOPB 101144	07/08/82	SFLC 901190	08/09/83	SFLC 902190
NOPB 101145	09/15/82	SFLC 901191	08/08/83	SFLC 902191
NOPB 101146	07/21/82	SFLC 901192	02/23/84	SFLC 902192
NOPB 101147	07/21/82	SFLC 901193	10/04/83	SFLC 902193
NOPB 101148	07/13/82	SFLC 901194	10/06/83	SFLC 902194
NOPB 101149	07/19/82	SFLC 901195	01/18/84	SFLC 902195
NOPB 101150	07/20/82	SFLC 901196	02/06/84	SFLC 902196
NOPB 101151	08/19/82	SFLC 901197	10/18/83	SFLC 902197
NOPB 101152	07/08/82	SFLC 901198	02/02/84	SFLC 902198
NOPB 101153	07/08/82	SFLC 901199	10/19/83	SFLC 902199
NOPB 101154	07/26/83	SFLC 901200	12/28/83	SFLC 902200
NOPB 101155	07/12/82	SFLC 901201	09/29/83	SFLC 902201
NOPB 101156	07/15/82	SFLC 901202	11/03/83	SFLC 902202
NOPB 101157	07/12/82	SFLC 901203	11/03/83	SFLC 902203

EXHIBIT A

Previous NOPB Reporting Marks	Date Remarked	Previous SFLC Reporting Marks	Date Remarked	Current SFLC Reporting Marks
NOPB 101158	07/08/82	SFLC 901204	07/06/83	SFLC 902204
NOPB 101159	07/20/82	SFLC 901205	11/09/83	SFLC 902205
NOPB 101160	07/14/82	SFLC 901206	07/18/83	SFLC 902206
NOPB 101161	07/08/82	SFLC 901207	02/09/84	SFLC 902207
NOPB 101162	07/12/82	SFLC 901208	08/23/83	SFLC 902208
NOPB 101163	07/14/82	SFLC 901209	07/18/83	SFLC 902209
NOPB 101164	07/20/82	SFLC 901210	09/15/83	SFLC 902210
NOPB 101165	07/19/82	SFLC 901211	02/22/84	SFLC 902211
NOPB 101166	07/21/82	SFLC 901212	02/17/84	SFLC 902212
NOPB 101167	07/08/82	SFLC 901213	09/23/83	SFLC 902213
NOPB 101168	07/21/82	SFLC 901214	07/13/83	SFLC 902214
NOPB 101169	07/14/82	SFLC 901215	09/23/83	SFLC 902215
NOPB 101170	07/14/82	SFLC 901216	09/12/83	SFLC 902216
NOPB 101171	07/20/82	SFLC 901217	08/04/83	SFLC 902217
NOPB 101172	07/20/82	SFLC 901218	02/03/84	SFLC 902218
NOPB 101173	07/20/82	SFLC 901219	01/20/84	SFLC 902219
NOPB 101174	07/20/82	SFLC 901220	12/14/83	SFLC 902220
NOPB 101175	07/10/82	SFLC 901221	10/25/83	SFLC 902221
NOPB 101176	07/16/82	SFLC 901222	07/21/83	SFLC 902222
NOPB 101177	07/14/82	SFLC 901223	10/24/83	SFLC 902223
NOPB 101178	07/13/82	SFLC 901224	07/11/83	SFLC 902224
NOPB 101179	07/10/82	SFLC 901225	08/08/83	SFLC 902225
NOPB 101180	07/12/82	SFLC 901226	12/12/83	SFLC 902226
NOPB 101181	07/13/82	SFLC 901227	10/21/83	SFLC 902227
NOPB 101182	07/20/82	SFLC 901228	03/07/84	SFLC 902228
NOPB 101183	07/08/82	SFLC 901229	05/04/84	SFLC 902229
NOPB 101184	07/21/82	SFLC 901230	12/14/83	SFLC 902230
NOPB 101185	07/16/82	SFLC 901231	12/09/83	SFLC 902231
NOPB 101186	07/21/82	SFLC 901232	10/27/84	SFLC 902232
NOPB 101187	07/08/82	SFLC 901233	12/27/83	SFLC 902233
NOPB 101188	08/09/82	SFLC 901234	09/14/83	SFLC 902234
NOPB 101189	07/20/82	SFLC 901235	11/23/83	SFLC 902235
NOPB 101190	07/16/82	SFLC 901236	03/14/84	SFLC 902236
NOPB 101191	07/19/82	SFLC 901237	12/20/83	SFLC 902237
NOPB 101192	07/21/82	SFLC 901238	08/30/83	SFLC 902238
NOPB 101193	07/19/82	SFLC 901239	12/21/83	SFLC 902239
NOPB 101194	07/16/82	SFLC 901240	11/30/83	SFLC 902240
NOPB 101196	07/13/82	SFLC 901241	07/15/83	SFLC 902241
NOPB 101197	07/20/82	SFLC 901242	08/12/83	SFLC 902242
NOPB 101198	07/16/82	SFLC 901243	08/11/83	SFLC 902243
NOPB 101199	07/08/82	SFLC 901244	11/14/83	SFLC 902244
NOPB 101200	07/10/82	SFLC 901050	N/A	SFLC 901050
NOPB 101201	07/11/82	SFLC 901051	N/A	SFLC 901051
NOPB 101202	07/10/82	SFLC 901052	N/A	SFLC 901052
NOPB 101203	07/12/82	SFLC 901053	N/A	SFLC 901053
NOPB 101204	07/13/82	SFLC 901054	N/A	SFLC 901054
NOPB 101205	07/20/82	SFLC 901055	N/A	SFLC 901055
NOPB 101206	07/14/82	SFLC 901056	N/A	SFLC 901056
NOPB 101207	07/13/82	SFLC 901057	N/A	SFLC 901057
NOPB 101208	07/10/82	SFLC 901058	N/A	SFLC 901058
NOPB 101209	07/10/82	SFLC 901059	N/A	SFLC 901059
NOPB 101210	07/21/82	SFLC 901060	N/A	SFLC 901060

EXHIBIT A

Previous NOPB Reporting Marks	Date Remarked	Previous SFLC Reporting Marks	Date Remarked	Current SFLC Reporting Marks
NOPB 101211	07/13/82	SFLC 901061	N/A	SFLC 901061
NOPB 101212	07/10/82	SFLC 901062	N/A	SFLC 901062
NOPB 101213	07/20/82	SFLC 901063	N/A	SFLC 901063
NOPB 101214	07/11/82	SFLC 901064	N/A	SFLC 901064
NOPB 101215	07/21/82	SFLC 901065	N/A	SFLC 901065
NOPB 101216	07/12/82	SFLC 901066	N/A	SFLC 901066
NOPB 101217	07/16/82	SFLC 901067	N/A	SFLC 901067
NOPB 101218	07/12/82	SFLC 901068	N/A	SFLC 901068
NOPB 101219	07/16/82	SFLC 901069	N/A	SFLC 901069
NOPB 101220	07/14/82	SFLC 901070	N/A	SFLC 901070
NOPB 101221	07/14/82	SFLC 901071	N/A	SFLC 901071
NOPB 101222	07/14/82	SFLC 901072	N/A	SFLC 901072
NOPB 101223	07/10/82	SFLC 901073	N/A	SFLC 901073
NOPB 101224	07/12/82	SFLC 901074	N/A	SFLC 901074
NOPB 101225	07/10/82	SFLC 901075	N/A	SFLC 901075
NOPB 101226	07/16/82	SFLC 901076	N/A	SFLC 901076
NOPB 101227	07/12/82	SFLC 901077	N/A	SFLC 901077
NOPB 101228	07/16/82	SFLC 901078	N/A	SFLC 901078
NOPB 101229	07/16/82	SFLC 901079	N/A	SFLC 901079
NOPB 101230	07/10/82	SFLC 901080	N/A	SFLC 901080
NOPB 101231	07/14/82	SFLC 901081	N/A	SFLC 901081
NOPB 101232	07/19/82	SFLC 901082	N/A	SFLC 901082
NOPB 101233	09/06/82	SFLC 901083	N/A	SFLC 901083
NOPB 101234	07/12/82	SFLC 901084	N/A	SFLC 901084
NOPB 101235	09/30/82	SFLC 901085	N/A	SFLC 901085
NOPB 101236	08/17/82	SFLC 901086	N/A	SFLC 901086
NOPB 101237	07/19/82	SFLC 901087	N/A	SFLC 901087
NOPB 101238	07/12/82	SFLC 901088	N/A	SFLC 901088
NOPB 101239	07/16/82	SFLC 901089	N/A	SFLC 901089
NOPB 101240	07/10/82	SFLC 901090	N/A	SFLC 901090
NOPB 101241	07/10/82	SFLC 901091	N/A	SFLC 901091
NOPB 101242	07/12/82	SFLC 901092	N/A	SFLC 901092
NOPB 101243	07/14/82	SFLC 901093	N/A	SFLC 901093
NOPB 101244	07/12/82	SFLC 901094	N/A	SFLC 901094
NOPB 101245	07/14/82	SFLC 901095	N/A	SFLC 901095
NOPB 101246	07/20/82	SFLC 901096	N/A	SFLC 901096
NOPB 101247	07/13/82	SFLC 901097	N/A	SFLC 901097
NOPB 101248	10/09/82	SFLC 901098	N/A	SFLC 901098
NOPB 101249	07/12/82	SFLC 901099	N/A	SFLC 901099
NOPB 101250	07/08/82	SFLC 901245	N/A	SFLC 901245
NOPB 101251	07/21/82	SFLC 901246	N/A	SFLC 901246
NOPB 101252	09/06/82	SFLC 901247	N/A	SFLC 901247
NOPB 101253	07/13/82	SFLC 901248	N/A	SFLC 901248
NOPB 101254	07/11/82	SFLC 901249	N/A	SFLC 901249
NOPB 101255	07/08/82	SFLC 901250	N/A	SFLC 901250
NOPB 101256	07/13/82	SFLC 901251	N/A	SFLC 901251
NOPB 101257	07/21/82	SFLC 901252	N/A	SFLC 901252
NOPB 101258	07 13/82	SFLC 901253	N/A	SFLC 901253
NOPB 101259	07/16/82	SFLC 901254	N/A	SFLC 901254
NOPB 101260	07/13/82	SFLC 901255	N/A	SFLC 901255
NOPB 101261	07/10/82	SFLC 901256	N/A	SFLC 901256
NOPB 101262	07/13/82	SFLC 901257	N/A	SFLC 901257

EXHIBIT A

Previous NOPB Reporting Marks	Date Remarked	Previous SFLC Reporting Marks	Date Remarked	Current SFLC Reporting Marks
NOPB 101263	07/16/82	SFLC 901258	N/A	SFLC 901258
NOPB 101264	07/19/82	SFLC 901259	N/A	SFLC 901259
NOPB 101265	07/20/82	SFLC 901260	N/A	SFLC 901260
NOPB 101266	07/16/82	SFLC 901261	N/A	SFLC 901261
NOPB 101267	10/09/82	SFLC 901262	N/A	SFLC 901262
NOPB 101268	07/13/82	SFLC 901263	N/A	SFLC 901263
NOPB 101269	07/12/82	SFLC 901264	N/A	SFLC 901264
NOPB 101270	07/20/82	SFLC 901265	N/A	SFLC 901265
NOPB 101271	07/19/82	SFLC 901266	N/A	SFLC 901266
NOPB 101272	07/08/82	SFLC 901267	N/A	SFLC 901267
NOPB 101273	07/13/82	SFLC 901268	N/A	SFLC 901268
NOPB 101274	07/16/82	SFLC 901269	N/A	SFLC 901269
NOPB 101275	07/19/82	SFLC 901270	N/A	SFLC 901270
NOPB 101276	10/07/82	SFLC 901271	N/A	SFLC 901271
NOPB 101277	08/25/82	SFLC 901272	N/A	SFLC 901272
NOPB 101278	07/14/82	SFLC 901273	N/A	SFLC 901273
NOPB 101279	08/02/82	SFLC 901274	N/A	SFLC 901274
NOPB 101280	07/21/82	SFLC 901275	N/A	SFLC 901275
NOPB 101281	07/10/82	SFLC 901276	N/A	SFLC 901276
NOPB 101282	07/20/82	SFLC 901277	N/A	SFLC 901277
NOPB 101283	07/12/82	SFLC 901278	N/A	SFLC 901278
NOPB 101284	07/16/82	SFLC 901279	N/A	SFLC 901279
NOPB 101285	07/11/82	SFLC 901280	N/A	SFLC 901280
NOPB 101286	07/14/82	SFLC 901281	N/A	SFLC 901281
NOPB 101287	07/12/82	SFLC 901282	N/A	SFLC 901282
NOPB 101288	09/06/82	SFLC 901283	N/A	SFLC 901283
NOPB 101289	07/21/82	SFLC 901284	N/A	SFLC 901284
NOPB 101290	07/10/82	SFLC 901285	N/A	SFLC 901285
NOPB 101291	07/12/82	SFLC 901286	N/A	SFLC 901286
NOPB 101292	07/21/82	SFLC 901287	N/A	SFLC 901287
NOPB 101293	07/08/82	SFLC 901288	N/A	SFLC 901288
NOPB 101294	07/14/82	SFLC 901289	N/A	SFLC 901289
NOPB 101295	07/08/82	SFLC 901290	N/A	SFLC 901290
NOPB 101296	07/12/82	SFLC 901291	N/A	SFLC 901291
NOPB 101297	07/19/82	SFLC 901292	N/A	SFLC 901292
NOPB 101298	07/16/82	SFLC 901293	N/A	SFLC 901293
NOPB 101299	07/19/82	SFLC 901294	N/A	SFLC 901294

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

On this 25th day of November, 1985, before me personally appeared Desmond P. Hayes, to me personally known, who being by me duly sworn says that such person is President of Itel Rail Corporation, that the foregoing Amendment No. 3 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

OFFICIAL SEAL
GINNY E. HANGER
NOTARY PUBLIC - CALIFORNIA
CITY AND COUNTY OF SAN FRANCISCO
My Comm. Expires May 6, 1988

Ginny E Hanger
Notary Public

STATE OF LOUISIANA)
) ss:
~~COUNTY~~ OF ORLEANS)
PARISH

On this 18th day of November, 1985, before me personally appeared P. A. Webb, Jr., to me personally known, who being by me duly sworn says that such person is General Manager of New Orleans Public Belt Railroad, that the foregoing Amendment No. 3 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

A. J. WAECHTER, JR.
Notary Public, Parish of Orleans, State of La.
My Commission is issued for life.

197:43078-8

EQUIPMENT SCHEDULE NO. 1.A.

Itel Rail Corporation hereby leases the following Cars to New Orleans Public Belt Railroad subject to the terms and conditions of that certain Lease Agreement dated as of October 26, 1978.

A.A.R. Mech. Desig.	Description	Numbers	Dimensions Length	Inside Width	Height	Doors Width	No. of Cars
FC	70-ton flush deck flatcars for trailer and container service	NOPB 101051-101056, 101058-101063, 101065-101099	89'4"	9'0"	N/A	N/A	47

ITEL RAIL CORPORATION

By: [signature]

Title: President

Date: November 25, 1985

NEW ORLEANS PUBLIC BELT RAILROAD

By: [signature]

Title: General Manager

Date: November 18, 1985

197:43078-9

EQUIPMENT SCHEDULE NO. 2.A.

Itel Rail Corporation hereby leases the following Cars to New Orleans Public Belt Railroad subject to the terms and conditions of that certain Lease Agreement dated as of October 26, 1978.

A.A.R. Mech. Desig.	Description	Numbers	Dimensions Length	Inside Width	Height	Doors Width	No. of Cars
FC	70-ton flush deck flatcars for trailer and container service	NOPB 101100-101115, 101117-101194, 101196-101199	89'4"	9'0"	N/A	N/A	98

ITEL RAIL CORPORATION

By: [signature]

Title: President

Date: November 25, 1985

NEW ORLEANS PUBLIC BELT RAILROAD

By: [signature]

Title: General Manager

Date: November 18, 1985

197:43078-10

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

On this 25th day of November, 1985, before me personally appeared Desmond P. Hayes, to me personally known, who being by me duly sworn says that such person is President of Itel Rail Corporation, that the foregoing Equipment Schedules No. 1.A. and No. 2.A. were signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Ginny E Hanger
Notary Public

OFFICIAL SEAL
GINNY E. HANGER
NOTARY PUBLIC - CALIFORNIA
CITY AND COUNTY OF SAN FRANCISCO
My Comm. Expires May 6, 1988

STATE OF LOUISIANA)
) ss:
~~COUNTY~~ PARISH OF ORLEANS)

On this 18th day of November, 1985, before me personally appeared P. A. Webb, Jr., to me personally known, who being by me duly sworn says that such person is General Manager of New Orleans Public Belt Railroad, that the foregoing Equipment Schedules No. 1.A. and No. 2.A. were signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

A. J. WAECHTER, JR.
Notary Public, Parish of Orleans, State of La.
My Commission is issued for life.