



# Western Fuels Association, Inc.

4-354A024

GENERAL MANAGER  
700 JEFFERSON BUILDING  
1225 19TH STREET, NW  
WASHINGTON, DC 20036

RECORDATION NO. 14495-B  
FILED 148

TELEPHONE 202-463-6580  
FACSIMILE 202-223-8790

DEC 19 1984 - 11 10 AM

No. 1004

INTERSTATE COMMERCE COMMISSION

December 19, 1984

The Secretary  
Interstate Commerce Commission  
Washington, DC 20423

Western Fuels Association, Inc.,  
Rental Schedule No. 2 to Equipment  
Lease dated as of December 5, 1984.

Dear Secretary:

Enclosed herewith for filing as a secondary document pursuant to 49 U.S.C. §11303 is a Rental Schedule No.2 to Equipment Lease dated as of December 5, 1984 between Heleasco Twenty-Three, Inc., as Lessee, and recorded with the Interstate Commerce Commission on December 6, 1984, recordation number 14495, together with Rental Schedule No. 1, also dated December 5, 1984 and recorded with the Interstate Commerce Commission on December 6, 1984, with recordation number 14495A.

The Rental Schedule No. 2 relates to the lease by Western Fuels Association, Inc., of (1) 21 Hopper Coal Cars bearing identifying numbers WFAX 84227 to and including WFAX 84297, (2) 115 Dual Service Coal Cars bearing identifying numbers WFAX 84701 to and including WFAX 84815, and (3) three General Motors Diesel Locomotives, SD 40-2, bearing identifying numbers WFA 1, 2 and 3.

The parties to the enclosed Rental Schedule No. 2 to Equipment Lease are:

Western Fuels Association, Inc.  
700 Jefferson Building  
1225 - 19th Street, N.W.  
Washington, DC 20036

and

Heleasco Twenty-Three, Inc.  
3411 Silverside Road  
Weldin Building, Suite 201  
Wilmington, Delaware 19810

10  
DEC 19 11:00 AM '84

*John G. Baker*  
*Deen Taylor*

Please record one of the three enclosed copies of the Rental Scheule No. 2 to Equipment Lease and stamp the other two copies and the two copies of the letter enclosed herewith with the recordation date and return such copies to the undersigned in the enclosed pre-addressed, stamped envelope. A check in the amount of \$10 is enclosed in payment of the applicable recording fee.

Very Truly Yours,

WESTERN FUELS ASSOCIATION, INC.

By:   
Its Manager of Finance and  
Administration

Telephone: (202) 463-6580

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

12/19/84

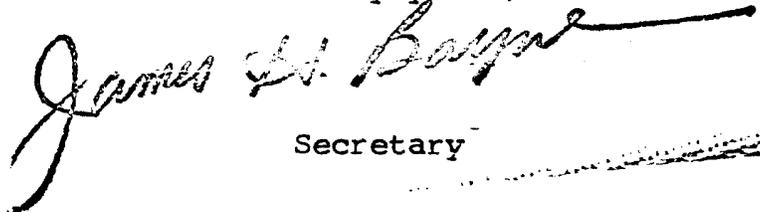
**OFFICE OF THE SECRETARY**

Western Fuels Association, Inc.  
700 Jefferson Building  
1225 19th St. N.W.  
Washington, D.C. 20036

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/19/84 at 11:10am and assigned re-  
recording number(s). 14495-B

Sincerely yours,

  
Secretary

Enclosure(s)

REGISTRATION NO. 14495-B  
Filed 1425

DEC 19 1984 11 12 AM

RENTAL SCHEDULE NO. 2  
INDESTATE COMMERCE COMMISSION

RENTAL SCHEDULE NO. 2 to Equipment Lease dated as of December 5, 1984 (the "Lease") by and between the Lessor and Lessee identified below, the terms and conditions of which are hereby incorporated herein by reference. Lessee hereby (a) acknowledges that Lessee has requested Lessor to purchase the equipment described herein (the "Equipment"), (b) agrees to lease such Equipment from Lessor effective the date hereof and (c) agrees (subject to adjustment pursuant to Section 2.1(c) of the Lease) to pay Lessor the rent, including the Fixed Rental, in the amounts specified below, for each item of Equipment, at the times specified in the Lease. All of the terms used herein which are defined in the Lease shall have the same meaning as so defined.

Description	Identifying Numbers	Equipment Cost
115 Dual Service Coal Cars	WFAX 84701 to and including WFA 84815	\$4,873,171.95
10 Hopper Coal Cars	WFAX 842 <sup>88</sup> 90 to and including WFA 842 <del>99</del> 97	\$ 420,505.40
5 Hopper Coal Cars	WFAX 84277 to and including WFA 84281	\$ 222,152.50
6 Hopper Coal Cars	WFAX 84282 to and including WFA 84287	\$ 289,723.62
3 Diesel Locomotives SD40-2	WFA 1, 2 and 3	\$2,475,340.00

Installments of Fixed Rental with respect to the Equipment shall be in the amount of \$77,092.39 on January 1, 1985 and \$66,470.68 on the first day of each month thereafter through and including the Rent Adjustment Date. Thereafter, the Fixed Rental with respect to the Equipment will be established pursuant to Section 2.1 of the Lease, and on or before the Rent Adjustment Date a supplement to this Rental Schedule No. 2 will be executed by the parties.

The Schedule of Casualty Values attached hereto is hereby confirmed.

HELEASCO TWENTY-THREE, INC.  
(LESSOR)

WESTERN FUELS ASSOCIATION, INC.  
(LESSEE)

BY



Dated: December 19, 1984

BY



Dated: December 19, 1984

ACKNOWLEDGEMENT

DISTRICT OF COLUMBIA, ss:

On this 19 day of December 1984, before me personally appeared Robert P. Norrgard, to me personally known, who being by me duly sworn, says that he is Manager of Finance and Administration of Western Fuels Association, Inc., 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 he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[SEAL]

*Jacquelyn G. Behrens*  
Notary Public

My Comm. Exp. 12/31/87

My Commission Expires: \_\_\_\_\_

ACKNOWLEDGEMENT

DISTRICT OF COLUMBIA, ss:

On this 19 day of December 1984, before me personally appeared James S. Dooley, to me personally known, who being by me duly sworn, says that he is Attorney-in-Fact for Heleasco Twenty-Three, Inc., 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 he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[SEAL]

*Jacquelyn G. Behrens*  
Notary Public

My Commission Expires: \_\_\_\_\_

CHASE LEASE EVALUATION/ACCOUNTING SYSTEM

TERMINATION/CASUALTY SCHEDULE

WESTERN FUELS ASSOC., INC.  
RAILROAD EQUIPMENT-12/19/84 CLOSING  
FILE=WESTERN1

	CASUALTY/ TERMINATION VALUE	CASUALTY/ TERMINATION VALUE % OF TOTAL ASSET COST
1JAN102	3,392,083	40.96277
1FEB102	3,347,172	40.42042
1MAR102	3,301,796	39.87245
1APR102	3,255,950	39.31893
1MAY102	3,217,225	38.85118
1JUN102	3,183,912	38.44890
1JUL102	3,159,154	38.14992
1AUG102	3,140,949	37.93008
1SEP102	3,123,702	37.72179
1OCT102	3,116,852	37.63908
1NOV102	3,118,674	37.66109
1DEC102	3,123,366	37.71774
1JAN103	2,754,632	33.26491
1FEB103	2,706,125	32.67915
1MAR103	2,656,858	32.08419
1APR103	2,606,815	31.47987
1MAY103	2,562,840	30.94883
1JUN103	2,523,381	30.47232
1JUL103	2,490,829	30.07923
1AUG103	2,465,021	29.76757
1SEP103	2,440,025	29.46572
1OCT103	2,423,666	29.26817
1NOV103	2,416,128	29.17714
1DEC103	2,411,211	29.11776
1JAN104	2,117,349	25.56908
1FEB104	2,072,521	25.02775
1MAR104	2,027,197	24.48041
1APR104	1,981,372	23.92703
1MAY104	1,940,503	23.43350
1JUN104	1,904,405	22.99757
1JUL104	1,874,219	22.63305
1AUG104	1,849,959	22.34009
1SEP104	1,826,915	22.06181
1OCT104	1,811,595	21.87681
1NOV104	1,804,348	21.78929
1DEC104	1,800,184	21.73901
1JAN105	1,656,191	20.00015

TERMINATION/CASUALTY SCHEDULE

WESTERN FUELS ASSOC., INC.  
RAILROAD EQUIPMENT-12/19/84 CLOSING  
FILE=WESTERN1

	CASUALTY/ TERMINATION VALUE	CASUALTY/ TERMINATION VALUE % OF TOTAL ASSET COST
1AUG98	5,527,552	66.75067
1SEP98	5,552,377	67.05046
1OCT98	5,594,661	67.56107
1NOV98	5,653,584	68.27264
1DEC98	5,718,495	69.05650
1JAN99	5,101,253	61.60269
1FEB99	5,069,330	61.21719
1MAR99	5,037,033	60.82717
1APR99	5,004,357	60.43258
1MAY99	4,983,095	60.17581
1JUN99	4,971,523	60.03607
1JUL99	4,972,801	60.05150
1AUG99	4,985,531	60.20523
1SEP99	5,000,576	60.38692
1OCT99	5,031,363	60.75870
1NOV99	5,076,958	61.30931
1DEC99	5,127,884	61.92428
1JAN100	4,566,756	55.14811
1FEB100	4,530,649	54.71208
1MAR100	4,494,135	54.27114
1APR100	4,457,210	53.82523
1MAY100	4,430,352	53.50089
1JUN100	4,411,842	53.27737
1JUL100	4,404,679	53.19087
1AUG100	4,407,421	53.22398
1SEP100	4,412,136	53.28092
1OCT100	4,430,769	53.50592
1NOV100	4,462,262	53.88624
1DEC100	4,498,394	54.32257
1JAN101	3,997,248	48.27073
1FEB101	3,956,797	47.78225
1MAR101	3,915,909	47.28848
1APR101	3,874,579	46.78939
1MAY101	3,841,887	46.39459
1JUN101	3,816,116	46.08338
1JUL101	3,800,098	45.88995
1AUG101	3,792,343	45.79630
1SEP101	3,786,206	45.72219
1OCT101	3,792,054	45.79281
1NOV101	3,808,700	45.99383
1DEC101	3,829,262	46.24213

CHASE LEASE EVALUATION/ACCOUNTING SYSTEM

TERMINATION/CASUALTY SCHEDULE

WESTERN FUELS ASSOC., INC.  
RAILROAD EQUIPMENT-12/19/84 CLOSING  
FILE=WESTERN1

*CASUALTY*  
TERMINATION  
VALUE

*CASUALTY*  
TERMINATION  
VALUE  
% OF TOTAL  
ASSET COST

1JAN85	8,587,023	103.69682
1FEB85	8,649,714	104.45387
1MAR85	8,713,847	105.22835
1APR85	8,779,461	106.02070
1MAY85	8,854,568	106.92769
1JUN85	8,949,965	108.07970
1JUL85	9,057,679	109.38045
1AUG85	9,178,303	110.83711
1SEP85	9,305,059	112.36781
1OCT85	9,448,514	114.10017
1NOV85	9,609,983	116.05007
1DEC85	9,782,062	118.12810
1JAN86	9,030,549	109.05284
1FEB86	9,091,269	109.78608
1MAR86	9,153,429	110.53673
1APR86	9,217,068	111.30524
1MAY86	9,294,766	112.24351
1JUN86	9,386,326	113.34920
1JUL86	9,494,640	114.65719
1AUG86	9,620,029	116.17139
1SEP86	9,751,765	117.76223
1OCT86	9,905,313	119.61648
1NOV86	10,081,896	121.74890
1DEC86	10,270,059	124.02115
1JAN87	9,305,991	112.37907
1FEB87	9,351,272	112.92589
1MAR87	9,397,475	113.48383
1APR87	9,444,622	114.05318
1MAY87	9,509,219	114.83324
1JUN87	9,590,676	115.81692
1JUL87	9,692,423	117.04561
1AUG87	9,814,487	118.51966
1SEP87	9,942,514	120.06571
1OCT87	10,096,671	121.92731
1NOV87	10,278,049	124.11764
1DEC87	10,471,762	126.45691
1JAN88	9,319,497	112.54217
1FEB88	9,344,368	112.84251
1MAR88	9,369,888	113.15069
1APR88	9,396,075	113.46692
1MAY88	9,442,708	114.03006

CHASE LEASE EVALUATION/ACCOUNTING SYSTEM

TERMINATION/CASUALTY SCHEDULE

WESTERN FUELS ASSOC., INC.  
RAILROAD EQUIPMENT-12/19/84 CLOSING  
FILE=WESTERN1

	CASUALTY/ TERMINATION VALUE	CASUALTY/ TERMINATION VALUE % OF TOTAL ASSET COST
1JUN88	9,508,841	114.82869
1JUL88	9,598,326	115.90931
1AUG88	9,710,922	117.26901
1SEP88	9,829,662	118.70292
1OCT88	9,977,496	120.48815
1NOV88	10,155,323	122.63559
1DEC88	10,345,378	124.93070
1JAN89	9,034,892	109.10528
1FEB89	9,035,048	109.10716
1MAR89	9,035,127	109.10812
1APR89	9,035,129	109.10814
1MAY89	9,057,152	109.37409
1JUN89	9,099,230	109.88223
1JUL89	9,165,953	110.68797
1AUG89	9,256,221	111.77804
1SEP89	9,351,584	112.92965
1OCT89	9,477,064	114.44494
1NOV89	9,632,638	116.32366
1DEC89	9,799,121	118.33411
1JAN90	8,564,268	103.42203
1FEB90	8,561,081	103.38354
1MAR90	8,557,786	103.34375
1APR90	8,554,382	103.30265
1MAY90	8,571,215	103.50591
1JUN90	8,606,392	103.93072
1JUL90	8,664,215	104.62899
1AUG90	8,743,589	105.58751
1SEP90	8,827,604	106.60208
1OCT90	8,939,295	107.95086
1NOV90	9,078,546	109.63244
1DEC90	9,227,775	111.43453
1JAN91	8,280,492	99.99516
1FEB91	8,274,882	99.92740
1MAR91	8,269,139	99.85805
1APR91	8,263,263	99.78709
1MAY91	8,276,899	99.95176
1JUN91	8,308,175	100.32945
1JUL91	8,361,295	100.97093
1AUG91	8,435,139	101.86267
1SEP91	8,513,430	102.80811
1OCT91	8,618,418	104.07595

## CHASE LEASE EVALUATION/ACCOUNTING SYSTEM

## TERMINATION/CASUALTY SCHEDULE

WESTERN FUELS ASSOC., INC.  
RAILROAD EQUIPMENT-12/19/84 CLOSING  
FILE=WESTERN1

CASUALTY  
TERMINATION  
VALUE

CASUALTY	% OF TOTAL	% OF TOTAL	ASSET COST
		VALUE	
1NOV91	8,749,920		105.66396
1DEC91	8,891,014		107.36781
1JAN92	7,975,110		96.30737
1FEB92	7,966,901		96.20823
1MAR92	7,958,534		96.10719
1APR92	7,950,008		96.00422
1MAY92	7,960,208		96.12741
1JUN92	7,987,294		96.45450
1JUL92	8,035,361		97.03495
1AUG92	8,103,260		97.85490
1SEP92	8,175,397		98.72603
1OCT92	8,273,178		99.90682
1NOV92	8,396,345		101.39419
1DEC92	8,528,689		102.99238
1JAN93	7,646,607		92.34036
1FEB93	7,635,614		92.20761
1MAR93	7,624,437		92.07263
1APR93	7,613,072		91.93539
1MAY93	7,619,583		92.01402
1JUN93	7,642,172		92.28681
1JUL93	7,684,813		92.80173
1AUG93	7,746,326		93.54457
1SEP93	7,811,853		94.33587
1OCT93	7,901,889		95.42314
1NOV93	8,016,098		96.80233
1DEC93	8,139,039		98.28696
1JAN94	7,293,411		88.07517
1FEB94	7,279,441		87.90647
1MAR94	7,265,258		87.73519
1APR94	7,250,858		87.56130
1MAY94	7,253,409		87.59211
1JUN94	7,271,179		87.80669
1JUL94	7,307,999		88.25133
1AUG94	7,362,660		88.91142
1SEP94	7,421,094		89.61707
1OCT94	7,502,816		90.60395
1NOV94	7,607,409		91.86701
1DEC94	7,720,253		93.22972
1JAN95	6,913,933		83.49260
1FEB95	6,896,785		83.28552

CHASE LEASE EVALUATION/ACCOUNTING SYSTEM

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WESTERN FUELS ASSOC., INC.  
RAILROAD EQUIPMENT-12/19/84 CLOSING  
FILE=WESTERN1

	CASUALTY/ TERMINATION VALUE	CASUALTY/ TERMINATION VALUE % OF TOTAL ASSET COST
1MAR95	6,879,392	83.07549
1APR95	6,861,753	82.86248
1MAY95	6,860,106	82.84258
1JUN95	6,872,719	82.99490
1JUL95	6,903,308	83.36429
1AUG95	6,950,629	83.93573
1SEP95	7,001,465	84.54964
1OCT95	7,074,280	85.42895
1NOV95	7,168,564	86.56752
1DEC95	7,270,587	87.79955
1JAN96	6,506,590	78.57352
1FEB96	6,486,057	78.32557
1MAR96	6,465,249	78.07430
1APR96	6,444,163	77.81966
1MAY96	6,438,039	77.74570
1JUN96	6,445,147	77.83154
1JUL96	6,469,076	78.12051
1AUG96	6,508,548	78.59718
1SEP96	6,551,262	79.11299
1OCT96	6,614,548	79.87723
1NOV96	6,697,801	80.88259
1DEC96	6,788,246	81.97480
1JAN97	6,069,746	73.29820
1FEB97	6,045,621	73.00687
1MAR97	6,021,189	72.71183
1APR97	5,996,445	72.41302
1MAY97	5,985,559	72.28156
1JUN97	5,986,803	72.29659
1JUL97	6,003,632	72.49981
1AUG97	6,034,730	72.87535
1SEP97	6,068,777	73.28650
1OCT97	6,121,891	73.92791
1NOV97	6,193,365	74.79102
1DEC97	6,271,445	75.73392
1JAN98	5,601,803	67.64733
1FEB98	5,573,880	67.31012
1MAR98	5,545,615	66.96880
1APR98	5,517,005	66.62331
1MAY98	5,501,071	66.43089
1JUN98	5,496,088	66.37071
1JUL98	5,505,366	66.48276