

RECORDATION NO. 11864 Filed 1425

MAY 30 1980 - 12 05 PM

SLADE PELLMAN & BIEHL
INTERSTATE COMMERCE COMMISSION COUNSELORS AT LAW

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SIDNEY M. SEGALL
MICHAEL W. STAMM

No. 0-151A086

Date MAY 30 1980

Fee \$ 300.00 ⁸⁵⁰

ICC Washington, D. C.

Office of the Secretary
Recordation Office
Interstate Commerce Commission
Twelfth St. and Constitution Ave., N.W.
Washington, DC 20423

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INTERSTATE COMMERCE COMMISSION

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INTERSTATE COMMERCE COMMISSION
Dear Sirs:

In accordance with the provisions of Section 11303 of the Revised Interstate Commerce Act, 49 U.S.C. §11303, and Part 1116 of Title 49 of the Code of Federal Regulations, we request that the enclosed documents be recorded and filed by the Interstate Commerce Commission (the "Commission").

A. Description of the Documents and the Parties Thereto

Enclosed herewith are three originals of the documents listed below. We request that one original of each document be recorded and filed in the order listed below. We request that the additional original be stamped by your office and returned to us.

1. LEASE AGREEMENT (the "Lease") dated as of May 1980, between Seafirst Leasing Corporation, as lessor the ("Lessor"), and Emons Industries, Inc., as lessee the ("Lessee");

2. GONDOLA CAR AGREEMENT NO. 4, dated September 7, 1979, between the Lessee and South Buffalo Railway Company ("South Buffalo");

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INTERSTATE COMMERCE COMMISSION

540 MADISON AVENUE
NEW YORK, N. Y. 10022
TEL: (212) 838-6670

FEE OPERATION BR.
I.C.C.

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David H. Cox
Charles Hill

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3. SUPPLEMENT NO. 1 dated May 23, 1980, to Gondola Car Agreement No. 4, between the Lessee and South Buffalo; B

4. ASSIGNMENT OF RENTS AND SECURITY AGREEMENT dated as of May 27, 1980, among the Lessor and the Lessee relating to South Buffalo Gondola Car Agreement No. 4, together with South Buffalo's Acknowledgement of Notice of Assignment; C

5. GONDOLA CAR AGREEMENT NO. 2, dated September 7, 1979, between the Lessee and Patapsco & Back Rivers Railroad Company ("Patapsco"); D

6. SUPPLEMENT AND AMENDMENT NO. 1, dated April 23, 1980, to Gondola Car Agreement No. 2 between the Lessee and Patapsco; E

7. ASSIGNMENT OF RENTS AND SECURITY AGREEMENT dated May 27, 1980, between the Lessor and the Lessee relating to Patapsco Gondola Car Agreement No. 2, together with Patapsco's Acknowledgement of Notice of Assignment; F

8. GONDOLA CAR AGREEMENT NO. 1, dated September 7, 1979, between the Lessee and Philadelphia, Bethlehem & New England Railroad Company ("PBNE"); G

9. SUPPLEMENT AND AMENDMENT NO. 1, dated May 23, 1980, to Gondola Car Agreement No. 1 between the Lessee and PBNE; and H

10. ASSIGNMENT OF RENTS AND SECURITY AGREEMENT, dated May 27, 1980, between the Lessor and the Lessee, relating to PBNE Gondola Car Agreement No. 1, together with PBNE's Acknowledgement of Notice of Assignment. I

The names and addresses for the parties to the transaction are:

EMONS INDUSTRIES, INC.
490 East Market Street
York, Pennsylvania 17403

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SEAFIRST LEASING CORPORATION
P.O. Box 3586
Seattle, Washington 98124

SOUTH BUFFALO RAILWAY COMPANY
1275 Daly Avenue
Bethlehem, Pennsylvania 18015

PATAPSCO & BACK RIVERS RAILROAD COMPANY
1275 Daly Avenue
Bethlehem, Pennsylvania 18015

PHILADELPHIA, BETHLEHEM & NEW ENGLAND
RAILROAD COMPANY
1275 Daly Avenue
Bethlehem, Pennsylvania 18015

B. Procedural Matters

It is hereby respectfully requested that each of the following names be inserted in the Commission Index established pursuant to Section 1116.5(c) of Title 49 of the Code of Federal Regulations.

1. Seafirst Leasing Corporation
2. Emons Industries, Inc.
3. South Buffalo Railway Company
4. Patapsco & Back Rivers Railroad Company
5. Philadelphia, Bethlehem & New England Railroad Company

A check in the amount of \$ has been enclosed with this letter of transmittal to cover the recordation fee.

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Please stamp and return the enclosed copy of this letter of transmittal.

If there are any questions with respect to the enclosed or the transactions described therein, please telephone Melvin S. Slade or Michael W. Stamm of this office, collect.

Very truly yours,



SLADE PELLMAN & BIEHL

SP&B:ab
Encl.

SUPPLEMENT AND AMENDMENT NO. 1
TO GONDOLA CAR AGREEMENT NO. 2

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INTERSTATE COMMERCE COMMISSION

SUPPLEMENT AND AMENDMENT NO. 1, dated April 23, 1980, to GONDOLA CAR AGREEMENT NO. 2, dated September 7, 1979, between EMONS INDUSTRIES, INC., a New York corporation ("Emons"), and PATAPSCO & BACK RIVERS RAILROAD COMPANY, a Maryland corporation (the "Railroad").

Emons and the Railroad have heretofore entered into two Gondola Car Agreements dated September 7, 1979, one of which agreements is entitled "Gondola Car Agreement No. 2"; and

Gondola Car Agreement No. 2 provides for the use by the Railroad, for the term specified in such agreement, of fifty (50) one hundred ton, fifty two foot six inch railroad gondola cars (the "Gondola Cars").

NOW, THEREFORE, Emons and the Railroad agree as follows:

1. Section 1(a) of Gondola Car Agreement No. 2 is hereby amended to read in full as follows:

"(a) Emons agrees to supply to Railroad and Railroad agrees to use thirty (30) specially equipped 52 foot 6 inch railroad gondola cars, rigid underframe, fixed ends, 100 tons with interior lading securement devices, as more fully described in Exhibit A annexed hereto (hereinafter collectively called the "Gondola Cars").

2. The equipment bearing the markings PBR 5070 through PBR 5099 shall constitute the thirty (30) Gondola Cars subject to Gondola Car Agreement No. 2.

IN WITNESS WHEREOF, Emons and the Railroad have caused this Supplement and Amendment No. 1 to Gondola Car Agreement No. 2 to be duly sealed and executed as of the day and year first above written.

Attest:

Rudolph Horvath
(Corporate Seal)
ant seg

EMONS INDUSTRIES, INC.

By: *J.P. Mullen*
Title: *V.P.*

Attest:

R. Manning
(Corporate Seal)
Seventy

PATAPSCO & BACK RIVER RAILROAD COMPANY

By: *R. Manning*
Title: *V.P.*

COMMONWEALTH OF PENNSYLVANIA)

COUNTY OF YORK)

: SS:

1980

On this *23d* day of *April*, 1980, before me personally appeared Joseph S. Maltese, to me personally known, who, being by me duly sworn, says that he is the Vice President, Treasurer and Secretary of EMONS INDUSTRIES, INC., one of the corporations described in and which executed the foregoing instrument; that said instrument was signed on behalf of said corporation by authority of the Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

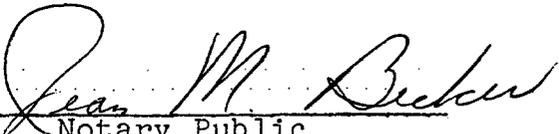
Erdele Nowotnik
NOTARY PUBLIC

My commission expires:

MY COMMISSION EXPIRES
JANUARY 31, 1981
YORK, YORK COUNTY, PA.

COMMONWEALTH OF PENNSYLVANIA :
:
COUNTY OF NORTHAMPTON :

On this 24th day of April, 1980, before me personally appeared Howard J. Umberger, to me personally known, who, being by me duly sworn, says that he is the Vice President of PATAPSCO & BACK RIVERS RAILROAD COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of the By-laws of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

NOTARY PUBLIC
BETHLEHEM, NORTHAMPTON COUNTY, PA.
My Commission expires January 20, 1982