

RECORDATION NO. 11864 Filed 1425

MAY 30 1980 - 12 05 PM

SLADE PELLMAN & BIEHL

INTERSTATE COMMERCE COMMISSION COUNSELORS AT LAW

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INTERSTATE COMMERCE COMMISSION

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INTERSTATE COMMERCE COMMISSION

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

MELVIN S. SLADE  
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J. ANDREW RAHL, JR.  
SIDNEY M. SEGALL  
MICHAEL W. STAMM

No. 0-151A086

Date MAY 30 1980

Fee \$ 350.00

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ICC Washington, D. C.

MAY 30 1980 - 12 05 PM

INTERSTATE COMMERCE COMMISSION

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

Re: Recordation and Filing of Documents  
pertaining to 120 Railroad Gondola  
Cars Numbered: SB 6150 through  
SB 6199, inclusive; PBR 5070 through  
PBR 5099, inclusive; and PBNE 4000  
through PBNE 4039, inclusive

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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  
turned to us.

1. LEASE AGREEMENT (the "Lease") dated as of May 27, 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");

*David H. Cox*  
*Charles [unclear]*

FEE OPERATION BR.  
I.C.C.

MAY 30 11 59 AM '80

RECEIVED

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INTERSTATE COMMERCE COMMISSION

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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,

A handwritten signature in cursive script that reads "Slade Pellman & Biehl". The signature is written in dark ink and is positioned above the typed name.

SLADE PELLMAN & BIEHL

SP&B:ab  
Encl.

SUPPLEMENT AND AMENDMENT NO. 1  
TO  
PHILADELPHIA, BETHLEHEM  
&  
NEW ENGLAND RAILROAD COMPANY  
GONDOLA CAR AGREEMENT NO. 1

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INTERSTATE COMMERCE COMMISSION

SUPPLEMENT AND AMENDMENT NO. 1, dated May 23, 1980, to GONDOLA CAR AGREEMENT NO. 1, dated September 7, 1979, between EMONS INDUSTRIES, INC., a New York corporation ("Emons"), and PHILADELPHIA, BETHLEHEM & NEW ENGLAND RAILROAD COMPANY, a Pennsylvania 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. 1"; and

Gondola Car Agreement No. 1 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. 1 is hereby amended to read in full as follows:

"(a) Emons agrees to supply to Railroad and Railroad agrees to use forty (40) 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 PBNE 4000 through PBNE 4039 shall constitute the forty (40) Gondola Cars subject to Gondola Car Agreement No. 1.

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

EMONS INDUSTRIES, INC.

By: Robert Grossman  
Title: Chairman

PHILADELPHIA, BETHLEHEM & NEW ENGLAND RAILROAD COMPANY

By: T. H. Seaman  
Title: President

Attest:  
J. P. [Signature]  
[Corporate Seal] Asst Secy

Attest:  
R. [Signature]  
[Corporate Seal] Secretary







Notice of the foregoing Assignment of Rents and Security Agreement is hereby acknowledged.

May 27, 1980.

PHILADELPHIA, BETHLEHEM & NEW ENGLAND RAILROAD COMPANY

By T. H. Semmel  
Title President

STATE OF PENNSYLVANIA )  
  )  
COUNTY OF NORTHAMPTON )

ss.

On this 27th day of May, 1980, before me personally appeared T. H. Semmel, to me personally known, who being by me duly sworn, says that he is the President of PHILADELPHIA, BETHLEHEM & NEW ENGLAND RAILROAD COMPANY, 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 acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Donald L. Henn  
Notary Public in and for the State  
of \_\_\_\_\_, residing at \_\_\_\_\_  
My Commission expires \_\_\_\_\_

DONALD L. HENN, Notary Public  
Bethlehem, Northampton Co., Pa.  
My Commission Expires Feb. 2, 1981