

RECORDATION NO. 12905-~~XX~~

OCT 8 - 1981 - 2 30 PM

INTERSTATE COMMERCE COMMISSION

Paul Jayner

RECORDATION NO. 12945-W
Filed 1426

OCT 8 - 1981 - 2 30 PM

INTERSTATE COMMERCE COMMISSION

THE COMMONWEALTH PLAN, INC.

2655 CAMPUS DRIVE, SAN MATEO, CALIFORNIA 94403

EXECUTIVE OFFICES

AREA CODE 415
573-1200

September 29, 1981

Mrs. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
12th and Constitution Avenues, N. W.
Washington, D.C. 20423

1-1081-1063

No. OCT 8 1981

Date

Fee \$200.00
deposited 100.00

ICC Washington, D. C.

Attention: Mrs. Mildred Lee, Room 2227

Dear Madam Secretary:

There are handed to you herewith, for recording in compliance with the provisions of Section 20c of the Interstate Commerce Commission, four executed original counterparts each of Individual Sale Records No. 11, 12, 13, 14, and 15, which are supplemental to the Master Conditional Sale Agreement recorded on February 11, 1981, file number 12905, and Individual Leasing Records No. 11, 12, 13, 14, and 15, supplemental to the Master Leasing Agreement also recorded on February 11, 1981, file number 12905-A. Also enclosed is this Company's check in the amount of \$200.00 in payment of the required recording fees.

The following information is set forth in accordance with the provisions of Section 57.4 of the Commission's Order of July 28, 1952, as amended:

Name and Address of Conditional Seller:

The Commonwealth Plan, Inc.
2655 Campus Drive, Suite 200
San Mateo, California 94403

Name and Address of Conditional Buyer and Lessor:

Southwestern States Management Co.
701 Commerce Street
Dallas, Texas 75202

Name and Address of Lessee:

Missouri-Kansas-Texas Railroad Company
701 Commerce Street
Dallas, Texas 75202

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INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 12905-EE
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INTERSTATE COMMERCE COMMISSION

RECEIVED
OCT 8 25 PM '81

RECORDATION NO. 12905-Z
Filed 1426

OCT 8 - 1981 - 2 30 PM

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 12905-Y
Filed 1426

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INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 12905-X
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RECORDATION NO. 12905-BB
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INTERSTATE COMMERCE COMMISSION

General Description of the Equipment Covered by the Agreements:

One hundred and five (105) 70-ton underframe insulated
box cars, with plug doors, AAR-RBL
Identifying marks: BKTY 20200-20225
20227-20231
20233-20259
20261-20266
20268-20299
20300, 20302
20304-20306
20308-20311

Eighty-three (83) AAR-XMI
Identifying marks: BKTY 20401-20404
20406
20408-20428
20431
20433-20439
20442
20444-20446
20448-20457
20459-20469
20472-20475
20477
20479-20490
20492-20494
20496-20499

One hundred and forty-nine (149) AAR-RBL
Identifying marks: BKTY 20656-20661
20663
20665-20667
20669-20677
20679-20680
20692-20699
20701-20705
20707-20709
20711-20717
20719-20731
20733-20744
20746-20747
20749-20751
20754-20758
20760-20763
20765, 20766
20768-20773
20775-20786
20788-20814
20816-20820
20822-20825

Interstate Commerce Commission
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Page Three

Forty-seven (47) 70-ton high side gondola cars,
fixed ends, AAR-GBSR

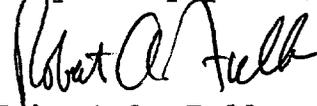
Identifying marks: BKY 21450-21453
21455-21472
21474-21493
21495-21499

Five (5) 70-ton non-insulated box cars, approximately
4500 cu. ft., AAR-XL

Identifying marks: BKY 20650-20652
20654-20655

When recording of the enclosed documents has been
completed, will you kindly return to our representative
three counterparts of each document.

Very truly yours,



Robert A. Fuller
Counsel

RAF/af
Enclosures

I.L.R. NO. 11

Effective Date of Lease

April 1, 1981

INDIVIDUAL LEASING RECORD

DESCRIPTION OF EQUIPMENT	NUMBER OF UNITS	IDENTIFICATION NUMBERS	ACQUISITION COST PER UNIT	AGGREGATE ACQUISITION COST
70 ton underframe insulated box cars, with plug doors, AAR-RBL	105	BKTY 20200-20225, 20227-20231, 20233-20259, 20261-20266, 20268-20299, 20300-20302, 20304-20306, 20308, 20311	\$18,000.00	\$1,890,000.00

REGISTRATION NO. 12905-W FILED 1981

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INTERSTATE COMMERCE COMMISSION

TOTAL

Amount of Monthly Interim Rent Covering the above Equipment Prior to October 1, 1981: N/A

Amount of Quarterly Rent on the Aggregate Acquisition Cost Commencing October 1, 1981 and Continuing for 60 Quarters: \$46,464.71

End of Lease Term: September 30, 1996

The undersigned Lessor hereby leases to the undersigned Lessee, and the Lessee acknowledges delivery to it in good condition of, the Equipment described herein. The covenants, terms and conditions of this lease are those contained in a Master Leasing Agreement between the undersigned Lessor and Lessee dated as of December 1, 1980, which covenants, terms and conditions are hereby incorporated by reference.

SOUTHWESTERN STATES MANAGEMENT CO., LESSOR

MISSOURI-KANSAS-TEXAS RAILROAD COMPANY, LESSEE

By [Signature]

By W. H. Zwickel

Title Vice President

Title VICE-PRESIDENT

STATE OF TEXAS)
)
COUNTY OF DALLAS)

On this 24th day of September, 1981, before me personally appeared H. O. Brandt, to me personally known, who, being by me duly sworn, says that he is Vice President of Southwestern States Management Co., that one of the seals 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.

Vivian Rossetti
Notary Public VIVIAN ROSSETTI

My Commission expires:

1-16-85

STATE OF TEXAS)
)
COUNTY OF DALLAS)

On this 24th day of September, 1981, before me personally appeared W. H. Zeidel, to me personally known, who, being by me duly sworn, says that he is Vice President of Missouri-Kansas-Texas Railroad Company, that one of the seals 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.

Marlene Goodnight
Notary Public MARLENE GOODNIGHT

My Commission expires:

3-18-84