

LAW OFFICES

JACKSON, CAMPBELL & PARKINSON, P. C.

ONE LAFAYETTE CENTRE

SUITE 300 SOUTH

1120 20<sup>TH</sup> STREET, N. W. RECORDATION NO. 12928A

WASHINGTON, D. C. 20036

(202) 457-1600

March 10, 1981

MARYLAND OFFICE  
200 A MONROE STREET  
ROCKVILLE, MARYLAND 20850  
(301) 340-0450

VIRGINIA OFFICE  
2000 N. 16<sup>TH</sup> STREET  
ARLINGTON, VIRGINIA 22201  
(703) 522-1330

ROGER H. MUZZALL  
COUNSEL

DIRECT DIAL NUMBER

457-1634

FEE OPERATION BR.

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MAR 10 1981 - 2 25 PM

INTERSTATE COMMERCE COMMISSION

No. 1-069A170

Date MAR 10 1981

Fee \$ 10.00

ICC Washington, D. C.

- EDMUND D. CAMPBELL\*
- THOMAS SEARING JACKSON+
- JAQUELIN AMBLER MARSHALL
- H. DONALD KISTLER
- BENJAMIN W. DULANY\*
- KENNETH WELLS PARKINSON
- DANIEL WEBSTER COON+
- THOMAS PENFIELD JACKSON+
- ARTHUR C. ELGIN, JR.†
- JAMES P. SCHALLER\*
- ROGER V. BARTH+
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- PATRICIA D. GURNE
- NICHOLAS STILLWELL MCCONNELL\*\*
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- JAMES R. MICHAL
- WILFORD L. WHITLEY, JR.
- CLIFFORD A. WILPON†
- DAVID H. COX\*
- RICHARD W. BRYAN

\*ALSO ADMITTED IN MARYLAND  
\*ALSO ADMITTED IN VIRGINIA

Ms. Agatha L. Mergenovich  
Office of the Secretary  
Recordation Office  
Interstate Commerce Commission  
12th Street and Constitution Avenue, N.W.  
Washington, D.C. 20423

Re: Crocker Investor Lease Corporation;  
Funding Systems Railcars, Inc., and  
FSC Corporation: Four Hundred (400)  
100-ton gondola cars; File No. 12928

Dear Ms. Mergenovich:

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, I request, as special counsel for Funding Systems Railcars, Inc., that the enclosed document be recorded and filed by the Interstate Commerce Commission.

You will find enclosed herewith an original and three certified copies of the following document:

"First Supplement to Lease of Railroad Equipment," dated as of March 1, 1981, among Crocker Investor Lease Corporation, as Lessor, Funding Systems Railcars, Inc., as Lessee, and FSC Corporation, as Guarantor.

This First Supplement is intended to effectuate an Amendment to Annex A to the Lease, dated January 1, 1981 by Funding Systems Railcars, Inc., of Four Hundred (400) 100-ton gondola cars from Crocker Investor Lease Corporation. In addition to the One Hundred (100) gondola cars which have been marked and bear the following road numbers and markings: WSOR 5630-5729, inclusive, an additional One

*Conveyed - Anne S. Lepley*

Ms. Agatha L. Mergenovich  
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Page two

Hundred (100) gondola cars have been marked and bear the following road numbers and markings: 5730-5829, inclusive. The remaining gondola cars will be marked and assigned appropriate road numbers. This information will be supplied by further supplements to this Lease. Each of the Four Hundred (100) gondola cars is a 100-ton vehicle, 52 feet, 6 inches in length and is being constructed by Evans Transportation Company and/or Evans Railroad Car Leasing Company.

The parties to this First Supplement to Lease of Railroad Equipment are:

Crocker Investor Lease Corporation  
595 Market Street  
San Francisco, California 94105

Funding Systems Railcars, Inc.  
2215 Sanders Road  
Suite 370  
Northbrook, Illinois 60062  
Attention: President

and

FSC Corporation  
One Thousand RIDC Plaza  
Pittsburgh, Pennsylvania 15238  
Attention: Treasurer

You will find enclosed a check made payable to the I.C.C. for the sum of Ten Dollars (\$10.00) as payment of the filing fee.

Would you please stamp, as filed, and return the enclosed copies to my office at your earliest convenience? If you have any questions in this regard, please do not hesitate to contact me.

Sincerely yours,

JACKSON, CAMPBELL & PARKINSON, P.C.

By:



David H. Cox

DHC/lg

Enclosures As Stated

cc: Richard M. Contino, Esquire

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

3/ 10 /81

OFFICE OF THE SECRETARY

David H. Coxx  
Jackson, Campbell & Parkinson, P.C.  
One Lafayette Centre, Suite 300 South  
1120 20th Street, 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 3/10/81 at 12:25pm, and assigned recordation number(s). 12928-A

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

RECORDATION NO. 12928-A  
FORM 1425

FIRST SUPPLEMENT  
TO  
LEASE OF RAILROAD EQUIPMENT

MAR 10 1981 2 55 PM

INTERSTATE COMMERCE COMMISSION

Dated as of March 1, 1981

among

CROCKER INVESTOR LEASE CORPORATION,

as Lessor

FUNDING SYSTEMS RAILCARS, INC.,

as Lessee

and

FSC CORPORATION,

as Guarantor

---

400 ONE HUNDRED-TON

GONDOLA CARS

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IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused this First Supplement to Lease of Railroad Equipment to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the date first above written.

CROCKER INVESTOR LEASE CORPORATION,  
as Lessor

By *Edmund P. Reynolds*  
Vice President

(Corporate Seal)

Attest:

*Marie A. Quarantaro*  
Assistant Secretary

FUNDING SYSTEMS RAILCARS, INC.  
as Lessee

By *James B. Rhein*  
President

(Corporate Seal)

Attest:

*James T. Hunt*  
Assistant Secretary

FSC CORPORATION,  
as Guarantor

By *James B. Rhein*  
Vice President

(Corporate Seal)

Attest:

\_\_\_\_\_  
Assistant Secretary

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