

UNION PACIFIC RAILROAD COMPANY
MISSOURI PACIFIC RAILROAD COMPANY

LAW DEPARTMENT

1416 DODGE STREET OMAHA, NEBR. 68179



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RECORDATION NO. 131171K Filed & Recorded

JUL 15 1985 2-55 PM

INTERSTATE COMMERCE COMMISSION

July 9, 1985

S-196A057

C-53599-3-F

JUL 15 1985

Date 10.00

ICC Washington, D.C.

ICC OFFICE OF
THE SECRETARY
JUL 15 2 48 PM '85
MOTOR OPERATING UNIT

Mr. James H. Bayne
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Mr. Bayne:

There are enclosed herewith for filing and recording, pursuant to § 11301 of the Interstate Commerce Act, an executed original and three executed counterpart originals of the following document relating to an Equipment Lease Agreement between Union Pacific Railroad Company, having a place of business at 1416 Dodge Street, Omaha, Nebraska 68179, and The Western Pacific Railroad Company, now having a place of business at 1416 Dodge Street, Omaha, Nebraska 68179:

Termination Rider (C.D. No. 53599-3-F), dated as of July 8, 1985, providing for the termination of the lease, redelivery of the remaining thirty-eight (38) units of equipment and adjustment of the rental under the Original Equipment Lease dated as of April 2, 1980, as amended, covering the leasing by Union Pacific Railroad Company to The Western Pacific Railroad Company of forty (40) coil flat cars, filed and recorded pursuant to 49 U.S.C. § 11303 on May 27, 1981, and assigned recordation number 13117.

After filing and recordation, please return the counterparts marked "Triplicate Original UPRR Counterpart" and "Triplicate Original Lessee's Counterpart" of the enclosed termination rider to:

Paul A. Conley, Jr.
Assistant Vice President - Law
Union Pacific Railroad Company
1416 Dodge Street
Omaha, Nebraska 68179

The fee of \$10 for filing and recordation is enclosed herewith.

Very truly yours,


Brenda J. Warren

RECORDATION NO. 13117 Filed & Recorded

JUL 15 1985 2-55 PM

C.D. No. 53599-3-F

INTERSTATE COMMERCE COMMISSION

EQUIPMENT LEASE

UNION PACIFIC RAILROAD COMPANY,

Lessor

to

THE WESTERN PACIFIC RAILROAD COMPANY,

Lessee

Dated as of April 2, 1980
Filed and Recorded Pursuant to 49
U.S.C. § 11303 on May 27, 1980, and
Assigned Recordation No. 13117

TERMINATION RIDER

Dated as of _____

RECORDATION NO. _____

Filed and Recorded with the
I.C.C. Pursuant to Section 11303 of
the Interstate Commerce Act on
_____, 1984, at _____ .M.

TERMINATION RIDER

C.D. No. 53599-3-F
C.D. No. 53599-3

To be attached to agreement Audit No. 132292

Between UNION PACIFIC RAILROAD COMPANY (Lessor) and THE WESTERN PACIFIC RAILROAD COMPANY (Lessee)

Present Assignee ---

Covering lease of forty (40) coil flatcars, (as subsequently amended to cover lease of a total of sixty-four (64) coil flatcars)

Location --

Dated April 2, 1980 Effective Date Date of Delivery of Each Unit
Expiration (Original) March 31, 1985

Expiration (by latest extension) --

IT IS HEREBY MUTUALLY AGREED by and between the present parties to the above-named agreement that the same shall be and hereby is terminated effective at the close of February 29, 1984, PROVIDED, however, that such termination shall not affect any of the rights or obligations of the parties to said agreement which may have accrued, or liabilities, accrued or otherwise, which may have arisen prior thereto; PROVIDED, further, however, that Lessor hereby waives any rights to lease payments or other charges that would otherwise continue to accrue under the terms of the above-named agreement from said date of termination until the above equipment is returned, repainted, reinitialled, inspected and accepted.

Special Provisions:

Dated July 8, 1985. Made in triplicate.

Witness:

Al Holdorf

UNION PACIFIC RAILROAD COMPANY,

By Robert D. Stannery
President

Witness:

Al Holdorf

THE WESTERN PACIFIC RAILROAD COMPANY,

By Robert D. Stannery
President

Approved as to execution:
R.C. Conroy, Jr.
Assistant Vice President

Approved as to form:
R.C. Conroy, Jr.
Assistant Vice President