

CONRAIL



215- 9774000

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RECORDATION NO. 8261-C Filed 1425

MAR 14 1980 - 2 25 PM

INTERSTATE COMMERCE COMMISSION

March 10, 1980

No. 0-074A081

Date MAR 14 1980

Fee \$ 10.00

ICC Washington, D. C.

Agatha L. Mergenovich, Secretary
Interstate Commerce Commission
Room 2215
Washington, DC 20423

Dear Ms. Mergenovich:

Enclosed for recordation pursuant to 49 U.S.C. §11303 and volume 49 Code of Federal Regulations Section 1116.1 through 1116.4 are three counterparts of a lease of rolling stock dated February 29, 1980. The lease is an extension of a lease which was recorded at 4:45 p.m. on January 25, 1960, and which bears Recordation No. 1725.

The parties to the lease extension are as follows:

Lessor: RELCO-PA, Inc.
2900 IDS Tower
Minneapolis, Minnesota 55402

Lessee: Consolidated Rail Corporation
Six Penn Center Plaza
Philadelphia, Pennsylvania 19104

Enclosed is a check for \$10 to cover the recordation fee. After recording a counterpart original of this document, please return the remaining copies, stamped with your recordation number to the individual presenting them for recordation.

Very truly yours,

John B. Rossi, Jr.
John B. Rossi, Jr.
Corporate Counsel

Enclosure

JBR/wj

RECEIVED
MAR 14 2 19 PM '80
I.C.C.
FEE OPERATION BR.

Interstate Commerce Commission
Washington, D.C. 20423

3/19/80

OFFICE OF THE SECRETARY

John B. Rossi, Jr.
Consolidated Rail Corp.
Six Penn Center Plaza
Phila. PA. 19104

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 **3/14/80** at **2:25pm**, and assigned re-
recording number(s). **8261-C**

Sincerely yours,


Agatha L. Mergenovich
Acting Secretary

Enclosure(s)

You owe me ¹40.00 Please forward it to me.

Thank You,
Mrs. Lee

SE-30
(7/79)

MAR 14 1980 10 27 AM

INTERSTATE COMMERCE COMMISSION

AGREEMENT dated as of the 29th day of February, 1980, between RELCO-PA, INC., a Nevada corporation ("Relco"), and CONSOLIDATED RAIL CORPORATION, a Pennsylvania corporation ("Conrail").

WHEREAS, pursuant to the terms of a Lease of Railroad Equipment (the "Lease") dated as of January 1, 1960, between Relco and The Pennsylvania Railroad Company (which with its successors in interest is hereinafter referred to as "Penn-Central"), Relco leased to Penn-Central certain Equipment (as defined in the Lease);

WHEREAS, pursuant to the terms of the Lease, the Initial Term (as defined in the Lease) would end on March 1, 1980;

WHEREAS, Relco has been advised by Conrail that by Assignment filed with the Interstate Commerce Commission pursuant to the Regional Rail Reorganization Act of 1973 (Public Law 93-236), Penn-Central assigned all its right, title and interest in the Equipment and the Lease to Conrail;

WHEREAS, Conrail and Investors Diversified Services, Inc., have entered into an agreement dated the 25th day of February, 1980, (the "Sales Agreement") providing for the sale by Investors Diversified Services, Inc., to Conrail of the capital stock of Relco; and

WHEREAS, the parties hereto desire to modify the Lease in accordance with the terms of the Sales Agreement.

NOW, THEREFORE, in consideration of the covenants and agreements of Conrail for the benefit of Relco provided in the Sales Agreement, the parties hereto agree that the Initial Term of the Lease is extended as provided in Paragraph 10 of the Sales Agreement, subject to the terms thereof including, without limitation, Paragraph 20 thereof.

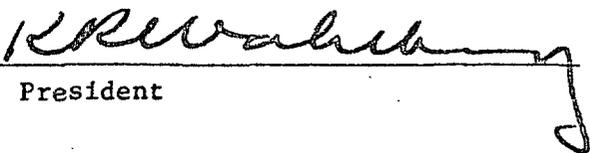
Conrail agrees that it shall at its expense cause this Agreement to be filed and recorded as required by all applicable laws.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the date first above written.

RELCO-PA, INC.,
Lessor

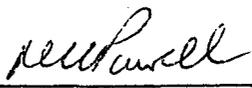
ATTEST

By 
Secretary

By 
President

CONSOLIDATED RAIL CORPORATION,
Lessee

ATTEST

By 
ASSISTANT SECRETARY

By 
Vice President & Treasurer

ACKNOWLEDGMENT

COMMONWEALTH OF PENNSYLVANIA

COUNTY OF PHILADELPHIA, ss:

On this 29th day of February, 1980, before me personally appeared H. St. Brown, to me known to be the person described in and who executed the foregoing instrument and he acknowledged that he executed the same as his free act and deed.

Eileen C. Baker
Notary

My commission expires:

EILEEN C. BAKER
Notary Public Philadelphia, Philadelphia Co.
My Commission Expires October 11, 1982

