K AVENUE, NEW YORK, N. Y. 10017
732-1040, TELEX: 126697

1747 PENNSYLVANIA AVENUE, N. W., WASHINGTON, D. C. 20006
(202) 872-0013; TELEX: 89543

125 WORTH AVENUE, PALM BEACH, FLORIDA 33480
(305) 833-1040

WHITE & CASE
14 WALL STREET
NEW YORK, N. Y. 10005
(212) 732-1040
TELEX: 126201

20 PLACE VENDÔME, 75001 PARIS, FRANCE
260. 34. 05; TELEX: 220242

66 GRESHAM ST., LONDON EC2V 7LB, ENGLAND
726-6361; TELEX: 884757

2 ICE HOUSE STREET, HONG KONG
5-253061; TELEX: 63604

2-201A160

JG:JMD

No.
Date JUL 20 1982
Fee $ 10.00
ICC Washington, D. C.

July 19, 1982

RECORDATION NO. 13438-C Filed 1425

JUL 20 1982 -3 15 PM

INTERSTATE COMMERCE COMMISSION

Hon. Agatha Mergenovich
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Ms. Mergenovich:

Pursuant to 49 USC §11303 of the Interstate Commerce Act, there are transmitted herewith for filing and recording two copies of the amendment, Part 5 dated, June 28, 1982 to an Agreement dated December 22, 1981 between General Electric Credit Corporation, as Tax Lessor, and National Railroad Passenger Corporation, as Property Owner, for the leasing of materials for Track and Betterments. The original Agreement for the leasing of materials for Track and Betterments was recorded on January 19, 1982, recordation no. 13438.

The name and address of the Property Owner is:

National Railroad Passenger Corporation
400 North Capitol Street, N.W.
Washington, D.C. 20001

The name and address of the Tax Lessor is:

General Electric Credit Corporation
260 Long Ridge Road
Stamford, Connecticut 06904

A check in the amount of $10 to cover the additional filing fee is enclosed.

Sincerely yours,

Joan Gmora/CLB

Joan Gmora
Summer Associate

Enclosure

Counterpart — Daniel Dunea

RECEIVED
JUL 20 3 08 PM '82
FEE OPERATION BR

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Joan Gmora
White & Case
14 Wall Street
New York, N. Y. 10005

July 20, 1982

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 7/20/82 at 3:15PM, and assigned re-recordation number(s). 13438-C

Sincerely yours,

Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

Annex A
Part 5
Page

1982 Track and Betterments Agreement

The Property*
Part ~~4~~ 5

(1) Item	Property Owner's Adjusted Basis/Purchase Price Amount	Total
New Rail	See Schedule A Attached	
Wood Ties		
Ballast		
Switches & Turnouts		
Other Track Material		
Communications & Signals		
Electric Transmission		
Bridges, Trestles & Culverts		
Track Laying & Surfacing		
Other Costs		

RECORDATION NO. 13438-C Filed 1425
JUL 20 1982 3 15 PM
INTERSTATE COMMERCE COMMISSION

*As amended June 28, 1982.

(3) Cash Payment	(4) Lease Termination Date	(5) Present Class Life	(6) Useful Life	(7) 168(c)(2) Class of Recovery Property
$3,174,137.40	June 28, 2004	N/A	24.5	5

GENERAL ELECTRIC CREDIT CORPORATION

By: _____

NATIONAL RAILROAD PASSENGER CORPORATION

By: _____

BOSTON DIVISION

Work Order #	Work Order #	Work Order #	Work Order #
81040	526001	231001	
81041	526009	232001	
80089	526015	246001	
81044	557001	246002	
81094	530001	246004	
80086	593001	257001	
80088	249001	317001	
904024	249003	317002	
904029	275002	317003	
904033	275004	317004	
904036	331001	317006	
904039	331005	360001	
904046	331009	361001	
904053	246002	361002	
904056	247001	361003	
904126	254001	361004	
904129	254003	395001	
904133	254007	356001	
904136	254008	353001	
904139	254015	380001	
904220	262002	407001	
904340	262003	407002	
904345	262007	393001	
904350	262010		
904439	262022		
904443	262023		
657001	262024		
657002	262025		
445001	262026		
445009	262027		
540002	266010		
540016	278001		
693001	268001		
699003	268002		
700004	268003		
685001	268004		
685002	227001		
685003	244012		
717001	244014		
717002	244017		
389001	244018		
390001	244023		
391001	242001		
392001	242003		
393001	242006		
624004	242007		
473003	242009		
527001	249020		
527002	249021		
528001	249034		
560001	249036		

PHILADELPHIA DIVISION

Work Order #	Work Order #	Work Order #	Work Order #
81051	723001	251001	
82002	723002	218007	
80073	723003	244002	
81050	720002	254003	
80080	720005	255001	
81052	720006		
902013	523002		
902022	683001		
902023	683003		
902036	378001		
902043	378002		
902053	381001		
902054	383004		
902060	387001		
902070	469001		
902080	562001		
902103	562002		
902106	692001		
902120	709001		
902130	740002		
902143	294002		
902153	255001		
902156	255002		
902160	255003		
902173	255004		
902183	255005		
902210	255006		
902403	256001		
727006	256004		
728001	256005		
734001	261001		
734002	261007		
423006	261009		
427001	261011		
659002	261027		
659003	239003		
662002	239005		
662003	259010		
668003	259017		
729001	228001		
730001	228002		
730003	228003		
730005	238001		
678001	238003		
678005	238005		
678007	241001		
678008	236001		
443001	220004		
443002	239001		
701001	240002		
701002	250001		

DISTRICT OF COLUMBIA ss:

I, the undersigned Notary Public in and for the district aforesaid, do hereby certify that Lawrence D. Gilson and William R. Hammock whose names are signed to the foregoing document, bearing the date of June 28, 1982, are proved by the oath of creditable witnesses to be Vice President-Corporate Development for National Railroad Passenger Corporation and Attorney-in-Fact for the General Electric Credit Corporation respectively.

Ana Maria Mitchell
Notary Public

My Commission Expires: 4-14-83

BALTIMORE DIVISION

Work Order #	Work Order #	Work Order #	Work Order #
901010	537002	299019	261001
901020	722001	313016	254001
901023	541016	471001	269001
901026	680002	472001	269002
901029	680003	472003	282001
901036	680004	619001	282002
901043	680007	619002	282003
901049	680009	619003	282004
901056	680010	619004	282005
901059	680014	619005	282006
901063	680015	619008	282007
901073	402008	619010	282008
901086	402015	620001	282009
901092	522001	622001	282014
901096	522002	622002	282015
901099	682001	622003	283001
901101	682002	256011	284001
901103	682003	261003	
901116	371002	261006	
901119	465001	267001	
901123	379001	239001	
901210	379003	239004	
901230	379004	239007	
901355	379005	260005	
401001	379006	260015	
401006	379007	260016	
413008	379008	213001	
500001	379012	227001	
582006	379013	227002	
597001	379014	227003	
629001	379015	231001	
629003	379028	234001	
638002	467001	234002	
641011	580001	234004	
650001	580004	234005	
650002	623001	234006	
650006	569003	240001	
650005	569004	222001	
687001	563002	219004	
422005	563003	238001	
583001	591001	201001	
583006	690002	227001	
670002	691001	247001	
670007	594001	248001	
673001	715001	218002	
673002	584001	244001	
675001	584003	244003	
675005	584004	244005	
677002	222002	244007	
677003	244001	244008	