

9-053A056

A13

11220-C

LAW OFFICES

ALVORD AND ALVORD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

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GEORGE JOHN KETO*
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* ALSO ADMITTED IN NEW YORK
* ALSO ADMITTED IN OHIO
* ALSO ADMITTED IN MARYLAND

200 WORLD CENTER BUILDING
918 SIXTEENTH STREET, N.W. RECORDATION I.D.

WASHINGTON, D.C.

20006-2973

(202) 393-2266

OF COUNSEL
URBAN A. LESTER

CABLE ADDRESS
"ALVORD"

TELEX
440367 A AND A

TELEFAX
202) 393-2156

INTERSTATE COMMERCE COMMISSION

[Blacked out stamp area]
Date _____
Fee \$ _____
ICC Washington, D. C.

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two fully executed copies of a Termination Agreement and Release dated as of February 1, 1989, a secondary document as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The enclosed document relates to the Lease of Railroad Equipment dated as of December 18, 1979, which was duly filed and recorded on December 20, 1979 and assigned Recordation Number 11220, as amended by a First Lease Amendment dated as of December 18, 1979 (Recordation Number 11220-A) and a Second Lease Amendment dated January 22, 1981 (Recordation Number 11220-B).

The names and addresses of the parties to the enclosed document are:

The Connecticut Bank and Trust Company,
National Association
One Constitution Plaza
Hartford, Connecticut 06115

Emons Industries, Inc.
1 West Market Street
York, Pennsylvania 17401

A description of the railroad equipment (boxcars) as currently marked and numbered is set forth in Exhibit A attached hereto and made a part hereof.

FEB 22 12 56 PM '89
MOTOR OPERATING UNIT

F. Kappler

C.

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Page Two

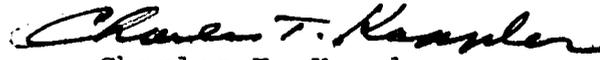
Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return a stamped copy of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Termination Agreement and Release dated as of February 1, 1989 executed by The Connecticut Bank and Trust Company, National Association, and Emons Industries, Inc., covering 127 boxcars.

Very truly yours,


Charles T. Kappler

Enclosures

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Page Two

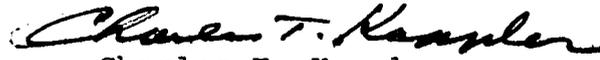
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Very truly yours,


Charles T. Kappler

Enclosures

EXHIBIT A

Current Car No. -----	Current Car No. -----	Current Car No. -----
MPA- 37826	MPA- 37874	MPA- 39724
MPA- 37827	MPA- 37875	MPA- 39725
MPA- 37829	MPA- 37876	MPA- 39726
MPA- 37830	MPA- 37878	MPA- 39727
MPA- 37831	MPA- 37880	MPA- 39728
MPA- 37832	MPA- 37881	MPA- 39729
MPA- 37833	MPA- 37882	MPA- 39730
MPA- 37834	MPA- 37885	MPA- 39731
MPA- 37835	MPA- 37887	MPA- 39732
MPA- 37836	MPA- 37888	MPA- 39733
MPA- 37837	MPA- 37889	MPA- 39734
MPA- 37838	MPA- 37891	MPA- 39735
MPA- 37839	MPA- 37892	MPA- 39736
MPA- 37840	MPA- 37893	MPA- 39737
MPA- 37842	MPA- 37894	MPA- 39738
MPA- 37843	MPA- 37895	MPA- 39739
MPA- 37844	MPA- 37896	MPA- 39740
MPA- 37845	MPA- 37897	MPA- 39741
MPA- 37846	MPA- 37898	MPA- 39742
MPA- 37847	MPA- 37900	MPA- 39743
MPA- 37848	MPA- 37901	MPA- 39744
MPA- 37849	MPA- 39700	MPA- 39745
MPA- 37850	MPA- 39701	MPA- 39746
MPA- 37851	MPA- 39702	MPA- 39747
MPA- 37852	MPA- 39703	MPA- 39748
MPA- 37853	MPA- 39704	MPA- 39749
MPA- 37854	MPA- 39705	MPA- 140977
MPA- 37855	MPA- 39706	MPA- 140978
MPA- 37856	MPA- 39707	MPA- 140979
MPA- 37857	MPA- 39708	MPA- 140980
MPA- 37858	MPA- 39709	MPA- 142111
MPA- 37859	MPA- 39710	SBD- 142114
MPA- 37860	MPA- 39711	MPA- 142117
MPA- 37861	MPA- 39712	MPA- 142124
MPA- 37862	MPA- 39713	MPA- 142125
MPA- 37863	MPA- 39714	SBD- 142126
MPA- 37864	MPA- 39715	MPA- 142129
MPA- 37865	MPA- 39716	
MPA- 37866	MPA- 39717	
MPA- 37868	MPA- 39718	
MPA- 37869	MPA- 39719	
MPA- 37870	MPA- 39720	
MPA- 37871	MPA- 39721	
MPA- 37872	MPA- 39722	
MPA- 37873	MPA- 39723	

TERMINATION AGREEMENT AND RELEASE

RECORDATION NO. 11220-C
FILED 1423
FEB 22 1989 - 1 05 PM
INTERSTATE COMMERCE COMMISSION

WHEREAS, The Connecticut Bank and Trust Company, National Association, as trustee under the Trust Agreement dated December 18, 1979 (together with its successors in such capacity, the "Lessor") and Emons Industries, Inc. (the "Lessee") are parties to a certain Lease of Railroad Equipment dated as of December 18, 1979 (the "Lease"), covering the boxcars currently bearing road numbers listed on Exhibit A attached hereto and made a part hereof, which Lease was filed with the Interstate Commerce Commission ("ICC") on December 20, 1979 under Recordation Number 11220;

WHEREAS, the Lease was thereafter amended by First Lease Amendment dated as of December 18, 1979 which was filed with the ICC on January 24, 1980 under Recordation Number 11220-A;

WHEREAS, the Lease was further amended by Second Lease Amendment dated January 22, 1981 which was filed with the ICC on September 25, 1981 under Recordation Number 11220-B.

WHEREAS, Lessor and Lessee desire to ratify and record the prior termination of the Lease, the First Lease Amendment and the Second Lease Amendment pursuant to Section 7.1 of the Second Amended and Restated Joint Plan of Reorganization of Emons Industries, Inc. and to release the lien created pursuant thereto;

NOW, THEREFORE, in consideration of the mutual covenants contained herein and for other valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree:

EXHIBIT A

Current Car No. -----	Current Car No.	Current Car No. -----
MPA- 37826	MPA- 37874	MPA- 39724
MPA- 37827	MPA- 37875	MPA- 39725
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MPA- 37849	MPA- 39700	MPA- 39745
MPA- 37850	MPA- 39701	MPA- 39746
MPA- 37851	MPA- 39702	MPA- 39747
MPA- 37852	MPA- 39703	MPA- 39748
MPA- 37853	MPA- 39704	MPA- 39749
MPA- 37854	MPA- 39705	MPA- 140977
MPA- 37855	MPA- 39706	MPA- 140978
MPA- 37856	MPA- 39707	MPA- 140979
MPA- 37857	MPA- 39708	MPA- 140980
MPA- 37858	MPA- 39709	MPA- 142111
MPA- 37859	MPA- 39710	SBD- 142114
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MPA- 37865	MPA- 39716	
MPA- 37866	MPA- 39717	
MPA- 37868	MPA- 39718	
MPA- 37869	MPA- 39719	
MPA- 37870	MPA- 39720	
MPA- 37871	MPA- 39721	
MPA- 37872	MPA- 39722	
MPA- 37873	MPA- 39723	

STATE OF CONNECTICUT)
) ss.
COUNTY OF HARTFORD)

On this 14th day of February, 1989, before me personally appeared, V. Kreuscher, to me personally known, who being by me duly sworn, says that (s)he is the ASSISTANT VICE PRESIDENT of THE CONNECTICUT BANK AND TRUST COMPANY, NATIONAL ASSOCIATION, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sworn to and Subscribed
before me this 14th day of
February, 1989.

Maryanne C. Young
Notary Public

MARYANNE C. YOUNG
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 1992

STATE OF PA)
) ss.
COUNTY OF York)

On this 2nd day of February, 1989, before me personally appeared, Michael Dennehy, to me personally known, who being by me duly sworn, says that (s)he is the Vice President of EMONS INDUSTRIES, INC., that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sworn to and Subscribed
before me this 2nd day of
February, 1989.

Nancy L. Smith
Notary Public

