



CHEMICAL BUSINESS CREDIT CORP.
 Affiliate of Chemical Bank
 55 Water Street, New York, NY 10041
 Tel: (212) 820-...

No. 1
DEC 10 1982
 Date.....
 Fee \$ 20.00

2-344A090

ICC Washington, D. C. December 8, 1982

Interstate Commerce Commission
 Room 2303
 Constitution Avenue at 12th Street, N.W.
 Washington, D.C. 20023

RECORDATION NO. 11959-B
DEC 10 1982 - 11 10 AM
 INTERSTATE COMMERCE COMMISSION

Attention: Ms. Lee

Re. Lease Agreement - Recordation No. 11959
 Assignment - Recordation No. 11959-A

Dear Ms. Lee,

Pursuant to Section 20c of the Interstate Commerce Act and the Commission's rules and regulations thereunder, as amended, I enclose herewith for filing and recordation three copies of the following Assignment:

Assignment Agreement dated December 7, 1982 between Chemical Business Credit Corp. and ChemLease Worldwide, Inc.

The names and addresses of the parties to the aforementioned document are as follows:

Assignment:

(a) Assignor:

Chemical Business Credit Corp.
 55 Water Street
 New York, N.Y. 10041

(b) Assignee:

ChemLease Worldwide, Inc.
 55 Water Street
 New York, N.Y. 10041

Pursuant to the Lease Agreement, the Lessor has leased to the Lessee the following units of equipment described in the Lease Agreement:

50 Fifty foot, 70 ton Box Cars, Type XM bearing the car numbers WRWK 160050 through WRWK 160099.

RECEIVED
 DEC 10 11 03 AM '82
 I.C.C.
 FEE OPERATION BR

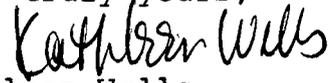
Counterpart - Linda Holak

Pursuant to the Assignment Agreement the Assignor has assigned to the Assignee the Assignor's right, title and interest in, to and under the Assignment, including its security interest in the above described units of railroad equipment.

Please file and record the Assignment Agreement, assigning the Assignment Agreement the same recordation number as the Lease Agreement and Assignment and cross-indexing said documents one to the other.

Please stamp all three copies of the enclosed document and the attached copy of this transmittal letter with your official recording stamp. You will wish to retain two copies of the document and the original of this transmittal letter for your files. It is requested that the one remaining copy of the document and of this transmittal letter be delivered to the bearer of this letter.

Very truly yours,



Kathleen Wells
Assistant Secretary

KW:db
Encls:

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

December 10, 1982

Kathleen Wells, Asst. Sec.
Chemical Business Credit Corp.
55 Water Street
New York, N. Y. 10041

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 12/10/82 at 11:10AM, and assigned re-
recording number(s). 11959-B

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

DEC 10 1982 - 11 10 AM

INTERSTATE COMMERCE COMMISSION

ASSIGNMENT AGREEMENT

FOR VALUE RECEIVED, the undersigned, CHEMICAL BUSINESS CREDIT CORP., a Delaware corporation ("Chemical") with its principal place of business at 55 Water Street, New York, N. Y. hereby assigns, transfers and sets over to CHEMLEASE WORLDWIDE, INC., a New York corporation ("ChemLease"), with its principal place of business at 55 Water Street, New York, N. Y. 10041, and to its successors and assigns, all the right, title and interest of Chemical in and to the Assignment dated June 27, 1980, (the "Assignment"), between Oak Island Co. and Chemical, including without limitation the right to receive all payments thereunder.

In furtherance of the foregoing assignment and transfer, Chemical hereby authorizes and empowers ChemLease, in ChemLease's own name or in the name and as attorney hereby irrevocably constituted for Chemical, to ask, demand, sue for, collect, receive and enforce any and all sums to which ChemLease is or may become entitled under this Assignment Agreement and to ask, demand, sue for and enforce compliance by Oak Island with the terms and agreements on its part to be performed under the Assignment.

IN WITNESS WHEREOF, the undersigned have duly executed and accepted this Assignment Agreement this December 8, 1982.

CHEMICAL BUSINESS CREDIT CORP.,

By 
Vice President

Attest:


Assistant Secretary

(Corporate Seal)

Accepted:

CHEMLEASE WORLDWIDE INC

By 
Vice President

Attest:


Assistant Secretary

(Corporate Seal)

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 9th December, 1982, before me personally appeared Jeffrey B. Reitman to me personally known, who being by me duly sworn, says that he is an officer of CHEMICAL BUSINESS CREDIT CORP., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Helen J. Burnette
Notary Public

My Commission expires:

(Notarial Seal)

HELEN J. BURNETTE
Notary Public, State of New York
No. 41-5535200
Qualified in Queens County
Certificate filed in New York County
Commission Expires March 30, 1984

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 9th December, 1982, before me personally appeared John A. Gaddato to me personally known, who being by me duly sworn, says that he is an officer of CHEMLEASE WORLDWIDE, INC., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Helen J. Burnette
Notary Public

My Commission expires:

(Notarial Seal)

HELEN J. BURNETTE
Notary Public, State of New York
No. 41-5535200
Qualified in Queens County
Certificate filed in New York County
Commission Expires March 30, 1984