

Soo Line Railroad Company



Soo Line Building  
Box 530  
Minneapolis, Minnesota 55440  
(612) 332-1261

0-217A068

No. \_\_\_\_\_  
Date AUG 4 1980  
Fee \$ 10.00

CHARLES H. CLAY  
Executive Vice President

July 28, 1980

ICC Washington, D. C.

RECORDATION NO. 11732-A Filed & Recorded

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

AUG 4 1980 -2 25 PM

INTERSTATE COMMERCE COMMISSION

RECEIVED  
AUG 4 2 21 PM '80  
I.C.C. OPERATION BR.

Dear Ms. Mergenovich:

There are transmitted to you herewith for recording under Section 11303 of the Interstate Commerce Act three executed counterparts of Amendment to Lease of Railroad Equipment executed on July 15, 1980.

Pursuant to Section 1116.1 et seq. of the Rules and Regulations adopted by the Commission, as amended, the following information is shown:

Lessor is Soo Line Equipment Company, 800 Soo Line Building, Minneapolis, Minnesota 55440.

Lessee is Soo Line Railroad Company, 800 Soo Line Building, Minneapolis, Minnesota 55440.

Guarantor is Soo Line Railroad Company, 800 Soo Line Building, Minneapolis, Minnesota 55440.

A general description of the equipment covered by the Lease of Railroad Equipment is as follows:

<u>No. of Units</u>	<u>Description</u>
4	3000 H.P. new SD 40-2 Model Locomotives. Soo Line road numbers 6602 to 6605, inclusive.
8	3000 H.P. Replacement SD 40-2 Model Locomotives. Soo Line road numbers 6606 to 6613, inclusive.
8	2000 H.P. Replacement GP 38-2 Model Locomotives. Soo Line road numbers 4436 to 4443, inclusive.

Last recordation number assigned by the Commission to this Lease of Railroad Equipment was Recordation No. 11732.

**Interstate Commerce Commission**  
Washington, D.C. 20423

8/6/80

OFFICE OF THE SECRETARY

**Charles H. Clay**  
**Executive Vice President**  
**Soo Line RR Company**  
**Soo Line Building**  
**Box 530**  
**Minneapolis, Minnesota 55440**

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 8/4/80 at 2:25pm, and assigned re-  
recording number(s). 18732-A

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

Executed Counterpart No. 2

RECORDATION NO. 11732-A Filed & Recorded

AMENDMENT TO LEASE OF RAILROAD EQUIPMENT **AUG 4 1980 -2 25 PM**

**INTERSTATE COMMERCE COMMISSION**

AMENDMENT TO LEASE OF RAILROAD EQUIPMENT, dated as of April 28, 1980, between SOO LINE EQUIPMENT COMPANY, a Minnesota corporation having an office at 800 Soo Line Building, Minneapolis, Minnesota (hereinafter called "Equipment Company"), and SOO LINE RAILROAD COMPANY, a Minnesota corporation having its general offices at Soo Line Building, Minneapolis, Minnesota 55440 (hereinafter called the "Railroad"):

WHEREAS, pursuant to the provisions of a certain Lease dated as of April 28, 1980, certain railroad equipment was issued by the Equipment Company to the Railroad; and

WHEREAS, the price of said equipment and Soo Line Road Numbers contained in Schedule A to said Lease and the payment schedule contained in Schedule B thereto are in error;

NOW THIS AGREEMENT WITNESSETH:

The above described Lease of Railroad Equipment, dated as of April 28, 1980, is hereby amended by the substitution of the new Schedules A and B attached hereto, but in all other respects said Lease Agreement shall continue in full force and effect.

This Amendment to Lease of Railroad Equipment may be simultaneously executed in several counterparts, each of which shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument.

The Amendment to Lease of Railroad Equipment shall inure to the benefit of and shall be binding upon the parties hereto

and their respective successors and assigns.

IN WITNESS WHEREOF, the parties hereto have caused this Lease to be duly executed as of the date first above written, at Minneapolis, Minnesota.

In the Presence of:

SOO LINE EQUIPMENT COMPANY

*Raymond D. Ball*

By *Lloyd Wasnick*  
President

*Shirley Perry*

Attest:

*Donna*  
Secretary

(CORPORATE SEAL)



In the Presence of:

SOO LINE RAILROAD COMPANY

*Susan G. Weiberg*

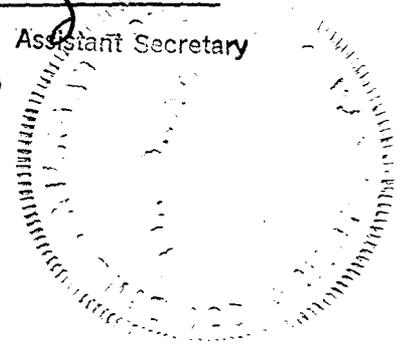
By *Charles H. Day*  
Executive Vice President

*John P. Roddy*

Attest:

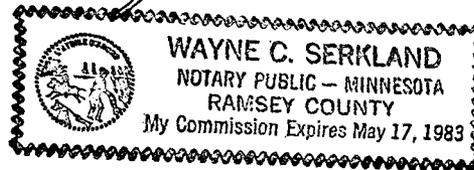
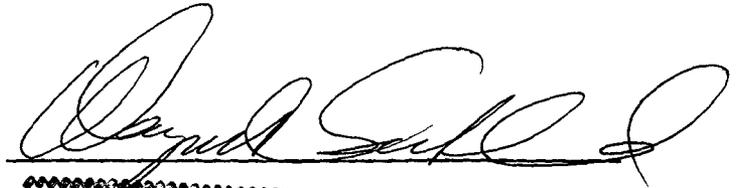
*Robert H. Helms*  
Assistant Secretary

(CORPORATE SEAL)



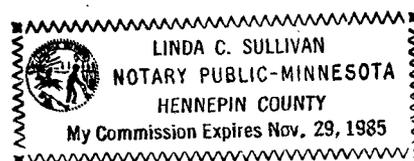
STATE OF MINNESOTA )  
 ) SS  
COUNTY OF HENNEPIN )

On this 15<sup>th</sup> day of July, 1980, before me personally appeared Lloyd L. Wasnick, to me personally known, who being by me duly sworn, says that he is President of Soo Line Equipment Company, that one of the seals 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 that he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



STATE OF MINNESOTA )  
 ) SS  
COUNTY OF HENNEPIN )

On this 15th day of July, 1980, before me personally appeared Charles H. Clay, to me personally known, who being by me duly sworn, says that he is the Executive Vice President of Soo Line Railroad Company, that one of the seals 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.



SCHEDULE A

<u>No. of Units</u>	<u>Description</u>	<u>Price Per Unit</u>
4	3000 H.P. new SD 40-2 Model Loco- motives, bearing Soo Line road numbers 6602 to 6605, inclusive.	\$693,573.915
8	3000 H.P. Replacement SD 40-2 Model Locomotives, bearing Soo Line road numbers 6606 to 6613, inclusive.	\$688,959.13375
8	2000 H.P. Replacement GP 38-2 Model Locomotives, bearing Soo Line road numbers 4436 to 4443, inclusive.	\$558,579.175

SCHEDULE B

Payment Schedule

Fifty-Nine (59) equal quarterly payments in the amount of Two Hundred Twelve Thousand Five Hundred Seventy-Six and 70/100 Dollars (\$212,576.70), with the first payment to be made on October 1, 1980 and successive payments to be made on the first of every third month thereafter up to and including April 1, 1995, plus a final payment of Two Hundred Twelve Thousand Five Hundred Seventy-Six and 83/100 Dollars (\$212,576.83) which shall be due on July 1, 1995.