



THE FIRST NATIONAL BANK OF BOSTON

BOSTON, MASSACHUSETTS 02110

RECORDATION NO. 11767-2 Filed 1981

DEC 17 1981 1 50 PM

December 16 1981 INTERSTATE COMMERCE COMMISSION

Secretary of Interstate Commerce Commission  
12th & Constitution Avenue N. W.  
Washington, DC 20423

We,   
Date DEC 17 1981  
Fee \$ 10.00

Gentlemen:

ICC Washington, D. C.

We enclose for recording with your office an original, one (1) executed counterpart and one (1) certified copy of one (1) Individual Leasing Records No. 23 dated December 1, 1981.

The Master Leasing Agreement between

The Commonwealth Plan, Inc. - Lessor  
Southern Pacific Transportation Company - Lessee

was recorded in your office on May 6, 1980 at 3:06 P.M. as recordation No. 11767, *see Record # 13365*

The general description of the equipment covered by the Individual Leasing Records is as follows:

<u>ILR NO.</u>	<u>TYPE</u>	<u>AAR MECHANICAL DESIGNATION</u>	<u># OF UNITS</u>
23	rapid discharge opentop hopper cars	SP481286 thru 481299, 481334, 481339, 481349 and 481376 481385 thru 481385 thru 481399	37

We also enclose our check in the amount of \$10.00 payable to the Secretary of Interstate Commerce Commission to cover the recordation fees. Please return original recorded documents in due course to attention of writer.

Very truly yours

*A. Rossi*  
(Miss) A. Rossi  
Asst. Manager

Enclosures

*Enclosed - Douglas Entry*

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

12/17/81

OFFICE OF THE SECRETARY

Miss A. Rossi  
Asst. Manager  
The First National Bank of Boston  
Boston, Massachusetts 02110

Dear

**Miss. Rossi:**

The enclosed document (s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **12/17/81** at **1:50pm**, and assigned re-  
recording number (s).

**11767-X & 13365**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

RECORDATION NO. 11767-7 Filed 1453

DO NOT USE THIS SPACE

**INDIVIDUAL LEASING RECORD**

DEC 17 1981 - 1 PM

Effective Date of Lease  
December 1, 1981

I.L.R. No. <b>23</b>	<input checked="" type="checkbox"/> INTERSTATE COMMERCE COMMISSION <input type="checkbox"/> USED			VENDOR <b>Ortner Freight Car Company</b>	
Make of Equipment		Model Year	Model	Engine No.	Serial (V.I.D.) No.
TYPE OF EQUIPMENT OR OTHER DETAILS <b>Thirty-Seven (37) Rapid Discharge Open-Top Hopper Cars lettered SP and numbered 481286 through 481299, 481334 through 481339, 481349, 481376, 481385 through 481399</b>					
To be registered for highway use: Yes <input type="checkbox"/> No <input type="checkbox"/>		Location of Equipment		CITY	COUNTY STATE

FOR FEDERAL USE TAX ON HIGHWAY MOTOR VEHICLES:			ACQUISITION COST			
NET WEIGHT	NO. OF AXLES	CATEGORY (Letter from Form 2290)	(1) Equipment	(2) Body	(3) Other Charges	Acquisition Cost (1+2+3)
			\$	\$	\$	\$1,518,219.31
Replacing <input type="checkbox"/> Equipment No. _____			Date of Original ILR or Last Revision _____			
New ILR <input checked="" type="checkbox"/>						
Revising <input type="checkbox"/>						
PERIOD IN MONTHS FOR FULL AMORTIZATION <u>87</u>			MONTHLY AMORTIZATION FIGURE \$ <u>17,450.80</u>			

Monthly rent: For 87 months commencing the first day of December 19 81 equals the monthly amortization figure plus an amount computed as provided in the Leasing Agreement. Such rate is subject to periodic adjustments if so provided in the Leasing Agreement.

Unit to be fully amortized on last day of February 19 89.

Monthly rent for each month after fully amortized equals whichever of the following is provided in the Leasing Agreement:  
A) \_\_\_\_\_ % of the original acquisition cost or B) \$ FMV per month.

**IF GENERAL ELECTION FOR INVESTMENT CREDIT IN FORCE, COMPLETE THIS SECTION**

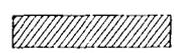
If property subject to investment credit? Yes  or No  (If yes, complete the following)  
Date on which possession of this property is transferred to Lessee \_\_\_\_\_

If fair market value on such date is the same as acquisition cost check here  or state fair market value on such date. \$ \_\_\_\_\_

USEFUL LIFE CATEGORY (Check One)			LESS THAN 3 YEARS
3 YEARS OR MORE BUT LESS THAN 5 YEARS	5 YEARS OR MORE BUT LESS THAN 7 YEARS	7 YEARS OR MORE	<input checked="" type="checkbox"/>

The undersigned Lessor hereby leases to the undersigned Lessee, and the Lessee acknowledges delivery to it in good condition of, the Equipment, with related equipment, described in the above Individual Leasing Record. The Lessee agrees to pay the rent set forth above. The covenants, terms and conditions of this lease are those appearing in the Leasing Agreement between the undersigned Lessor and Lessee dated May 1, 1980, which covenants, terms and conditions are hereby incorporated by reference.

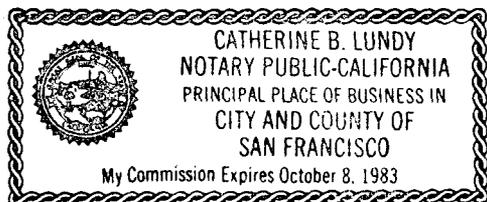
The Commonwealth Plan, Inc. \_\_\_\_\_, Lessor Southern Pacific Transportation Company, Lessee  
By [Signature] Authorized Signature By [Signature] Authorized Signature



**ORIGINAL MAIL TO LESSOR**

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN FRANCISCO )

On this 9th day of December, 1981, before me personally appeared D. E. Enright, to me personally known, who, being by me duly sworn, says that he is Assistant Treasurer, of Southern Pacific Transportation Company, that said instrument was signed 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.



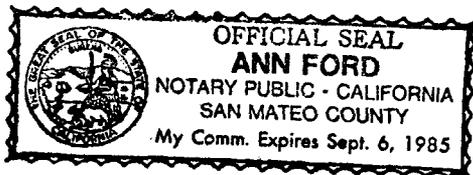
Catherine B. Lundy  
Notary Public

My Commission Expires:

October 8, 1983

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN MATEO )

On this 14th day of December, 1981, before me personally appeared Robert Spratt, to me personally known, who, being by me duly sworn, says that he is Asst. Mgr. Lease Administration, of Commonwealth Plan, Inc., that said instrument was signed 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.



Ann Ford  
Notary Public

My Commission Expires:

September 6, 1985