

STEPTOE & JOHNSON

1250 CONNECTICUT AVENUE

WASHINGTON, D. C. 20036

ROBERT J. CORBER

(202) 862-2038

RECORDATION NO. 12882-A  
FEB 14 1980

O-355A020

No.

Date OCT 14 1980

Fee \$ 20.00

OCT 14 1980 -10 20 AM

INTERSTATE COMMERCE COMMISSION

October 9, 1980

FEE OPERATION BR.  
I.C.C.

OCT 14 10 13 AM '80

ICC Washington, D. C.

Ms. Agatha Mergenovich, Secretary  
Interstate Commerce Commission  
Room 2215, 12th & Constitution Aves.  
Washington, DC 20423

Dear Ms. Mergenovich:

Enclosed for filing and recordation pursuant to the provisions of 49 U. S. C. § 11303 are five copies of the following document:

SUPPLEMENT, dated as of October 6, 1980, to the Lease Agreement, dated as of July 13, 1979 between BRAE Corporation and COLUMBIA & COWLITZ RAILWAY COMPANY.

It relates to one hundred, 70-ton boxcars numbered TOE 3501 through TOE 3600, inclusive.

The names and addresses of the parties to the transaction evidenced by the document described above are as follows:

- Lessor: Brae Corporation  
Suite 1760, 3 Embarcadero Center  
San Francisco, CA 94111
- Lessee: Columbia & Cowlitz Railway Co.  
Post Office Box 188  
Longview, WA 98632

It is requested that this document be filed and recorded under the names of the parties as set forth above. It is further requested that it be cross-indexed under the name of Equitable Life Assurance Society of the United States, 1285 Avenue of the Americas, New York, NY 10019. Ten dollars (\$10.00) has been included in the filing fee to cover this cross-indexing.

*Claude S. Harris*  
*[Signature]*

In view of the fact that this document relates to the Lease Agreement, previously assigned recordation number 12282, please assign this supplement the next available letter designation (which is believed to be "A") under that primary number.

Return to the person presenting this letter: (1) your letter acknowledging the filing, (2) a receipt for the \$20.00 filing fee paid by check drawn on this firm, (3) the enclosed copies of this letter, and (4) any copies of the document not required for recordation -- all stamped to indicate the appropriate filing information.

Sincerely,



Robert J. Corber

mbm

Enclosures

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

10/14/80

OFFICE OF THE SECRETARY

**Robert J. Corber**  
**Steptoe & Johnson**  
**1250 Conn. Avenue**  
**Washington, D.C. 20036**

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 **10/14/80** at **10:20am**, and assigned re-  
recording number(s). **12282-A**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

OCT 14 1980 - 10 20 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated as of October 6, 1980, to Lease Agreement, dated as of July 13, 1979, between BRAE Corporation ("BRAE") and COLUMBIA & COWLITZ RAILWAY COMPANY ("Lessee") (said Lease Agreement hereinafter referred to as the "CLC Lease").

WITNESSETH:

1. BRAE has entered into superseding Lease Agreements with the Texas, Oklahoma & Eastern Railway Company ("TO&E Leases") pursuant to which certain railroad Cars theretofore subject to the CLC Lease were made subject to the TO&E Leases.

2. BRAE and Lessee have entered into a Termination Agreement, dated as of June 30, 1980, which terminates the CLC Lease as to said Cars, among others. Said Agreement is attached hereto as Exhibit A.

3. The lefthand column of Exhibit B sets forth the Car numbers of each of the Cars under the CLC Lease which have been terminated and are now part of the TO&E Leases.

BRAE CORPORATION

By Alfred C. Dossa

Printed Name ALFRED C. DOSSA

Title Vice President

EXHIBIT A

TERMINATION AGREEMENT

THIS TERMINATION AGREEMENT dated as June 30, 1980 ("Agreement") between BRAE CORPORATION ("BRAE") and COLUMBIA & COWLITZ RAILWAY COMPANY ("Lessee").

WITNESSETH:

WHEREAS, BRAE and the Lessee have entered into a Lease Agreement executed as of July 13, 1979 ("1979 Lease") pursuant to which BRAE agreed to lease 100 XP boxcars ("Cars") as described in the Lease to Lessee and Exhibit A hereto.

WHEREAS, BRAE and the Texas, Oklahoma & Eastern Railway Company ("TO&E") have entered into superseding Lease Agreements dated as of July 1 and 2, 1980 respectively (collectively the "Replacement Leases") pursuant to which the Cars will be leased to TO&E; and

WHEREAS, the parties hereto now desire to terminate the 1979 Lease as to the said Cars;

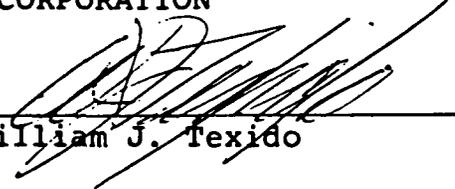
NOW THEREFORE, in consideration of the premises set forth herein below and other good and valuable consideration, the parties agree as follows:

1. Upon the execution and delivery to Brae of the Replacement Leases by TO&E, the 1979 Lease shall be terminated as to Cars and shall be of no further force and effect with respect to said Cars, it being understood and agreed between Brae and Lessee that all of the rights, duties, obligations and responsibilities set forth in the 1979 Lease as to said Cars will be assumed by the parties to the Replacement Leases and that the 1979 Lease shall become null and void in accordance with the terms of this Agreement with respect to said Cars.

IN WITNESS WHEREOF, the parties hereto have caused their duly authorized officers to execute this Agreement as of the date first written above.

BRAE CORPORATION

By

  
William J. Texido

Title President

COLUMBIA & COWLITZ RAILWAY COMPANY

By

  
Title Director

EXHIBIT A  
to  
TERMINATION AGREEMENT

<u>NUMBER</u>	<u>CAR TYPE</u>	<u>AAR DESIGNATION</u>	<u>MARKINGS</u>
50	70 Ton Boxcar - 52'6" length	XP	TOE 3501-3550
50	70 Ton Boxcar 52'6" length	XP	TOE 3551-3600

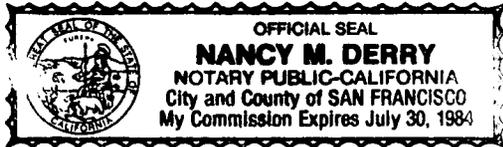
## EXHIBIT B

STENCILLING OF CARS TOE 3551-3600 TAKEN FROM CARS CLC 3401-3500

CLC	IS NOW	TOE
3481		3576
3401		3561
3403		3578
3404		3566
3405		3572
3407		3573
3408		3581
3409		3558
3410		3564
3413		3555
3414		3569
3415		3580
3416		3577
3417		3600
3418		3568
3419		3556
3420		3579
3422		3560
3423		3557
3425		3570
3426		3567
3427		3584
3428		3583
3429		3585
3430		3562
3431		3565
3432		3551
3436		3552
3437		3571
3440		3553
3441		3599
3443		3554
3444		3559
3445		3574
3447		3563
3448		3582
3449		3575
3450		3593
3451		3596
3452		3590
3453		3589
3454		3587
3456		3591
3457		3588
3458		3595
3459		3586
3460		3598
3462		3594
3463		3597
3464		3592

STATE OF *California* )  
COUNTY OF *San Francisco* ) SS.

On the 6<sup>th</sup> day of October, 1983, before me personally appeared Alfred C. Desser, to me known, who, being by me duly sworn, did depose and say that he is the Vice President of Brae Corporation the corporation which executed the above instrument; that he signed his name to the above instrument by authority of the Board of Directors of said corporation; and that he acknowledged that the execution of the above instrument was the free act and deed of such corporation.



Nancy M. Derry  
Notary Public

[seal]

My Commission Expires: July 30, 1984