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100 North Charles Street
Baltimore, MD 21201
(301) 237-4605

CSX DISTRIBUTION SERVICES & CSX EQUIPMENT

Robert F. Hochwarth
Senior Counsel

September 27, 1989

RECORDATION NO. 16371-A FILED 1989

SEP 28 1989 -3 45 PM

INTERSTATE COMMERCE COMMISSION

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

Attention: Recordation Unit

Mrs. Mildred Lee:

On behalf of CSX Transportation, Inc., enclosed for filing and recording under 49 U.S.C. §11303(a) and the regulations promulgated thereunder, are two executed counterparts of a secondary document, not previously recorded, entitled Termination of Interim User Agreement as dated as of August 31, 1989.

The parties to the enclosed agreement are:

General Electric Company (Bailor)
2901 East Lake Road
Erie, PA 16531

CSX Transportation, Inc. (Bailee)
100 North Charles Street
Baltimore, MD 21201

SEP 29 3 34 PM '89
RECORDED & INDEXED

The enclosed document, among other things, releases all equipment under that certain Interim User Agreement dated as of May 15, 1989 by and between Bailor and Bailee and recorded with the Interstate Commerce Commission on May 31, 1989, and assigned Recordation No. 16371.

The units of equipment covered by the enclosed document are all units identified in the Interim User Agreement. A short summary of the document to appear in the ICC Index is as follows:

"Full and Complete Release."

Enclosed is a check in the amount of \$13.00 in payment of the filing fee.

Interstate Commerce Commission
September 27, 1989
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Once the filing has been made, please return to the undersigned a stamped copy of the instrument not needed for your files, together with the fee receipt, a copy of the letter from the ICC acknowledging the filing, and an extra copy of this letter of transmittal.

Very truly yours,



Robert F. Hochwarth

RFH:jg

Enclosures

1

Interstate Commerce Commission
Washington, D.C. 20423

10/10/89

OFFICE OF THE SECRETARY

Robert F. Hochwarth
Senior Counsel
CSX Transportation Inc.
100 North Charles St.
Baltimore, MD. 21201

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 9/28/89 at 3:45pm, and assigned recordation number(s). 16371-A

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)

SEP 28 1989 - 3 45 PM

INTERSTATE COMMERCE COMMISSION

TERMINATION OF INTERIM USER AGREEMENT

THIS AMENDMENT AGREEMENT, dated as of August 31, 1989, between GENERAL ELECTRIC COMPANY, a New York corporation (Manufacturer), and CSX TRANSPORTATION, INC., a Virginia corporation (CSXT):

WITNESSETH:

Pursuant to a certain Interim User Agreement (the Agreement) dated as of May 15, 1989, between the Manufacturer and CSXT, the Manufacturer allowed CSXT temporary custody of the Locomotives listed in the Agreement for a period ending on the earlier of August 31, 1989, or the date of establishment of permanent financing arrangements. The parties hereto agree that as of this date the Locomotives are no longer subject to said Agreement and the rental shall cease as of August 31, 1989 with respect to the Locomotives not delivered to CSXT by said date.

The parties hereto also acknowledge that CSXT has assigned its purchase agreement with the Manufacturer to The Baltimore and Ohio Chicago Terminal Railroad Company (B&OCT) and that any use of the Locomotives by CSXT after August 31, 1989 shall be made pursuant to an Agreement dated August 31, 1989 between B&OCT and CSXT.

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Agreement as of the date first above written.

ATTEST:
[CORPORATE SEAL]

By: _____
Assistant Secretary

ATTEST:
[CORPORATE SEAL]
By: Wendy W. Murray
Attesting Secretary

CSX TRANSPORTATION, INC.

By: Dennis J. Hain

GENERAL ELECTRIC COMPANY

By: R. H. Jones

STATE OF MARYLAND,

CITY OF BALTIMORE, ss:

On this 31st day of August, 1989, before me personally appeared Denis J. Voisard, to me personally known, who, being by me duly sworn, says that he is Assistant Vice-President and Treasurer - Equipment Unit of CSX TRANSPORTATION, INC., that said instrument was executed 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.

[NOTARIAL SEAL]

My commission expired 7/1/90

Glenda J. Green
Notary Public

STATE OF PENNSYLVANIA,

COUNTY OF ERIE, ss:

On this 31st day of August, 1989, before me personally appeared R. H. Tonjes, to me personally known, who, being by me duly sworn, says that he is Manager-Transportation Systems of GENERAL ELECTRIC COMPANY, that said instrument was executed 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.

Finance
Operation

[NOTARIAL SEAL]

Mary Jo Casinelli
Notary Public

Notarial Seal
Mary Jo Casinelli, Notary Public
Lawrence Park Twp., Erie County
My Commission Expires June 24, 1993

Member, Pennsylvania Association of Notaries