

9-166A055

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16381 FILED 143
RECORDATION NO.

JUN 15 1989 - 12 20 PM

INTERSTATE COMMERCE COMMISSION

JUN 15 12 23 PM '89
NOTICE OF FILING UNIT

June 15, 1989

Dear Ms. McGee:

On behalf of Chemical Bank New Jersey N.A., I submit for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder, the enclosed executed counterparts of a primary document, not previously recorded, entitled Assignment of Equipment Leases which acts as a security document, dated June 13, 1989.

The parties to the said enclosed Assignment of Equipment Leases are:

Eastern Railway Supplies, Inc. - Borrower/Assignor
1005 Indian Church Road
West Seneca, New York 14224

Chemical Bank New Jersey N.A. - Secured Party/Assignee
Metro Park IV
379 Thornall Street
Edison, New Jersey 08837

The Assignment of Equipment Leases, among other things, acts as a security document to secure the repayment by the Assignor to the Assignee of a loan wherein there is pledged as collateral all now existing or hereafter arising leases, and the like, of all railroad mounted cranes now owned or hereafter acquired by the Assignor.

The rolling stock covered by the said Assignment of Equipment Leases consists of those certain railroad mounted cranes listed in Schedule A attached thereto and any hereafter acquired.

A short summary of the document coverage to appear in the Index is as follows:

"All now existing or hereafter arising or created leases and the like of railroad mounted cranes."

New Member
Allen H. Harrison, Jr.

Enclosed is a check in the amount of thirteen dollars (\$13) in payment of the filing fee.

Once this filing has been made, please return to bearer the stamped counterparts of the Assignment of Equipment Leases not needed for your files, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

Allen H. Harrison, Jr.
Attorney for the purpose of
this filing for
Chemical Bank New Jersey N.A.

Honorable Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Enclosures

AHH/iw

BY HAND

Interstate Commerce Commission
Washington, D.C. 20423

6/15/89

OFFICE OF THE SECRETARY

Allen H. Harrison, Jr.
Wilmer, Cutler & Pickering
2445 M. St. N.W.
Washington, D.C. 20037

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 6/15/89 at 12:20pm, and assigned recordation number(s). 16381 & 16382

Sincerely yours,



Secretary

Enclosure(s)

JUN 15 1989 -12 20 PM

ASSIGNMENT OF EQUIPMENT LEASES

INTERSTATE COMMERCE COMMISSION

FOR VALUE RECEIVED, pursuant to the terms of a Loan and Security Agreement dated June 13, 1989, by and among Eastern Railway Supplies, Inc., as Borrower, Chemical Bank New Jersey N.A., as Bank, and others, Eastern Railway Supplies, Inc. hereby grants a security interest in, and hereby assigns to, Chemical Bank New Jersey N.A., all of the right, title and interest of Eastern Railway Supplies, Inc. in and to the following property:

All now existing or hereafter arising or created leases, chattel paper or bailments of railroad mounted cranes including rents, profits or other amounts payable thereunder and all proceeds (including insurance proceeds) and products thereof ("Equipment Leases").

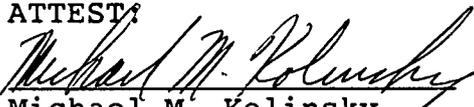
The undersigned has simultaneously signed an Equipment Mortgage Agreement dated the date hereof in which the undersigned grants a security interest to Chemical Bank New Jersey N.A. in all of the undersigned's now owned or hereafter acquired Equipment, as defined in the Mortgage and Equipment currently owned is listed on Schedule A annexed hereto. All Equipment Leases are leases of Borrower's Equipment, now owned or hereafter acquired and as defined in the Mortgage, by Borrower as lessor.

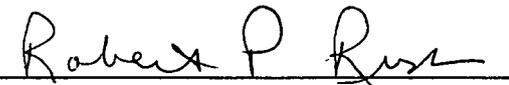
The undersigned represents and warrants that all of its existing Equipment Leases are listed on Schedule B annexed hereto.

IN WITNESS WHEREOF, the undersigned has executed this Assignment of Equipment Leases this 13th day of June, 1989.

EASTERN RAILWAY SUPPLIES, INC.

ATTEST:


Michael M. Kolinsky
Secretary/Treasurer

By: 
Name: Robert P. Rude
Title: President

[SEAL]

EQUIPMENT LEASES
SCHEDULE "A"

<u>RAIL CRANE</u> <u>MODEL, SERIAL NO.</u> <u>herein designated as</u> <u>ICC Identification No.</u>	<u>LESSEE</u>
American Hoist & Derrick 830-DE, J-3378	Yonkers
American Hoist & Derrick 840-DE, J-2621	Consolidated Rail Corp.
American Hoist & Derrick 825-DE, J-2613	Consolidated Rail Corp.
American Hoist & Derrick 5030-DE, L-4156	Consolidated Rail Corp.
American Hoist & Derrick 5030-DE, L-4018	Consolidated Rail Corp.
Little Giant Crane LG-32, 327811	Consolidated Rail Corp.
American Hoist & Derrick 830-DE, L-2619	Metro North Commuter Railroad
American Hoist & Derrick 830-DE, J-3282	Consolidated Rail Corp.
American Hoist & Derrick 840-DE, J-3456	Laclede Steel
Little Giant Crane LG-32, 327705	Consolidated Rail Corp.