

9-146A028

ITEL

Pullman

May 22, 1989

Istel Rail Corporation

55 Francisco Street
San Francisco, California 94133
(415) 984-4000
(415) 781-1035 Fax

RECORDATION NO 16356 FILED 1428

MAY 26 1989 -2 10 PM

INTERSTATE COMMERCE COMMISSION

Hon. Noreta R. McGee, Secretary
Interstate Commerce Commission
Washington, DC 20423

Re: *Patricia* Termination of Schedule No. 2 to Lease Agreement dated July 1, 1983, between Istel Railcar Corporation, as assignee of Evans Railcar Leasing Company, and The Ferdinand and Huntingburg Railroad Company, as assignee of Louisville, New Albany & Corydon Railroad Company

Dear Ms. McGee:

On behalf of Istel Rail Corporation, the above instrument, in three (3) counterparts, is hereby submitted for filing and recording pursuant to 49 U.S.C. Section 11303(a), along with the \$13 recordation fee.

Please record this Termination under the Lease Agreement dated July 1, 1983, between Istel Railcar Corporation and The Ferdinand and Huntingburg Railroad Company, which is being filed simultaneously this date.

The parties to the aforementioned instrument are listed below:

Istel Railcar Corporation (Lessors)
55 Francisco Street
San Francisco, California 94133

The Ferdinand and Huntingburg Railroad Company (Lessee)
55 Francisco Street
San Francisco, California 94133

This Termination covers twenty-one (21) 52", 70-ton, RBL boxcars bearing reporting marks LNAC 5400-5420.

Please return to the undersigned the stamped counterparts not required for filing purposes, together with the ICC fee receipt and acknowledgment letter.

Very truly yours,

Patricia Schumacker

Patricia Schumacker
Legal Department

REGISTRATION NO. 16356 FILED PAGE

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INTERSTATE COMMERCE COMMISSION

Lot 2024-02

SCHEDULE TERMINATION AGREEMENT

THIS TERMINATION AGREEMENT ("Agreement") pertaining to Schedule 2 dated June 25, 1985, ("Schedule 2") to the Railroad Car Lease Agreement dated July 1, 1983, between Evans Railcar Leasing Company ("Evans") and Louisville, New Albany & Corydon Railroad Company ("LNAC"), is entered into as of this 2nd day of May, 1989, between ITEL RAILCAR CORPORATION ("Lessor"), as the assignee of Evans, and THE FERDINAND AND HUNTINGBURG RAILROAD COMPANY (Lessee"), as the assignee of LNAC.

RECITALS:

- A. Evans and LNAC were parties to Schedule 2 to the Lease pursuant to which Evans leased to LNAC twenty (20) 52'5", 70-ton RBL boxcars bearing the reporting marks LNAC 5400-5419 (the "Cars").
- B. Lessor and Lessee desire to terminate the Cars from Schedule 2 and to make the Cars retroactively subject to the Lease Agreement dated May 5, 1988, between ITEL RAILCAR CORPORATION and ITEL RAIL CORPORATION, severally, as lessors, and Lessee.

NOW, THEREFORE, the parties hereto agree as follows:

- 1. All terms defined in the Lease and in Schedule 2 shall have the meanings defined therein when used in this Agreement, except "Cars" when used herein shall refer only the Cars that are subject to Schedule 2.
- 2. The Cars shall be deemed to have been terminated from the Lease effective as of the close of business on May 31, 1988.
- 3. Except with respect to the Cars on Schedule 2, the terms of the Lease shall remain in full force and effect.

ITEL RAILCAR CORPORATION

By: [Signature]
Title: President
Date: 5/2/89

THE FERDINAND AND HUNTINGBURG RAILROAD COMPANY

By: [Signature]
Title: PRESIDENT
Date: 5/1/89

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

On this 2nd day of May, 1989, before me personally appeared Desmond P. Hayes, to me personally known, who being by me duly sworn says that such person is President of Itel Railcar Corporation, that the foregoing Termination Agreement was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sharon L. Van Fossan
Notary Public



STATE OF California)
) ss:
COUNTY OF San Francisco)

On this 1st day of May, 1989, before me personally appeared William J. Herndon, to me personally known, who being by me duly sworn says that such person is President of The Ferdinand and Huntingburg Railroad Company that the foregoing Termination Agreement was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sharon L. Van Fossan
Notary Public

