

Transportation Corporation of America

P. O. BOX 218 • CHICAGO HEIGHTS, ILLINOIS 60411
AREA CODE 312 • 757-5900

May 21, 1985

RECORDATION NO. 13292-2
Filed 1985

JUN 10 1985 10:52 AM

INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission
Recordation Clerk
Room 1211
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Gentlemen:

Enclosed for recordation under the provision of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, are five (5) copies of the following:

Memorandum of Lease No. 101281 dated 10/1/81
Rider No. 10128103 dated 11/30/84
between TRANSPORTATION CORPORATION OF AMERICA and
SOO LINE RAILROAD COMPANY
Recordation No. 13292
No. of Cars: Sixty-eight (68)
Description of Cars: 4750 Cu. Ft. 100-ton
Covered Hopper
Car Numbers: TCAX 60025 thru TCAX 60039, TCAX 60069 thru TCAX
60084, TCAX 60110 thru TCAX 60129, and
TCAX 60138 thru TCAX 60154

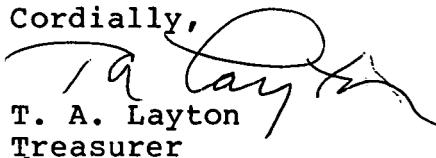
The names and addresses of the parties hereto are as follows:

Lessor:	Lessee
TRANSPORTATION CORPORATION OF AMERICA P. O. Box 218 Chicago Heights, IL 60411	SOO LINE RAILROAD COMPANY Soo Line Building P. O. Box 530 Minneapolis, MN 55440

The undersigned is the treasurer of TRANSPORTATION CORPORATION OF AMERICA and has knowledge of the matters set forth within the enclosed documents. Kindly record and thereafter return to T. A. Layton, TRANSPORTATION CORPORATION OF AMERICA, P. O. Box 218, Chicago Heights, Illinois 60411, the remaining four (4) copies of the enclosed document marked "Recorded."

Attached hereto is a remittance in the sum of \$10.00 covering the required Recording Fee.

Cordially,


T. A. Layton
Treasurer

A Duchossois Industries Company

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Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

6/10/85

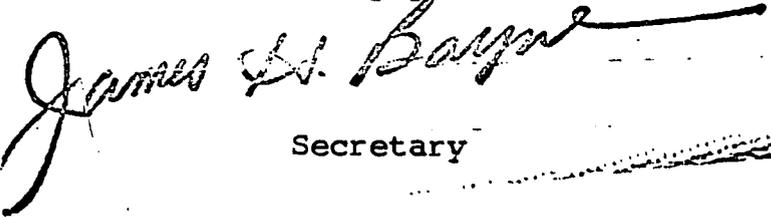
OFFICE OF THE SECRETARY

T.A. Layton
Transp. Corp. Of America
P.O.Box 218
Chicago Heights, Illinois

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 6/10/85 at 10:50am and assigned re-
recording number (s). 13292-D

Sincerely yours,


Secretary

Enclosure (s)

SE-30
(7/79)

RECORDATION NO. 13292-D

JUN 10 1985 10 30 AM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF AMENDMENT

To Lease Number 101281

Dated as of October 1, 1981

Between

TRANSPORTATION CORPORATION OF AMERICA ("Lessor")

and

SOO LINE RAILROAD COMPANY

Memorandum of an Amendment, dated as of November 30, 1984,
to Lease Agreement No. 101281, dated as of October 1, 1981,
by and between TRANSPORTATION CORPORATION OF AMERICA, an Illinois
corporation ("Lessor") and SOO LINE RAILROAD COMPANY,
a Minnesota corporation ("Lessee").

W I T N E S S E T H:

1. Lessor and Lessee have amended Lease Agreement No.
101281 dated as of November 30, 1984, a copy
of which was recorded with the Interstate Commerce Commission on
October 27, 1981 under Recordation No. 13292.

2. That amendment relates to those railroad cars des-
cribed in Exhibit A hereto.

In Witness Whereof, the parties hereto have caused this
instrument to be signed and sealed by their respective corporate
officers and duly attested as of the date and year first above
written.

(CORPORATE SEAL)

TRANSPORTATION CORPORATION OF AMERICA
(Lessor)

ATTEST:

By:


President

(CORPORATE SEAL)

SOO LINE RAILROAD COMPANY
(Lessee)

ATTEST:

By:


Vice President - Operations


Secretary

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this 30th day of May 1985 before me personally appeared C. H. WRIGHT, to me personally known who being by me duly sworn, says that he is a President of TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed 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.

Lynda Clayton
Notary Public

(Seal)

My Commission Expires:

NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXP. APR. 2, 1989
ISSUED THRU ILL. NOTARY ASSOC.

STATE OF MN)
) SS:
COUNTY OF Dakota)

On this 20th day of May 1985, before me personally appeared C. C. Leary, to me personally known who being by me duly sworn, says that he is V.P. Operations of Soo Line R.R. Co., an MN corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed 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.

Julie R. Mart
Notary Public

(Seal)

My Commission Expires:

 JULIE R. MART
NOTARY PUBLIC - MINNESOTA
DAKOTA COUNTY
My Commission Expires July 20, 1988

EXHIBIT "A" TO AMENDMENT

To Lease No. 101281

Dated as of October 1, 1981

Between TRANSPORTATION CORPORATION OF AMERICA and
SOO LINE RAILROAD COMPANY

Recorded with the Interstate Commerce Commission
on October 27, 1981 under
Recordation No. 13292

CAR NUMBERS:	TCAX 60025 thru 60039, TCAX 60069 thru 60084, TCAX 60110 thru 60129, TCAX 60138 thru 60154 (All inclusive)
CAR OWNER'S MARKS:	Title to this car subject to documents filed with the Interstate Commerce Commission
CLASS OF CAR:	Covered Hopper Car (LO)
NUMBER OF CARS:	Sixty-eight (68)
TRUCK CAPACITY:	100-Ton
CUBIC CAPACITY:	4750 Cubic Foot
RENTAL TERM:	As specified in Rider No. 10128103 dated November 30, 1984