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ALLEN H. HARRISON, JR.

DIRECT LINE (202)

872-6093

RECORDATION NO. 14419 June 18, 1985 5-170A042
FILE 1425

JUN 19 1985 -10 55 PM

No. _____
Date JUN 19 1985
Fee \$ 10.00

ICC Washington, D.C.

Dear Mr. Bayne: INTERSTATE COMMERCE COMMISSION

On behalf of C.I.T. Leasing Corporation, as agent for C.I.T. Corporation, I submit for filing and recording under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder, one enclosed executed counterpart and two copies of a secondary document that is a termination document in the form of a letter, dated as of May 15, 1985.

The party to the said enclosed document is:

C.I.T. Leasing Corporation, as agent for
C.I.T. Corporation - Lessor
135 West 50th Street
New York, New York 10030

The said document terminates and cancels that certain Rail Operating Lease Agreement filed and recorded with the Interstate Commerce Commission on August 30, 1984 at 3:15 p.m. and assigned Recordation No. 14419. The enclosed document should be recorded under the next available letter under Recordation No. 14419.

The equipment subject to the termination is all the equipment covered by the aforesaid Railcar Operating Lease Agreement, which equipment is listed in Schedule A of the instant termination document.

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

"Complete cancellation and termination of above Railcar Operating Lease Agreement"

Enclosed is our firm check in the amount of ten dollars (\$10) in payment of the filing fee.

MOTOR OPERATING UNIT
JUN 19 10 35 PM '85
THE SECRETARY
ICC OFFICE OF

This is under 14419 but we don't know for sure the next ltr.
Allen Harrison
Hand signed

Once this filing has been made, keep the executed counterpart for the ICC file, and please return to bearer the stamped two copies of the document 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 C.I.T. Leasing
Corporation, as agent for
C.I.T. Corporation

Honorable James H. Bayne
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Enclosures

AHH/iw

BY HAND

C.I.T. Corporation

135 West 50th Street
New York, New York 10020

RECORDATION NO. 14419-A FILED 1425

JUN 19 1985 - 10 45 PM

INTERSTATE COMMERCE COMMISSION

May 15, 1985

CIT

Secretary of the Interstate
Commerce Commission
Washington, D.C.

Re: Railcar Operating Lease Agreement Dated
as of August 3, 1984 between C.I.T.
Corporation, Acting Through Its Agent,
C.I.T. Leasing Corporation, as Lessor,
and Spring Creek Coal Company, as Lessee

Dear Sir:

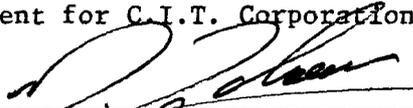
C.I.T. LEASING CORPORATION, as agent for C.I.T. Corporation, a New York corporation, (the "Lessor"), and SPRING CREEK COAL COMPANY, a Montana corporation, (the "Lessee") executed and entered into that certain Railcar Operating Lease Agreement as described above, covering the railroad equipment described on Schedule A attached hereto (the "Equipment").

The Railcar Operating Lease Agreement was filed with the Interstate Commerce Commission on August 30, 1984 at 3:15 p.m. and assigned Recordation No. 14419.

The Railcar Operating Lease Agreement has been superseded in its entirety by a Railcar Lease dated as of August 15, 1984 covering the Equipment, which is submitted for recording simultaneously herewith, and all amounts due and owing to Lessor pursuant to the terms and conditions of the Railcar Operating Lease Agreement have been paid in full.

In consideration of the full payment of all amounts due or owing to Lessor under the Railcar Operating Lease Agreement, and the execution by the parties of a Lease Agreement superseding the Railcar Operating Lease Agreement as to all of the Equipment, the Lessor does hereby cancel and terminate the Railcar Operating Lease Agreement.

C.I.T. LEASING CORPORATION,
As Agent for C.I.T. Corporation

By: 

Title: Pres

Attest: 

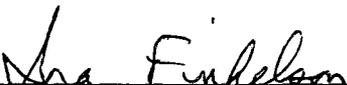
Assistant Secretary

STATE OF NEW YORK)

) SS:

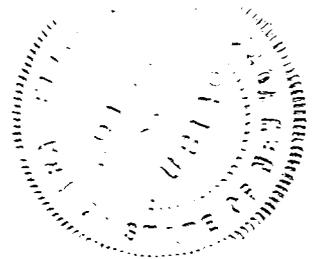
COUNTY OF NEW YORK)

On this 15th day of May, 1985, before me personally appeared Nikita Zdanow and Leo Sheer, to me personally known, who being by me duly sworn, say that they are the President and Assistant Secretary, respectively of C.I.T. Leasing Corporation, that the seal 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 they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

IRA FINKELSON
Notary Public, State of New York
No. 60-6297225
Qualified in Westchester County
Commission Expires March 30, 1986



SCHEDULE A
EQUIPMENT DESCRIPTION

<u>Description</u>		<u>Number of Cars</u>				<u>Car Markings</u>		
3,600 cubic foot, 100 ton capacity, triple pocket open top hopper railcars built in 1968.		140				(to be supplied by Lessee) To be selected by Lessee from the following: *		
*								
523000	523058	523104	523142	523186	523233	523301	523348	523389
004	069	108	143	190	236	302	349	393
005	070	110	145	191	242	305	352	394
007	071	113	146	192	243	306	353	395
008	073	114	151	195	245	307	354	398
012	076	115	152	196	246	308	356	399
017	077	119	153	197	247	310	358	
019	079	120	154	198	248	312	359	
020	080	121	155	200	250	315	360	
022	082	122	157	203	252	317	362	
023	083	123	158	208	262	318	363	
024	086	125	163	209	264	319	364	
026	087	126	165	210	265	320	365	
028	088	129	167	211	266	321	366	
029	089	131	168	212	274	323	369	
030	090	132	170	213	276	325	370	
034	091	133	171	216	282	329	371	
036	092	134	172	217	284	332	373	
044	095	135	173	218	286	334	374	
045	096	136	176	220	289	337	378	
048	097	137	178	222	291	339	382	
052	098	138	180	228	292	340	383	
053	099	139	181	229	293	342	386	
054	100	140	182	230	298	343	387	
055	101	141	183	232	299	345	388	