

11471

RECORDATION NO. .... Filed 1425

United States  
Rail Services, Inc.



633 Battery Street  
San Francisco, California 94111  
(415) 445-7690

No. 0-037A084

Date FEB 6 1980

Fee \$ 50.00

ICC Washington, D. C.

FEB 6 1980-2 45 PM

INTERSTATE COMMERCE COMMISSION

January 28, 1980

REGISTERED MAIL  
RETURN RECEIPT REQUESTED

RECORDATION NO. .... Filed 1425

11471/A

INTERSTATE  
COMMERCE COMMISSION  
RECEIVED

Secretary  
Interstate Commerce Commission  
Washington D. C. 20423

FEB 6 1980-2 45 PM

FEB - 5 1980

INTERSTATE COMMERCE COMMISSION  
ADMINISTRATIVE SERVICES  
MAIL UNIT

Dear Mr. Secretary:

On behalf of United States Rail Services, Inc., I submit for filing and recording under 49 U.S.C. Sec. 11303(a) the following enclosed executed documents:

(1) Lease Agreement dated as of August 14, 1979 between U.S. Leasing International, Inc. ("USLI") and the Rockdale, Sandow and Southern Railroad Company ("Rockdale"), Equipment Schedule No. 1 dated as of August 14, 1979; Addendum to the Lease Agreement dated as of August 14, 1979; and Letter Agreement pertaining to the Lease Agreement dated as of August 14, 1979 all duly notarized.

(2) Assignment dated as of October 15, 1979 from USLI to United States Rail Services, Inc. of the Lease Agreement dated as of August 14, 1979 between USLI and Rockdale.

I also enclose 3 certified true copies of the above documents.

The equipment covered is as follows:

Fifty gondola cars 100 ton truck, RSS-2001 through RSS-2050.

Enclosed is a check in the amount of \$50.00 in payment of the recording fee.

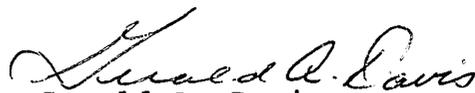
Once the filing has been made, please return in the enclosed self-addressed stamped envelope, (a) the file stamped conformed counterparts not required for filing purposes, (b) the fee receipt, (c) the letter from the

Secretary  
January 28, 1980  
Page two

Interstate Commerce Commission acknowledging the filing,  
and (d) the extra copy of this letter of transmittal.

Should you have any questions please call me at (415)  
445-7685.

Very truly yours,

  
Gerald A. Davis

GAD:lw  
Encls

ASSIGNMENT AND AGREEMENT

FEB 6 1980 -2 45 PM

INTERSTATE COMMERCE COMMISSION

THIS ASSIGNMENT AND AGREEMENT ("Assignment") entered into as of this 15th day of October 1979, between United States Leasing International, Inc. ("Assignor") and United States Rail Services, Inc. ("Assignee").

WITNESSETH:

WHEREAS, Assignor has entered into a certain contract ("Contract"); consisting of Lease Agreement dated as of August 14, 1979 between U.S. Leasing International, Inc. ("USLI") and the Rockdale, Sandow and Southern Railroad Company ("Rockdale"), Equipment Schedule No. 1 dated as of August 14, 1979; Addendum to the Lease Agreement pertaining to the Lease Agreement dated as of August 14, 1979.

WHEREAS, Assignor desires to assign to Assignee and Assignee desires to accept assignment of the Contract on the terms and conditions contained in this Agreement.

NOW, THEREFORE, Assignor and Assignee hereby mutually covenant and agree as follows:

1. Assignor hereby transfers, assigns and sets over unto Assignee and Assignee hereby accepts such transfer, assignment and set over of all the right, title and interest of Assignor in and to the Contract, including the right to accept delivery of and take title to the railroad cars subject thereto.

2. The Assignment shall not reduce or otherwise affect any liability, obligation, or duty of Assignor to the lessee under the Contract.

3. Assignee shall promptly perform all of the obligations and duties of the Assignor under the Contract.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed in their names as of the day and year first written above.

UNITED STATES RAIL SERVICES, INC.

UNITED STATES LEASING INTERNATIONAL, INC.

By David J. Mandelholz  
Its Sr. V.P.

By Myron M. Oltus  
Its SENIOR VICE PRESIDENT

ACKNOWLEDGMENT FOR CORPORATION

STATE OF California COUNTY OF San Francisco SS:

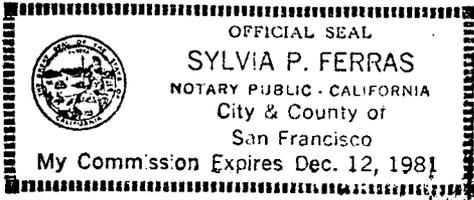
On this 15th day of October, in the year 19 79, before me Sylvia P. Ferras a Notary Public in and for said county, personally appeared David M. Mendelsohn, known to me to be the Senior Vice President of the corporation that executed the (Title)

within instrument, and known to me to be the person who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its Board of Directors.

Sylvia P. Ferras San Francisco COUNTY: California  
(Notary Public) (State)

(Notarial Seal)

My Commission Expires: My Commission Expires Dec. 12, 1981



ACKNOWLEDGMENT FOR CORPORATION

STATE OF California COUNTY OF San Francisco SS:

On this 15th day of October, in the year 1979, before me Sylvia P. Ferras a Notary Public in and for said county, personally appeared David M. Mendelsohn, known to me to be the Senior Vice President of the corporation that executed the  
(Title)

within instrument, and known to me to be the person who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its Board of Directors.

Sylvia P. Ferras San Francisco COUNTY: California  
(Notary Public) (State)

(Notarial Seal)

My Commission Expires: My Commission Expires Dec. 12, 1981

