

11833 C
RECORDATION NO. Filed 1425

MAY 23 1980 - 2 30 PM

STEPTOE & JOHNSON
INTERSTATE COMMERCE COMMISSION
1250 CONNECTICUT AVENUE
WASHINGTON, D. C. 20036

ROBERT J. CORBER
(202) 862-2038

No. 0-144A050

Date MAY 23 1980

Fee \$ 150.00

ICC Washington, D. C.

Ms. Agatha Mergenovich, Secretary
Interstate Commerce Commission
Office of the Secretary, Room 2215
Washington, DC 20423

Dear Ms. Mergenovich:

Enclosed for filing and recordation pursuant to the provisions of 49 U.S.C. § 11303 are several copies of the following documents:

1. Railroad Lease Agreement, dated as of October 22, 1979, between Brae Corporation and Warrenton Rail Road Company;
2. Railroad Lease Agreement, dated as of July 17, 1979, between Brae Corporation and Warrenton Rail Road Company;
3. Assignment of Lease and Shipper Agreements, dated as of May 15, 1980, from Brae Corporation to Manufacturers National Bank of Detroit under a Trust Agreement, dated as of March 1, 1980, among Manufacturers National Bank of Detroit, Braecar, Inc. and Ford Motor Credit Company; and,
4. Amendment Agreement, dated as of October 31, 1979, between Brae Corporation and International Minerals & Chemical Corporation to the Shipper Agreement, dated August 22, 1979, between Brae Corporation and International Minerals & Chemical Corporation.

Please file and record the documents previously enumerated under the names of the parties set forth below. In addition, please cross-index the Assignment of Lease and Shipper Agreements between Brae Corporation and Manufacturers National Bank of Detroit under Warrenton Rail Road Company. An additional \$10 has been included in the filing fee to cover the cross-indexing.

The equipment which is subject to these agreements is described in Schedule I attached hereto.

The names and addresses of the parties to the transaction evidenced by the foregoing document are as follows:

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INTERSTATE COMMERCE COMMISSION

11833 A
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May 23, 1980

INTERSTATE COMMERCE COMMISSION

FEE OPERATIONS
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INTERSTATE COMMERCE COMMISSION

Clayton A. Skjinn
Clayton A. Skjinn

1. Railroad Lease Agreement, dated as of October 22, 1979:

Lessor: Brae Corporation
Three Embarcadero Center
San Francisco, CA 94111

Lessee: Warrenton Rail Road Company
Post Office Box 518
Warrenton, NC 27589

2. Railroad Lease Agreement, dated as of July 17, 1979:

Lessor: Brae Corpoartion
Three Embarcadero Center
San Francisco, CA 94111

Lessee: Warrenton Rail Road Company
Post Office Box 518
Warrenton, NC 27589

3. Assignment of Lease and Shipper Agreements, dated as of May 15, 1980:

Assignor: Brae Corporation
Three Embarcadero Center
San Francisco, CA 94111

Assignee/Owner-Trustee: Manufacturers National Bank
of Detroit
100 Renaissance Center
Detroit, MI 48243

4. Amendment Agreement, dated as of October 31, 1979:

Agent-Manager: Brae Corporation ⁵⁰
Three Embarcadero Center
San Francisco, CA 94111

Shipper: International Minerals &
Chemical Corporation
501 East Lange Street
Mundelein, IL 60060

A check payable to the Interstate Commerce Commission in the amount of \$120 is enclosed to cover the filing fees and the extra fee for cross-indexing.

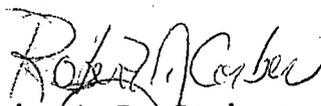
Ms. Mergenovich

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May 23, 1980

Please return to the person presenting this letter your acknowledgement, fee receipt, the enclosed copies of this letter and any copies of the documents not required for recordation, all stamped to indicate appropriate filing information.

Very truly yours,


Robert J. Corber

mbm

Enclosure

THIS AMENDMENT AGREEMENT dated as of October 31, 1979 ("Agreement") between BRAE CORPORATION ("BRAE") and INTERNATIONAL MINERALS & CHEMICAL CORPORATION ("IMC").

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WITNESSETH:

MAY 23 1980 2 00 PM

WHEREAS, BRAE and IMC have entered into a Shipper Agreement dated as of August 22, 1979 (the "Shipper Agreement") and INTERSTATE COMMERCE COMMISSION

WHEREAS, BRAE and IMC now desire to amend the Shipper Agreement as hereinafter set forth;

NOW THEREFORE, the parties hereto agree to amend the Shipper Agreement as set forth below:

1. Paragraph 1 of the Equipment Schedule (reverse side) attached to the Shipper Full Service Lease Agreement which is Exhibit "I" to the Shipper Agreement, is amended as follows:

Fixed Rent

The monthly fixed rent for each Leased Car shall equal 1.44% of the manufacturer's invoice price (plus in the event the parties are obligated to execute this Lease prior to the time the Cars are delivered to the initial Loading Point, any delivery charges, sales taxes and inspection fees not included therein) for such Leased Car provided, however, that the maximum manufacturer's invoice price shall not, for the purposes of establishing this fixed rent, exceed \$44,000 per Leased Car.

2. Section 8 of the Shipper Agreement is hereby amended by adding subparagraph D as follows:

D. Shipper shall be responsible for payment of all reclaim charges payable with respect to the Cars in accordance with I.C.C. Rule 22 for such period(s) as the Car(s) may be idle and not used for loading purposes at Shipper's facility.

3. Except as modified hereby, the Shipper Agreement and all Exhibits, Attachments and Schedules thereto shall remain in full force and effect in accordance with the terms thereof.

IN WITNESS WHEREOF, the parties hereto have caused their respective authorized officers to execute this Agreement as of the day first above written.

BRAE CORPORATION
By [Signature]
Title President
Date _____

INTERNATIONAL MINERALS & CHEMICALS CORPORATION
By [Signature]
Title Corp. Staff Vice President
Corporate Traffic/Distribution
Date 11-13-79

