

713
New No.

LAW OFFICES

ALVORD AND ALVORD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE*
GEORGE JOHN KETO*
MILTON C. GRACE*
JAMES C. MARTIN, JR.*

* NOT A MEMBER OF D.C. BAR
* ALSO ADMITTED IN NEW YORK
* ALSO ADMITTED IN OHIO
* ALSO ADMITTED IN MARYLAND

200 WORLD CENTER BUILDING
918 SIXTEENTH STREET, N.W.
WASHINGTON, D.C.
20006-2973

RECORDATION NO. 1 5689
FILED 1420

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TELEX
440367 A AND A

JUN 16 1988 12 15 PM

INTERSTATE COMMERCE COMMISSION

June 16, 1988

No. 8-168A048
Date JUN 16 1988
Fee \$ 13.00
ICC Washington, D. C.

JUN 16 12 05 PM '88
NOTICE OF RECALL

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are one original and one certified true copy of a Memorandum of Lease dated as of September 30, 1987, a primary document as defined in the Commission's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Chrysler Rail Transportation Corporation
Greenwich Office Park I
Greenwich, Connecticut 06836

Lessee: Soo Line Railroad Company
Soo Line Building
P.O. Box 530
Minneapolis, Minnesota 55440

A description of the railroad equipment covered by the enclosed document is:

One hundred ten (110) 1978-79 4000 Cubic Foot 100 Ton Capacity Open Top Hopper Cars marked with Soo Line Railroad Company Numbers 62523 through 62632, both inclusive.

Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

CT. Kappler
C. Dunlap

Ms. Noreta R. McGee
June 16, 1988
Page Two

Kindly return a copy of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed primary document to appear in the Commission's Index is:

Memorandum of Lease dated as of September 30, 1987 between Chrysler Rail Transportation Corporation, Lessor, and Soo Line Railroad Company, Lessee, covering 110 open top hopper cars, SOO 62523 - SOO 62632, both inclusive.

Very truly yours,


Charles T. Kappler

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

6/16/88

OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord & Alvord
918 16th Street N.W.
Washington, D.C. 2000

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 6/16/88 at 12:15pm, and assigned recordation number(s). 15689

Sincerely yours,

Neville R. McEwen
Secretary

Enclosure(s)

1 5689
RECORDATION NO. _____ FILED 1988

JUN 16 1988-1 15 PM

INTERSTATE COMMERCE COMMISSION

_____)
District of)
_____)
Columbia)
_____)

On this 16th day of June 1988, the undersigned Notary Public says that she has compared the attached copy to the original of the Memorandum of Lease dated as of September 30, 1987 between Chrysler Rail Transportation Corporation, Lessor, and Soo Line Railroad Company, Lessee; and such copy is complete and identical in all respects to the original.

(SEAL)

Audrey O. Greaver
Notary Public

My Commission expires on

Jan. 31, 1991

1 5689
REGISTRATION NO. _____ FILED 1988

JUN 16 1988 12 15 PM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE

BETWEEN

SOO LINE RAILROAD COMPANY ("LESSEE")

AND

CHRYSLER RAIL TRANSPORTATION CORPORATION ("LESSOR")

September 30, 1987

egl

Memorandum of a Lease Agreement made and entered into as of September 30, 1987 by and between CHRYSLER RAIL TRANSPORTATION CORPORATION, a Delaware corporation ("Lessor") having its principal place of business at Greenwich Office Park I, Greenwich, Connecticut 06836 and SOO LINE RAILROAD COMPANY, a Minnesota corporation ("Lessee"), having its principal place of business at Soo Line Building, ^{P.O. Box 530} Minneapolis, Minnesota 55440.

W I T N E S S E T H:

1. Lessor has agreed to furnish to the Lessee, and the Lessee has agreed to lease from Lessor the railroad cars shown on Rider #1 attached hereto, and such additional Riders as may be added hereto from time to time by agreement of the parties and signed by their duly authorized representatives.

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall expire upon expiration of the rental term of the last car, or cars, covered thereunder. The rental term for each car shall be as shown in the Rider covering such car.

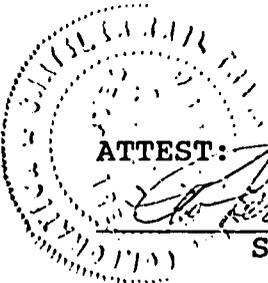
In Witness Whereof, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers and duly attested as of the date and year first above written.

(CORPORATE SEAL)

CHRYSLER RAIL TRANSPORTATION CORPORATION

(LESSOR)

BY: *Robert L. Reynolds* *RET*
President


ATTEST: *Robert E. Floyd*
Secretary

(CORPORATE SEAL)

SOO LINE RAILROAD COMPANY

(LESSEE)

BY: *Paul J. Gammie*
EVP-Operations

ATTEST: *Teressa A. Keener*
Assistant Secretary

APPROVED AS TO FORM

JLF
LAW DEPARTMENT
JEAN L. FINDORFF

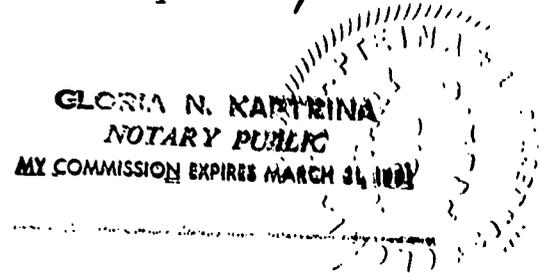
STATE OF CONNECTICUT)
COUNTY OF Fairfield) SS

On this 14th day of JUNE before me personally appeared Robert L. Reynolds to me personally known who being by me duly sworn, says that he is the President of CHRYSLER RAIL TRANSPORTATION CORPORATION, a Delaware 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.

Gloria N. Kaptreina
Notary Public

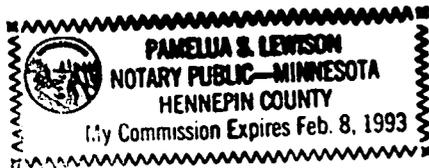
(SEAL)

My Commission Expires: _____



STATE OF Minnesota)
COUNTY OF Hennepin) SS

On this 8th day of June before me personally appeared Earl J. Curran to me personally known who being by me duly sworn, says that he is EVP-Operations of SOO LINE RAILROAD COMPANY, a Minnesota 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 of 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.



Pamela S. Lewison
Notary Public

(SEAL)

My Commission Expires: 2/8/93

RIDER #1
to
LEASE AGREEMENT

NO: 105-7120001-001

DATED AS OF: September 30, 1987

BETWEEN: CHRYSLER RAIL TRANSPORTATION CORPORATION and
SOO LINE RAILROAD COMPANY

CAR NUMBERS:	Soo Line Railroad Company Numbers 62523 through 62632
CLASS OF CAR:	1978-79 4000 Cubic Foot 100 Ton Capacity Open Top Hopper, Rivited Construction equipped with Rotary Couplers
NUMBER OF CARS:	One Hundred Ten (110)
TERM OF LEASE:	As specified in Rider #1 to Lease Agreement No. 105-7120001-001