

WEINER, MCCAFFREY, BRODSKY & KAPLAN, P.C.

ATTORNEYS AT LAW

HARVEY E. WEINER
R. LAWRENCE MCCAFFREY, JR.
JAMES A. BRODSKY
PETER E. KAPLAN
IRVING P. MARGULIES
MARK M. LEVIN
PETER A. GILBERTSON
MARK H. SIDMAN
L. MARK WINSTON**
MITCHEL H. KIDER
KIMBERLY A. MADIGAN
LAURENCE R. LATOURETTE
RANDAL D. SHIELDS*
PETER F. MORIARTY
MICHAELA A. ALBON
RICHARD J. ANDREANO, JR.
CHRISTOPHER E. HAGERUP
C. A. AVRAKOTOS* **
MARK L. HESSEL**
STEPHEN D. NILES*
KEVIN M. SHEYS
JEFFREY A. SOULE*

SUITE 800
1350 NEW YORK AVENUE, N.W.
WASHINGTON, D.C. 20005-4797

(202) 628-2000

TELECOPIER (202) 628-2011

RICHARD J. MELNICK**
PATRICIA L. PAYNE
OF COUNSEL

MARYLAND OFFICE

SUITE 905
ARTERY PLAZA
7200 WISCONSIN AVENUE
BETHESDA, MD 20814-4804
(301) 986-0886

December 29, 1988

INTERSTATE COMMERCE COMMISSION

DEC 29 1988 2-20
16004-B
RECORDATION NO. FILED 1988

*NOT ADMITTED IN D.C.
**ADMITTED IN MD.

DELIVERED BY HAND

Ms. Noretta R. McGee
Secretary
Interstate Commerce Commission
12th Street & Constitution Avenue, N.W.
Washington, D.C. 20423

8-364A024
No.
Date DEC 29 1988
Fee \$ 13.00
ICC Washington, D.C.

Dear Ms. McGee:

I have enclosed two originals of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the United States Code.

This document is a Lease Termination Agreement, a secondary document, dated December 29, 1988. The primary document to which this is connected is recorded under Recordation No. 16004.

The names and addresses of the parties to the document are as follows:

Lessor: General Motors Corporation
Electro-Motive Division
LaGrange, IL 60525

Lessee: National Railroad Passenger Corporation
400 N. Capitol Street, N.W.
Washington, D.C. 20001

100 OFFICE OF THE STORET
DEC 29 2 15 PM '88
MOTOR OPERATING UNIT

Peter J. Morant
Completed

Ms. Noreta R. McGee

-2-

December 29, 1988

A description of the equipment covered by the document follows:

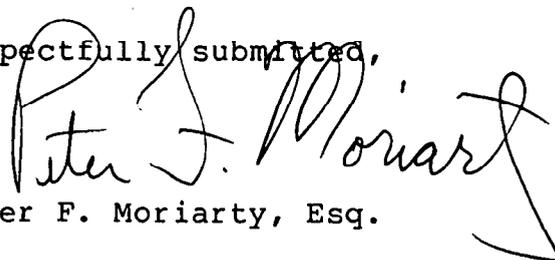
Two (2) AEM-7 electric locomotives, bearing National Railroad Passenger Corporation (Amtrak) road numbers 952 and 953.

A check made payable to the Commission in the amount of \$13.00 is enclosed for the fee. Please return one original to: Peter F. Moriarty, Weiner, McCaffrey, Brodsky & Kaplan, P.C., 1350 New York Avenue, N.W., Suite 800, Washington, D.C. 20005.

A short summary of the document to appear in the index follows:

Lease Termination Agreement, dated December 29, 1988, terminating a Lease Agreement, dated September 30, 1988, as it pertains to those two AEM-7 electric locomotives (out of a total of seven such locomotives) bearing National Railroad Passenger Corporation (Amtrak) road numbers 952 and 953.

Respectfully submitted,



Peter F. Moriarty, Esq.

Enclosures

PFM/nns/1256P/8231

Interstate Commerce Commission
Washington, D.C. 20423

12/29/88

OFFICE OF THE SECRETARY

Peter F. Moriarty, Esq.
Weiner, McCaffrey, Brodsky, & Kaplan P.C.
1350 New York Avenue N.W. Suite 800
Washington, D.C. 20005-4797

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 12/29/88 at 2:20pm, 2:25^{pm} & 2:30^{pm} and assigned recordation number(s). 16004-B

16073-B

16074-B

Sincerely yours,

Nesta R. McEwen

Secretary

Enclosure(s)

DEC 29 1988 2:20 PM

LEASE AGREEMENT TERMINATION

Dated December 29, 1988

REGISTRATION NO. 16004-1988

This terminates the Lease Agreement, dated September 30, 1988, ("Lease") between National Railroad Passenger Corporation ("Amtrak") a District of Columbia corporation, and Electro-Motive Division, General Motors Corporation ("EMD"), a Delaware corporation only with respect to the following locomotives: 952, 953 (hereinafter referred to as "Terminated Equipment").

WHEREAS, Amtrak and EMD executed a Lease Agreement, dated September 30, 1988, relating to the equipment described in Exhibit A hereto ("Locomotives");

WHEREAS, the Lease was duly filed for recordation with the Interstate Commerce Commission ("ICC") pursuant to 49 U.S.C. Section 11303, as recorded on November 2, 1988 at 9:40 a.m. Recordation No. 1 6004.

WHEREAS, the parties hereto desire to terminate and cancel the Lease with respect to the Terminated Equipment and to record this termination and cancellation;

Now, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is acknowledged, Amtrak and EMD agree as follows:

1. Amtrak and EMD hereby terminate and cancel the Lease, effective December 29, 1988 with respect to the Terminated Equipment.
2. The parties agree to record this Agreement with the ICC so as to release the lien against the Terminated Equipment constituted by the Lease.
3. This Agreement may be executed by the parties in one or more counterparts (or upon separate signature pages bound together in one or more counterparts) shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, Amtrak and EMD have each caused this Termination Agreement to be duly executed by their authorized officers as of the day and year first above written.

NATIONAL RAILROAD PASSENGER CORPORATION

By: *Ph. J. Kline*Title: *Treasurer*ELECTRO-MOTIVE DIVISION
GENERAL MOTORS CORPORATIONBy: *Clifford J. Vaughan*

Title: Vice President & General Manager

