

THE PITTSBURGH & LAKE ERIE RAILROAD COMPANY

GORDON E. NEUENSCHWANDER
EXECUTIVE VICE PRESIDENT
& GENERAL COUNSEL

G. EDWARD YURCON
ASSISTANT GENERAL COUNSEL

RICHARD A. PORACH
ATTORNEY

RECORDATION NO. 10889-A Filed & Recorded

324 P&LE TERMINAL BUILDING
PITTSBURGH, PA. 15219
PHONE (412) 261-3201

RECORDATION NO. 9212-C Filed & Recorded

AUG 21 1980 -4 05 PM

AUG 21 1980 -4 05 PM

INTERSTATE COMMERCE COMMISSION

August 20, 1980

INTERSTATE COMMERCE COMMISSION

-234A063

Date AUG 21, 1980

Fee \$ 20.00

ICC Washington, D. C.

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Ms. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
12th and Constitution Ave., N.W.
Washington, D. C. 20423

Dear Ms. Mergenovich:

Enclosed for filing with the Commission pursuant to Section 11303(a) of the Interstate Commerce Act are the original and four copies of each of the following documents:

1. Assignment of Railroad Equipment Lease, dated August 20, 1980, executed by The Pittsburgh and Lake Erie Railroad Company (P&LE) assigning to The First National Bank of Boston, as Agent, all of P&LE's right, title and interest in and to Railroad Equipment Lease, dated as of September 13, 1979, between P&LE and Montour Railroad Company, recorded with the Interstate Commerce Commission on October 15, 1979, Recordation No. 10889, as supplemented by Amended Exhibit A, recorded with the Commission on April 9, 1980, Recordation No. 10889-A.
2. Assignment of Railroad Equipment Lease, dated August 20, 1980, executed by The Pittsburgh and Lake Erie Railroad Company (P&LE) assigning to The First National Bank of Boston, as Agent, all of P&LE's right, title and interest in and to Railroad Equipment Lease, dated as of November 15, 1977, between P&LE and Youngstown & Southern Railway Company, recorded with the Interstate Commerce Commission on January 23, 1978, Recordation No. 9212, as amended by Supplemental Lease, dated as of September 11, 1978, recorded with the Commission on October 18, 1978, Recordation No. 9212-A, and as heretofore assigned by P&LE to FFC Boston Leasing Corporation by Assignment of Railroad Equipment Lease dated August 30, 1979.

Montour

yes

Hand of James M

C Dunlop

Ms. Agatha L. Mergenovich

-2-

August 20, 1980

Also enclosed is P&LE Voucher No. 112851, dated August 20, 1980, in the amount of \$20.00, payable to the Treasurer of the United States, to cover the recording fee prescribed by the Commission in its rules and regulations.

Please acknowledge receipt at your earliest convenience by stamping and returning to me three copies of each of the documents.

Very truly yours,

Jordan E. Neuenhewer

encs.

Interstate Commerce Commission
Washington, D.C. 20423

8/20/80

8/21/80

OFFICE OF THE SECRETARY

Gordon E. Neuenschwander
The Pittsburgh & Lake Railroad Company
324 P&LE Terminal Building
Pittsburgh, PA. 15219

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 **8/21/80** at **4:05pm**, and assigned re-
recording number(s). **9212-C & 10889-A**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

AUG 21 1980 -4 05 PM

INTERSTATE COMMERCE COMMISSION

ASSIGNMENT OF RAILROAD EQUIPMENT LEASE
("Assignment")

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, The Pittsburgh and Lake Erie Railroad Company ("P&LE") hereby assigns, transfers and sets over to The First National Bank of Boston, as Agent ("Agent"), all of its right, title and interest in and to that certain Railroad Equipment Lease ("Lease"), dated as of November 15, 1977, between P&LE and Youngstown & Southern Railway Company ("Y&S") and recorded with the Interstate Commerce Commission pursuant to Section 11303(a) of the Interstate Commerce Act (the "Act") on January 23, 1978, and assigned Recordation No. 9212, as amended by Supplemental Lease, dated as of September 11, 1978, and recorded with the Interstate Commerce Commission pursuant to the Act on October 18, 1978, and assigned Recordation No. 9212-A, which Lease was heretofore assigned by P&LE to FFC Boston Leasing Corporation ("FFC") by Assignment of Railroad Equipment Lease dated August 30, 1979 ("Prior Assignment"), recorded with the Interstate Commerce Commission pursuant to the Act on August 30, 1979, and assigned Recordation No. 9212-B, Provided, however, this Assignment shall be subject and subordinate to the Prior Assignment so long as it shall CONTINUE in effect, and Provided, further, so long as P&LE is not in default under any of its obligations to FFC or Agent, P&LE shall be entitled to receive from Y&S all rental payments and

all other payments which are required from time to time under said Lease, and Provided, further, that P&LE shall remain bound by all of the obligations set forth and contained in said Lease.

P&LE hereby authorizes the recordation of this Assignment and hereby agrees to execute such further documentation as Agent may request in order to carry out the purpose of this transaction.

IN WITNESS WHEREOF and intending to be legally bound, P&LE has caused this Assignment to be executed by its duly authorized officer and its corporate seal duly attested to be hereto affixed this 20th day of August, 1980.

THE PITTSBURGH AND LAKE ERIE
RAILROAD COMPANY

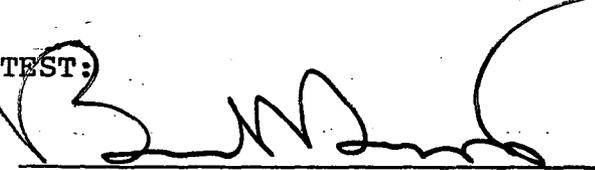
By



Title: President

ATTEST:

By


Secretary

