

LAW OFFICES OF

SAUL, EWING, REMICK & SAUL

38TH FLOOR CENTRE SQUARE WEST

PHILADELPHIA 19102

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RECORDATION NO. 9321-F Filed & Recorded

AUG 6 1980 - 1 50 PM

INTERSTATE COMMERCE COMMISSION

ASSOCIATED OFFICES
HARRISBURG, PA.
WASHINGTON, D. C.
LONDON, ENGLAND
FRANKFURT/MAIN, GERMANY

RECORDATION NO. 9321-F Filed & Recorded

DIRECT DIAL (215) 972-7738

No. _____
Date AUG 6 1980

Fee \$ 70.00 July 31, 1980

ICC Washington, D. C.

AUG 6 1980 - 1 50 PM

RECORDATION NO. 9321-F Filed & Recorded INTERSTATE COMMERCE COMMISSION

Mr. Robert Oswald
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

AUG 6 1980 - 1 50 PM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Oswald:

There are herewith transmitted the following instruments which we desire filed and recorded under the provisions of the Interstate Commerce Act, 49 U.S.C. §11303:

- (1) Two fully executed and notarized originals of a "Lease of Railroad Equipment Dated as of May 22, 1980" between Consolidated Rail Corporation, as Lessee, and Radnor Associates, Ltd., as Lessor, covering 25 Covered Coil Steel Cars (the "Lease");
- (2) One set of twenty-five (25) original Certificates of Acceptance signed and notarized by Lessee confirming the actual Cars under the Lease;
- (3) One set of copies of twenty-five (25) Certificates of Acceptance included as Item (2) above;
- (4) Two fully executed and notarized originals of an "Assignment and Agreement" dated as of May 22, 1980 ("Assignment") under which Lessor assigns the Lease to Girard Bank as Agent for The Paul Revere Life Insurance Company.

PLEASE NOTE THAT ALL UNITS SUBJECT TO THE LEASE WERE PREVIOUSLY LEASED BY LESSOR TO THE TRUSTEE OF THE PROPERTY OF THE CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD COMPANY (THE "ORIGINAL LEASE") AND ORIGINALLY WERE ACQUIRED BY LESSOR UNDER A CONDITIONAL SALE AGREEMENT DATED AS OF APRIL 1, 1978 WITH EVANS TRANSPORTATION COMPANY. THE ORIGINAL LEASE WAS FILED WITH THE INTERSTATE COMMERCE COMMISSION ON APRIL 11, 1978 AND BEARS RECORDATION NUMBER 9321A. THE CONDITIONAL SALE AGREEMENT WAS FILED WITH THE INTERSTATE COMMERCE COMMISSION ON APRIL 11, 1978 AND BEARS RECORDATION NUMBER 9321.

Concluded by Steven R. ...

Mr. Robert Oswald
July 31, 1980

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Accordingly, note that Cars subject to the enclosed Lease are the subject of a previous filing with the Interstate Commerce Commission and have been renumbered so that (a) becomes (b) as follows:

- (a) Former Lessee Road Numbers:
(Rock Island)
Rock 955000-055024 inclusive
- (b) Current Lessee Road Numbers:
(Conrail)
CR627900 to 627924 inclusive

It would be appreciated if one of the enclosed originals of the Lease and ~~one~~ of the enclosed originals of the Assignment, together with all copies of the Certificate of Acceptance included as item (3), each bearing the Commission's filing and recordation stamp, be delivered to:

Kunkel Transportation Services, Inc.
425 Thirteenth Street, N.W.
1010 Penn Building
Washington, D.C. 20004

Very truly yours,

AFWalsh
Anthony F. Walsh

AFW/mmcl
Enclosures
cc: Ms. Carolyn H. Kunkel ✓

CERTIFICATE OF ACCEPTANCE NO. 1

Consolidated Rail Corporation as Lessee under a Lease of Railroad Equipment dated as of May 22, 1980, with Radnor Associates, Ltd., as Lessor DOES HEREBY CERTIFY THAT the Units listed below have been delivered to Lessee, inspected, and are hereby accepted under the Lease, the terms of which are incorporated by reference, at the location indicated on Schedule A or otherwise as specified below.

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INTERSTATE COMMERCE COMMISSION

Type of Equipment: Coil-Steel Car with lift off covers on 100-ton trucks. AAR mechanical designation GBSR.

Number of Units: One

New Road Numbers: CR 627900

Place Accepted: Burns Harbor, Indiana

IN WITNESS WHEREOF, the undersigned have executed and delivered this Certificate of Acceptance this 27th day of June, 1980.

CONSOLIDATED RAIL CORPORATION

(CORPORATE SEAL)

By: B. F. Long
Title: Assistant Director
Quality Control - Mechanical

STATE OF Pennsylvania :
COUNTY OF Blair : ss.

On this 27th day of June, 1980, before me personally appeared B. F. Long, to me personally known, who, being by me duly sworn, says that he is Asst. Dir. Q/C-Mech. of Consolidated Rail Corporation, that the seal 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.

C. Grant Gottshall
Notary Public
C. GRANT GOTTSHALL, Notary Public
Altoona, Blair Co., Pa.
My Commission Expires October 31, 1983

(NOTARIAL SEAL)

CERTIFICATE OF ACCEPTANCE NO. 3

Consolidated Rail Corporation as Lessee under a Lease of Railroad Equipment dated as of May 22, 1980, with Radnor Associates, Ltd., as Lessor DOES HEREBY CERTIFY THAT the Units listed below have been delivered to Lessee, inspected, and are hereby accepted under the Lease, the terms of which are incorporated by reference, at the location indicated on Schedule A or otherwise as specified below.

Type of Equipment: Coil-Steel Car with lift off covers on 100-ton trucks. AAR mechanical designation GBSR.

Number of Units: One

New Road Numbers: CR 627902

Place Accepted: Burns Harbor, Indiana

IN WITNESS WHEREOF, the undersigned have executed and delivered this Certificate of Acceptance this 27th day of June, 1980.

CONSOLIDATED RAIL CORPORATION

(CORPORATE SEAL)

By: B. F. Long
Title: Assistant Director
Quality Control - Mechanical

STATE OF Pennsylvania : ss.

COUNTY OF Blair :

On this 27th day of June, 1980, before me personally appeared B. F. Long, to me personally known, who, being by me duly sworn, says that he is Asst. Dir. Q/C-Mech. of Consolidated Rail Corporation, that the seal 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.

C. Grant Gottshall
Notary Public
C. GRANT GOTTSHALL, Notary Public

(NOTARIAL SEAL)

Altoona, Blair Co., Pa.

My Commission Expires October 31, 1983

