



One James Center
Richmond, Virginia 23219
Telephone: (804) 782-1593

3-011A055

LOUIS G. RECHER
Assistant General Counsel

January 8, 1993

Sidney L. Strickland, Jr., Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue, N.W.
Washington, D.C. 20423

18013-A
JAN 11 1993 3 22 PM
INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

On behalf of CSX Transportation, Inc. ("CSXT"), enclosed for filing and recordation under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder are two (2) counterparts of a Termination of Lease dated as of December 30, 1992, not previously recorded, among General Electric Company, CSXT and The Baltimore and Ohio Chicago Terminal Railroad Company. Equipment covered by the above agreement consists of twenty-eight (28) Dash 8-40CW locomotives, bearing road numbers CSXT 7818 - 7845, inclusive. The above agreement terminates the Interim User Agreement, dated as of November 13, 1992, among the same parties and covering the same equipment, a memorandum of which was recorded with the Commission on November 24, 1992, at 3:30 p.m., and assigned Recordation Number 18013.

The names and addresses of the parties are as follows:

General Electric Company
2901 East Lake Road
Erie, Pennsylvania 16531

CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

The Baltimore and Ohio Chicago
Terminal Railroad Company
500 Water Street
Jacksonville, Florida 32202

Each unit of equipment has been marked "CSX Transportation, Inc." or "CSXT", or in some other appropriate manner, and also has been marked with one of the road numbers set forth above.

Enclosed is a check in the amount of \$16.00 in payment of the filing fee.

JAN 11 3 22 PM '93

Once this filing has been made, please return to the undersigned a time-stamped copy of the agreement, together with a time-stamped copy of this letter of transmittal (which is attached for your convenience), the fee receipt and a copy of the letter from the Interstate Commerce Commission acknowledging the filing.

Thanking you in advance for your assistance, I am

Very truly yours,

Louis H. Papp

LGR/dlf

Enclosures

Interstate Commerce Commission

Washington, D.C. 20423

1/11/93

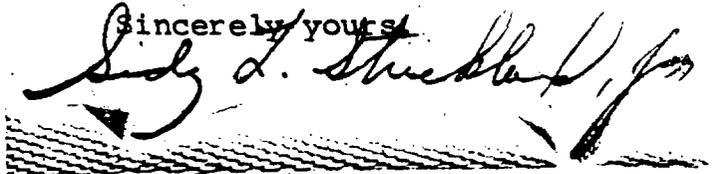
OFFICE OF THE SECRETARY

Louis G. Recher
Assistant General Counsel
CSX Corp
One James Center
Richmond, VA. 23219

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/11/93 at 3:20PM, and assigned re-
recording number(s). 18013-A.

Sincerely yours,



Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

SE-30
(7/79)

TERMINATION OF LEASE

18013-A
JAN 11 1993 3:20 PM
INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF LEASE, made as of the 30th day of December, 1992 by and among General Electric Company, a New York corporation acting through its Transportation Systems Business Operation ("GE"), CSX Transportation, Inc., a corporation of the Commonwealth of Virginia ("CSXT") and The Baltimore and Ohio Chicago Terminal Railroad Company, a corporation of the State of Illinois ("Railroad").

WHEREAS, GE, CSXT and Railroad are parties to an Interim User Agreement dated as of November 13, 1992 (the "Lease"); and

WHEREAS, a Memorandum of the Lease was duly filed for recordation with the Interstate Commerce Commission ("ICC") pursuant to 49 U.S.C. Section 11303, on November 24, 1992, at 3:30 p.m. and given Recordation Number 18013; and

WHEREAS, GE, CSXT and Railroad desire to terminate and cancel the Lease with respect to the equipment described therein and herein and to record such termination and cancellation with the ICC;

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is acknowledged, Railroad, CSXT and GE, intending to be legally bound, agree as follows:

1. Railroad, CSXT and GE hereby terminate and cancel the Lease, effective December 30, 1992 with respect to the following equipment: 28 General Electric Company Diesel Electric Model Dash 8-40CW Locomotives bearing Road Numbers 7818-7845, inclusive (hereinafter, the "Terminated Equipment").

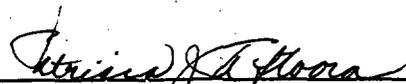
2. The parties agree to record this Termination of Lease with the ICC so as to release GE's lien against the Terminated Equipment.

3. This Termination of Lease may be executed by the parties in one or more counterparts (or upon separate signature pages bound together in one or more counterparts) which together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, Railroad, CSXT and GE have each caused this Termination of Lease to be duly executed by their authorized officers as of the day and year first above written.

Attest

**THE BALTIMORE AND OHIO
CHICAGO TERMINAL RAILROAD
COMPANY**

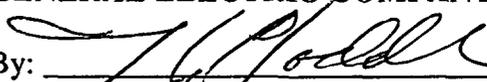

P. J. Aftoora, Corporate Secretary

By: 
A. B. Aftoora, Treasurer

Attest

GENERAL ELECTRIC COMPANY

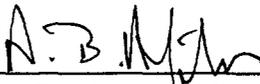

M. J. Baughman, Attesting Secretary

By: 
T. P. Saddlemire, Manager-
Transportation Systems Finance
Operation

Attest

CSX TRANSPORTATION, INC.


P. J. Aftoora, Corporate Secretary

By: 
A. B. Aftoora, Treasurer

Commonwealth of Pennsylvania)
)
County of Erie)

On this 10th day of December, 1992, before me personally appeared T. P. Saddlemire, to me personally known, who, being duly sworn, did say that he is Manager, Transportation Systems Finance Operation of General Electric Company, that the foregoing instrument was signed on behalf of such 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 such corporation.

Notarial Seal
Carol A. Wahlen, Notary Public
Lawrence Park Twp. Erie County
My Commission Expires Dec. 12, 1994

Carol A. Wahlen

Notary Public

My commission expires:

State of Florida)
)
County of Duval)

On this 15th day of December, 1992, before me personally appeared A. B. Aftoora, to me personally known, who, being duly sworn, did say that he is Treasurer of The Baltimore and Ohio Chicago Terminal Railroad Company, that the foregoing instrument was signed on behalf of such 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 such corporation.

Howard Michael Lee

Notary Public

My commission expires: Notary Public, State of Florida
My Comm. Exp. July 28, 1995
Bonded thru RICHARD Ins. Agency

State of Florida)
)
County of Duval)

On this 15th day of December, 1992, before me personally appeared A. B. Aftoora to me personally known, who, being duly sworn, did say that he is Treasurer of CSX Transportation, Inc., that the foregoing instrument was signed on behalf of such 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 such corporation.

Howard Michael Lee

Notary Public

My commission expires:
Notary Public, State of Florida
My Comm. Exp. July 28, 1995
Bonded thru RICHARD Ins. Agency