



RECORDATION NO 17863 - C
FILED 1495
NOV - 2 1994 - 10 30 AM
INTERSTATE COMMERCE COMMISSION

General Electric Company
2901 East Lake Rd., Erie, PA 16531

October 28, 1994

VIA FEDERAL EXPRESS

0100421018

Vernon A. Williams
Acting Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Room 2311
Washington, D.C. 20423

Subject: Recordation of Memorandum of Lease

Dear Ms. Lee:

Enclosed for recordation, under the provisions of 49 U.S.C. §11303 and the regulations thereunder, are two originals of a Memorandum of Lease Agreement, dated as of October 21, 1994, between General Electric Company ("Lessor") and CSX Transportation, Inc. ("Lessee"), a secondary document. The primary document to which this relates is recorded under ICC Recordation Number 17863.

The names and addresses of the parties to the enclosed Locomotive Lease Agreement are as follows:

LESSOR:	General Electric Company 2901 East Lake Road Erie, Pennsylvania 16531
LESSEE:	CSX Transportation, Inc. 500 Water Street Jacksonville, Fla. 32202

A general description of the locomotive(s) covered by the enclosed documents is attached hereto as Schedule I. Also enclosed is a remittance in the amount of \$21.00 for the required recording fee.

Following recordation, please return one original of the enclosed document, together with any extra copies not needed by the Commission for recordation, to Michael J. Baughman, General Electric Company, 2901 East Lake Road, Building 14-5, Erie, Pennsylvania 16531.

RECEIVED
OFFICE OF THE
SECRETARY
NOV 2 10 24 AM '94
LICENSING

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

SECONDARY DOCUMENT

Memorandum of Lease, dated as of October 21, 1994, between General Electric Company ("Lessor") and CSX Transportation Inc. ("Lessee"), relating to 2 General Electric Diesel Electric Locomotives, bearing Road Nos. 8084, 8142

Respectfully submitted,



Dennis C. Taylor
Manager, Locomotive Leasing

Enclosures

SCHEDULE I

Description of Locomotive(s)

<u>Type of Equipment</u>	<u>Number of Units</u>	<u>Road Number(s)</u>
General Electric Diesel Electric Locomotives	2	8084 8142

MEMORANDUM OF LEASE

On the 21th day of October, 1994, General Electric Company, a New York corporation acting through its Transportation Systems Business Operations with offices at 2901 East Lake Road, Erie, Pennsylvania 16531 ("Lessor"), and CSX Transportation, Inc., a Virginia corporation with offices at 500 Water Street, Jacksonville, Florida 32202 ("Lessee"), entered into Locomotive Lease Schedule Number CSX 94-1, by which the General Electric Diesel Electric Locomotives described below were leased from Lessor to Lessee. Such Locomotive Lease Schedule incorporates all of the terms and conditions of that certain Master Locomotive Lease Agreement dated September 9, 1991, between Lessor and Lessee, a Memorandum of which was duly filed with the Interstate Commerce Commission on July 7, 1992 at 3:25 PM and bearing the recordation number 17863.

Locomotive Lease Schedule Number CSX 94-1

RECORDATION NO. 17863-0 FILED 1425

Road Number

Model

NOV - 2 1994 - 10 50 AM

.8084
8142

C30-7
C30-7

INTERSTATE COMMERCE COMMISSION

GENERAL ELECTRIC COMPANY

CSX TRANSPORTATION Inc.

By: Dennis C. Taylor
Dennis C. Taylor, Manager -
Locomotive Leasing

By: John W. Basso
Name JOHN W. BASSO
Title VP PUR + MATERIALS

Commonwealth of Pennsylvania }
County of Erie }

On this, the 21th day of October, 1994 before me, the undersigned officer, personally appeared Dennis C. Taylor, who acknowledged himself to be the Manager, Locomotive Leasing of General Electric Company, a corporation, and that he as Manager, Locomotive Leasing, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as Manager, Locomotive Leasing.

In witness whereof, I hereunto set my hand and official seal.

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

Carol A. Wahter
Notary Public

My commission expires:

State of Florida }
County of Duval }

On this, the 21 day of October, 1994, before me, the undersigned officer, personally appeared JOHN W. BASSO, who acknowledged himself to be the VP PUR + MATERIALS of CSX Transportation Inc., a corporation, and that he as VP PUR + MATERIALS, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as VP PUR + MATERIALS.

In witness whereof, I hereunto set my hand and official seal.

Mark A. Best
Notary Public

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Oct. 6, 1995.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

My commission expires:

ANNEX 1

LOCOMOTIVE LEASE SCHEDULE NUMBER CSX 94-1

A. Two (2) General Electric Model C30-7 diesel electric locomotives (the "Locomotives") bearing the following road numbers and being placed into Lessee's service on the following dates:

<u>Road Number</u>	<u>Estimated Service Date</u>
8084	10/24/94
8142	10/24/94

B. The term of the Locomotive Lease resulting from execution of this Locomotive Lease Schedule shall commence with respect to each Locomotive described above on the date of delivery of such Locomotive by Lessor to Lessee. Such term shall expire on December 31, 1994.

C. The daily rent to be paid for each Locomotive described above during the term, also described above, shall be none. These locomotives are being provided in lieu of 9102 which is being returned to Erie for truck testing.

D. Delivery of the Locomotives shall be made at the CSXT/Conrail Interchange in Cleveland, Ohio.

CSX TRANSPORTATION, INC.

BY: [Signature]

Title: VP PUR + MATERIALS

Date: 10/21/94

GENERAL ELECTRIC COMPANY

BY: [Signature]

D. C. Taylor, Manager - Locomotive Leasing

Date: 10/28/94