



Michael J. Baughman
Counsel

General Electric Company
2901 East Lake Road, Erie, PA 16531
814 875-3044 Ex. 814 875-2774

3-025A004

January 21, 1993

VIA FEDERAL EXPRESS

Ms. Mildred Lee
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Room 2302
Washington, D.C. 20423

RECORDATION NO. 18103 ED 1425

JAN 25 1993 10:15 AM

INTERSTATE COMMERCE COMMISSION

RECEIVED
JAN 25 1993
10:15 AM

Subject: Recordation of Locomotive 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 Interim User (Locomotive Lease) Agreement, dated as of January 7, 1993, between General Electric Company ("Lessor"), The Baltimore and Ohio Chicago Terminal Railroad Company ("Lessee") and CSX Transportation, Inc., a primary document.

The names and addresses of the Lessor and Lessee to the enclosed Agreement are as follows:

LESSOR: General Electric Company
2901 East Lake Road
Erie, Pennsylvania 16531

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

A general description of the Locomotives covered by the enclosed documents is attached hereto as Schedule I. Also enclosed is a remittance in the amount of \$16.00 for the required recording fee.

The undersigned is Counsel and Attesting Secretary of General Electric Company. Please return the original and 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.

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

PRIMARY DOCUMENT

Interim User (Locomotive Lease) Agreement, dated as of January 7, 1993, between General Electric Company ("Lessor") and The Baltimore and Ohio Chicago Terminal Railroad Company ("Lessee"), relating to 50 General Electric Diesel Electric Locomotives bearing Road Numbers 7846-7895, inclusive.

Respectfully submitted,

Enclosures

SCHEDULE I

Description of Locomotives

<u>Type of Equipment</u>	<u>Number of Units</u>	<u>Road Number(s)</u>
General Electric Diesel Electric Locomotives	50	7846 through 7895

Interstate Commerce Commission
Washington, D.C. 20423

1/26/93

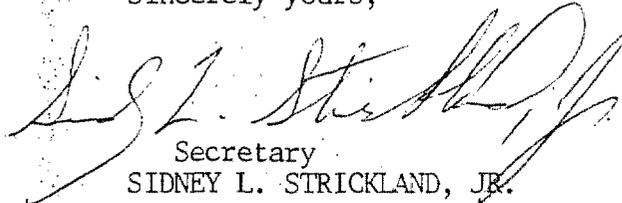
OFFICE OF THE SECRETARY

Michael J. Baughman
General Electric Company
2901 East Lake Rd. Building 14-5
Erie Pennsylvania 16531

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 **1/25/93** at **10:15am**, and assigned
recordation number(s). **18103**

Sincerely yours,



Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

JAN 29 1993 10:15 AM

MEMORANDUM OF INTERIM USER AGREEMENT

INTERSTATE COMMERCE COMMISSION

As of the 7th day of January, 1993, General Electric Company, a corporation acting through its Transportation Systems Business Operations with offices at 2901 East Lake Road, Erie, Pennsylvania 16531 ("Lessor"), The Baltimore and Ohio Chicago Terminal Railroad Company, an Illinois corporation with offices at 500 Water Street, Jacksonville, Florida 32202 ("Lessee"), and CSX Transportation, Inc., a Virginia corporation with offices at 500 Water Street, Jacksonville, Florida 32202, entered into an Interim User Agreement by which the General Electric Diesel Electric Locomotives described below were leased from Lessor to Lessee.

Road Numbers

Model

7846-7895

Dash 8-40CW

Attest:

CSX TRANSPORTATION, INC.

Patricia J. Aftoora
Patricia J. Aftoora,
Corporate Secretary

By: A. B. Aftoora
A. B. Aftoora, Treasurer

Attest:

THE BALTIMORE AND OHIO
CHICAGO TERMINAL RAILROAD
COMPANY

Patricia J. Aftoora
Patricia J. Aftoora,
Corporate Secretary

By: A. B. Aftoora
A. B. Aftoora, Treasurer

Attest:

GENERAL ELECTRIC COMPANY

M. J. Baughman
M. J. Baughman,
Attesting Secretary

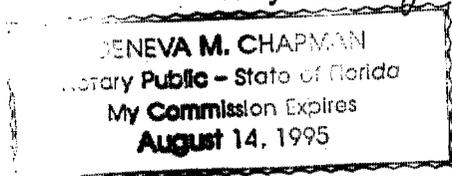
By: D. B. Tucker
D. B. Tucker, General, Manager,
North American Locomotive
Marketing & Sales

State of Florida }
 }
County of Duval }

On this 11th day of January, 1993, before me personally appeared A. B. Aftoora, to me personally known, who, being by me duly sworn, says that he is Treasurer of The Baltimore and Ohio Chicago Terminal Railroad Company, that the foregoing instrument was executed 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.

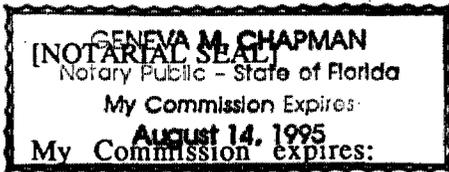
[NOTARIAL SEAL]
Geneva M. Chapman
Notary Public
Comm. No. CC136491
My Commission expires:

Geneva M. Chapman
Notary Public

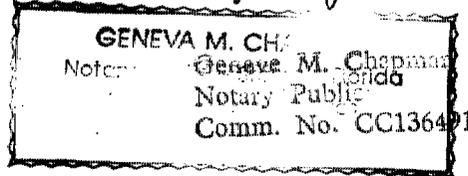


State of Florida }
 }
County of Duval }

On this 11th day of January, 1993, before me personally appeared A. B. Aftoora, to me personally known, who, being by me duly sworn, says that he is Treasurer of CSX Transportation, Inc., that the foregoing instrument was executed 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.



Geneva M. Chapman
Notary Public

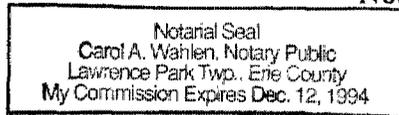


Commonwealth of Pennsylvania }
 }
County of Erie }

On this 7th day of January, 1993, before me personally appeared D. B. Tucker, to me personally known, who, being by me duly sworn, says that he is General Manager, North American Locomotive Marketing & Sales of General Electric Company, that the foregoing instrument was executed 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.

[NOTARIAL SEAL]

My Commission expires:



Carol A. Wahlen
Notary Public