

CONRAIL®



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November 4, 1993

~~RECORDED~~ 18266-1A FILED 1993

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INTERSTATE COMMERCE COMMISSION

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SECRETARY  
NOV 4 9 34 AM '93

VIA HAND DELIVERY

Mr. Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
Twelfth Street & Constitution Avenue, N.W.  
Washington, D.C. 20423

**Re: Lease of Locomotives from General Electric Company  
to Consolidated Rail Corporation**

Dear Mr. Strickland:

Enclosed are an original and two originally executed counterparts of the secondary document described below. The secondary document described below is related to the primary document Lease Agreement, dated June 15, 1993 ("Lease"), between Consolidated Rail Corporation and General Electric Company, which was duly filed for recordation with the Interstate Commerce Commission ("ICC") pursuant to 49 U.S.C. Section 11303, as recorded on June 15 at 11:05 p.m., Recordation No. 18266. All of the enclosed documents are to be recorded pursuant to Section 11303, Title 49, of the United States Code.

The enclosed secondary document is:

Lease Agreement Termination, dated as of November 4, 1993, between Consolidated Rail Corporation and General Electric Company.

The names and addresses of the parties to the documents are as follows.

Lease Agreement Termination (Partial) :

Lessee:

Consolidated Rail Corporation  
2001 Market Street  
P.O. Box 41425  
Philadelphia, PA 19101-1425

*David M. Jones*

*[Handwritten signature]*

Mr. Sidney L. Strickland, Jr.

November 4, 1993

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Secured Party:

General Electric Company  
Transportation Systems  
Business Operations  
2901 East Lake Road  
Erie, PA 16531

The description of the equipment covered by the aforesaid Lease Agreement Termination is as follows:

Fifty (50) General Electric Company Model Dash 8-40CW diesel electric locomotives bearing road numbers 6180 through 6229, both inclusive.

A fee of eighteen dollars (\$18.00) is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to:

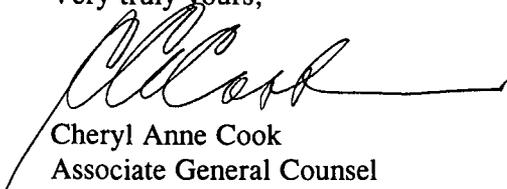
Cheryl A. Cook, Esquire  
Consolidated Rail Corporation  
2001 Market Street  
Philadelphia, PA 19101-1416

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

Lease Agreement Termination: Lease Agreement Termination, dated as of November 4, 1993, between General Electric Company, as secured party, Transportation Systems Business Operations, 2901 East Lake Road, Erie, PA 16531 and Consolidated Rail Corporation, as lessee, 2001 Market Street, P.O. Box 41425, Philadelphia, Pennsylvania 19101-1425, covering fifty (50) General Electric Company Model Dash 8-40CW diesel electric locomotives bearing road numbers 6180 through 6229, both inclusive.

If you have any questions, please do not hesitate to call the undersigned

Very truly yours,



Cheryl Anne Cook  
Associate General Counsel  
Two Commerce Square - C16A  
(215) 209-5042  
(215) 209-4819 (Fax)

/dr  
geltr.cac

TERMINATION OF LEASE

18266-A  
NOV 4 1993 10 40 AM  
INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF LEASE, made as of the 4th day of November, 1993 by and among General Electric Company, a New York corporation acting through its Transportation Systems Business Operation ("GE"), and Consolidated Rail Corporation, a Pennsylvania corporation ("Railroad").

WHEREAS, GE and Railroad are parties to an Interim User Agreement dated as of June 15, 1993 (the "Lease"); and

WHEREAS, the Lease was duly filed for recordation with the Interstate Commerce Commission ("ICC") pursuant to 49 U.S.C. Section 11303, on June 22, 1993, at 11:05 p.m. and given Recordation Number 18266; and

WHEREAS, GE and Railroad desire to terminate and cancel the Lease and to record such termination and cancellation with the ICC;

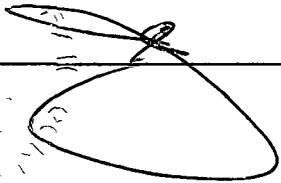
NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is acknowledged, Railroad and GE, intending to be legally bound, agree as follows:

1. Railroad and GE hereby terminate and cancel the Lease, effective November 4, 1993, with respect to the following equipment: fifty (50) General Electric Company Diesel Electric Model Dash 8-40CW Locomotives bearing Road Numbers 6180 - 6229, 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.

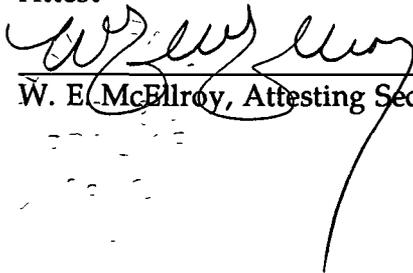
IN WITNESS WHEREOF, Railroad and GE have each caused this Termination of Lease to be duly executed by their authorized officers as of the day and year first above written.

Attest



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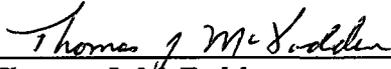
Attest



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W. E. McElroy, Attesting Secretary

CONSOLIDATED RAIL CORPORATION

By: 

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Thomas J. McFadden  
Director, Project Finance

GENERAL ELECTRIC COMPANY

By: 

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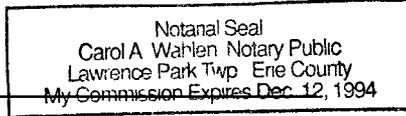
J. W. Braukman  
Manager, Transportation  
Finance Operation

Commonwealth of Pennsylvania }  
 }  
County of Erie }

On this 2nd day of November, 1993, before me personally appeared J. W. Braukman, to me personally known, who, being duly sworn, did say that he is Manager, Transportation 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.

*Carol A. Walker*

Notary Public

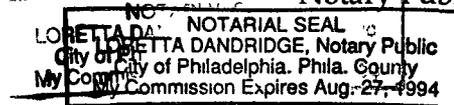


My commission expires: \_\_\_\_\_

Commonwealth of Pennsylvania }  
 }  
County of Philadelphia }

On this 1 day of November, 1993, before me personally appeared Thomas J. McFadden, to me personally known, who, being duly sworn, did say that he/she is Director, Project Finance of Consolidated Rail Corporation, that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

*Loretta Dandridge*  
Notary Public



My commission expires: \_\_\_\_\_