



Michael J. Baughman  
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September 2, 1997

RECORDATION NO. 20863 FILED

SEP 11 '97

3-10PM

SEP 11 3 10 PM '97

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

Mr. Vernon Williams  
Surface Transportation Board  
12th and Constitution Avenue, N.W.  
Room 2311  
Washington, D.C. 20423

**Subject: Recordation of Memorandum of Locomotive Lease**

Dear Mr. Williams:

Enclosed for recordation, under the provisions of 49 U.S.C. §11303 and the regulations thereunder, is an original and one copy of the counterpart of an Memorandum of Locomotive Lease, dated as of August 25, 1997, between General Electric Company ("Lessor") and CSX Transportation, Inc., ("Lessee"), a primary document.

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

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

LESSEE: CSX Transportation, Inc.  
550 Water Street  
Jacksonville, Florida 32232-5054

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 \$24.00 for the required recording fee.

The undersigned is Counsel and Attesting Secretary of General Electric Company, the Lessor. Please return the original and any extra copies not needed by the Board 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

Memorandum of Locomotive Lease, dated as of August 25, 1997 between General Electric Company ("Lessor") and CSX Transportation, Inc. ("Lessee"), relating to eleven (11) GE Super 7 Diesel Electric Locomotives and twenty-five (25) GE C30-7 Diesel Electric Locomotives.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "M. J. Baughman", followed by a horizontal line extending to the right.

Enclosures

## SCHEDULE I

### Description of Locomotive(s)

<u>Type of Equipment</u>	<u>Road Numbers</u>
GE Super 7 Diesel Electric Locomotive	GECX 3000
GE Super 7 Diesel Electric Locomotive	GECX 3001
GE Super 7 Diesel Electric Locomotive	GECX 3002
GE Super 7 Diesel Electric Locomotive	GECX 3003
GE Super 7 Diesel Electric Locomotive	GECX 3004
GE Super 7 Diesel Electric Locomotive	GECX 3005
GE Super 7 Diesel Electric Locomotive	GECX 3006
GE Super 7 Diesel Electric Locomotive	GECX 3007
GE Super 7 Diesel Electric Locomotive	GECX 3008
GE Super 7 Diesel Electric Locomotive	GECX 3009
GE Super 7 Diesel Electric Locomotive	GECX 3010
GE C30-7 Diesel Electric Locomotive	CR0500
GE C30-7 Diesel Electric Locomotive	CR0504
GE C30-7 Diesel Electric Locomotive	CR0513
GE C30-7 Diesel Electric Locomotive	CR0516
GE C30-7 Diesel Electric Locomotive	CR0517
GE C30-7 Diesel Electric Locomotive	CR0518
GE C30-7 Diesel Electric Locomotive	CR0519
GE C30-7 Diesel Electric Locomotive	CR0525
GE C30-7 Diesel Electric Locomotive	CR0534
GE C30-7 Diesel Electric Locomotive	CR0536
GE C30-7 Diesel Electric Locomotive	CR0537
GE C30-7 Diesel Electric Locomotive	CR0538
GE C30-7 Diesel Electric Locomotive	CR0539
GE C30-7 Diesel Electric Locomotive	CR0540
GE C30-7 Diesel Electric Locomotive	CR0542
GE C30-7 Diesel Electric Locomotive	CR0544
GE C30-7 Diesel Electric Locomotive	CR0545
GE C30-7 Diesel Electric Locomotive	CR0546
GE C30-7 Diesel Electric Locomotive	CR0547
GE C30-7 Diesel Electric Locomotive	CR0549
GE C30-7 Diesel Electric Locomotive	CR0550
GE C30-7 Diesel Electric Locomotive	CR0553
GE C30-7 Diesel Electric Locomotive	CR0554
GE C30-7 Diesel Electric Locomotive	CR0556
GE C30-7 Diesel Electric Locomotive	CR0560

SURFACE TRANSPORTATION BOARD  
WASHINGTON, D. C. 20423-0001

OFFICE OF THE SECRETARY

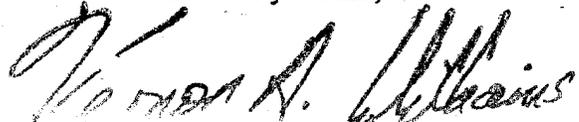
Michael J. Baughman  
Counsel  
General Electric Company  
2901 East Lake Road  
Erie PA., 16531

DATE: 9/11/97

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301  
and 49 CFR 1177.3 (c), on 9/11/97 at 3:10PM, and  
assigned recordation number(s). 20863.

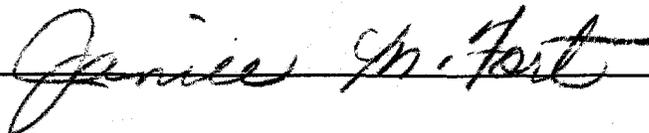
Sincerely Yours,

  
Vernon A. Williams  
Secretary

Enclosure(s)

\$ 24.00 The amount indicated at the left has been received in payment of a fee in  
connection with a document filed on the date shown. This receipt is issued for the amount paid.  
In the event of an error or any questions concerning this fee, you will receive a notification after  
the Surface Transportation Board has an opportunity to examine your document.

Signature



SEP 11 '97 3-10PM

MEMORANDUM OF LOCOMOTIVE LEASE

Effective as of the 25th day of August, 1997, 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 550 Water Street, Jacksonville, Florida 32232-5054 ("Lessee"), entered into a Locomotive Lease, by which the following diesel electric locomotives were leased from Lessor to Lessee.

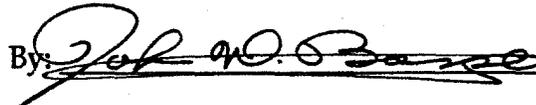
Road Numbers

Model

GENERAL ELECTRIC COMPANY

By:   
Robert J. Koontz, Manager

CSX TRANSPORTATION, INC.

By:   
Name John W. Basso  
Title Vice President

Commonwealth of Pennsylvania )

County of Erie )

On this the 25th day of August, 1997, before me, the undersigned officer, personally appeared Robert J. Koontz, who acknowledged himself to be Manager of General Electric Company, a corporation, and that he as Manager, 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.

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

Notarial Seal  
Carol A. Wahlen, Notary Public  
Erie, Erie County  
My Commission Expires Dec. 12, 1998  
Member, Pennsylvania Association of Notaries

*Carol A. Wahlen*  
Notary Public

My commission expires:

State of Florida )

County of Duval )

On this, the 27 day of August, 1997, before me, the undersigned officer, personally appeared John W. Basso, who acknowledged himself to be the VP-Supply & Services Mgmt. of CSX Transportation, Inc. a Virginia corporation, and that he as Vice President, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as Vice President.

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

*Sam R. Raley*  
Notary Public

My commission expires: 9-26-99

SAM R. RALEY  
Notary Public - State of Florida  
My Commission Expires Sep 26, 1999  
Commission #CC498089