

Law Offices of  
**Loritz & Associates**  
1100 Ravinia Place • Orland Park, IL 60462

RECORDATION NO. 22014 FILED

FEB 2 '99

1-15 PM

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Of Counsel:  
David Dineff  
Patrick Dwyer  
Thomas Grotta

January 26, 1999

Office of the Secretary  
Surface Transportation Board  
12th Street & Constitution Ave., N.W.  
Washington, D.C. 20423-0001

RE: Lease of Locomotive Equipment  
National Railway Equipment Co., Lessor  
Quincy Bay Terminal Company, Lessee

Dear Secretary:

I have enclosed an original and one copy of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a lease of locomotive equipment and is a primary document dated December 23, 1998. The names and addresses of the parties to the documents are as follows:

**Lessor:** National Railway Equipment Co.  
14400 So. Robey  
P.O. Box 2270  
Dixmoor, IL 60426

**Lessee:** Quincy Bay Terminal Company  
38 Brigham St.  
Marlborough, MA 01752

A description of the equipment covered by the document follows:

<b><u>Unit No.</u></b>	<b><u>Type</u></b>	<b><u>General Description</u></b>
3514	ALCO	M-420
3522	ALCO	M-420

Surface Transportation Board  
January 26, 1999  
Page 2

A fee of \$26.00 is enclosed. Please return the original after recordation to:

Richard F. Loritz  
1100 Ravinia Place  
Orland Park, IL 60462

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

A lease of locomotive equipment identified as two (2) locomotives, type ALCO, M-420, with National Railway Equipment Co., as Lessor, and Quincy Bay Terminal Company, as Lessee.

Very truly yours,

NATIONAL RAILWAY EQUIPMENT CO.  
an Illinois Corporation

BY: \_\_\_\_\_  
RICHARD F. LORITZ

ITS: Attorney and Agent in Fact

RFL/tc

Enclosures

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

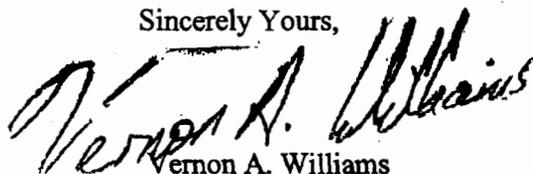
OFFICE OF THE SECRETARY

Richard F. Loritz  
Loritz & Associates  
1100 Ravinia Place  
Orland Park, Illinois 60462

Dear Sir:

The enclosed documents (s) was recorded pursuant to the provisions of 49 U.S.C.  
11301 and CFR 1177.3 (c), on 2/2/99 at 1:15 PM, and  
assigned recordation numbers (s): 22011.

Sincerely Yours,

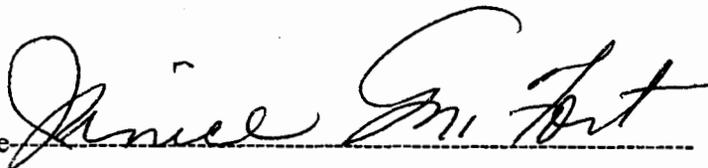


Vernon A. Williams

Enclosure(s)  
26.00

\$\_\_\_\_\_ 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 \_\_\_\_\_



**SCHEDULE "A"**

Attached to and incorporated into the Lease dated the 21<sup>st</sup> day of December by and between the National Railway Equipment Company (LESSOR) and Quincy Bay Terminal Company (LESSEE).

Type and General Description of Locomotive Unit, Marks and Numbers:

UNIT NO.	TYPE	GENERAL DESCRIPTION
3514	ALCO	M-420
3522	ALCO	M-420

**LEASE RATE**

REPLACEMENT VALUE	LEASE TERM	LEASE RATE PER LOCOMOTIVE	
		MONTHLY	DAILY
	1095 Days		
	1095 Days		

**PURCHASE OPTION:** Lessee may elect, at the end of the 1095 day (36 month) initial lease term, to purchase Locomotive Unit Numbers 3514 and 3522 for \_\_\_\_\_ each.

**COMMENCEMENT DATE:** January 11, 1999 accepted at Montreal, Quebec and Silvis, Illinois.

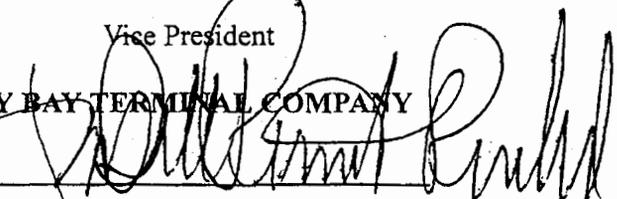
Lessee agrees to pay the first month of rent and one months rent to be held as security with their execution of the lease.

**LESSOR: THE NATIONAL RAILWAY EQUIPMENT COMPANY**

BY: 

TITLE: Vice President

**LESSEE: QUINCY BAY TERMINAL COMPANY**

BY: 

TITLE: President