



The David J. Joseph Company

August 13, 1996

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
12<sup>th</sup> Street and Constitution Ave., NW  
Washington, DC 20423

18721-F  
RECORDED  
AUG 19 1996 1:22 PM  
STATE OF OHIO  
SURFACE TRANSPORTATION BOARD

RECEIVED  
SURFACE TRANSPORTATION  
BOARD  
AUG 19 1 46 PM '96

Dear Mr. Williams:

Enclosed are two (2) originals of the Amendment to Equipment Lease dated as of July 16, 1996 between the following parties:

Lessee: The David J. Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

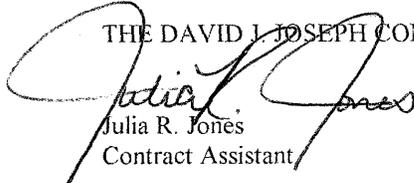
Lessor: The Fifth Third Leasing Company  
38 Fountain Square Plaza  
Cincinnati, OH 45263

Please see Schedule A as set forth in the document and Exhibit A attached hereto for the Equipment involved in this transaction.

The lease to which this document is connected is recorded under Recordation No. 18721 and subsequent amendments are recorded under Recordation Nos. 18721-A, 18721-B, 18721-C, 18721-D and 18721-E.

Please file this agreement as a secondary document. The amount of \$21.00 is included in the enclosed check.

Sincerely,

THE DAVID J. JOSEPH COMPANY  
  
Julia R. Jones  
Contract Assistant

Enclosures

Railroad Equipment Leasing  
and Marketing Division

300 Pike Street  
Cincinnati, Ohio 45202-4214  
(513) 621-8770  
FAX (513) 345-4433

Mail Address:  
P.O. Box 1078  
Cincinnati, Ohio 45201-1078

SURFACE TRANSPORTATION BOARD  
WASHINGTON, D.C. 20428-0001

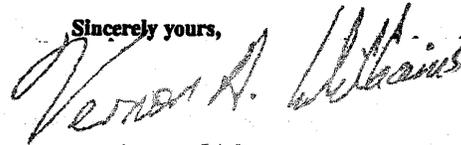
8/19/96

Julia R. Jones  
The David J. Joseph Company  
300 Pike Street  
Cincinnati, Ohio 45202-4214

Dear

~~Madam~~  
The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of  
the Interstate Commerce Act, 49 U.S.C. 11303, on 8/19/96 at 1:55PM, and  
assigned recordation number(s). 18721-F.

Sincerely yours,

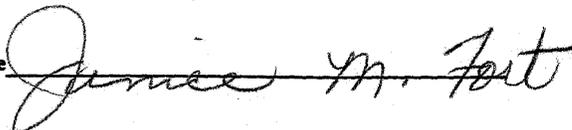


Vernon A. Williams  
Secretary

Enclosure(s)

\$ 21.00 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 and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



18721-F  
AUG 19 1996 2:00 PM

**AMENDMENT TO EQUIPMENT LEASE**

This Amendment to an Equipment Lease, dated December 29, 1993 ("Lease") is entered into between The Fifth Third Leasing Company ("Lessor") and The David J. Joseph Company ("Lessee") under the following conditions:

**WHEREAS**, the Lease was filed with the Interstate Commerce Commission under Recordation No. 18721, and subsequent amendments filed with the Surface Transportation Board on May 1, 1996, under Recordation Nos. 18721-A thru D and June 5, 1996, under Recordation No. 18721-E.

**WHEREAS**, the Lease was entered into between Lessor and Lessee on December 29, 1993, and said Lease is in full force and effect; and

**WHEREAS**, Schedule A to the Lease was entered into between Lessor and Lessee on December 29, 1993 and said Schedule A is in full force and effect; and

**WHEREAS**, Lessee desires to amend the Exhibit A of the Lease and Schedule A as set forth below:

- 1) The Exhibit A ("Car Listing") shall be amended to substitute the following cars:

<u>Old Car Number</u>	<u>New Car Number</u>
DJXX 2428	RLMX 8479
RLMX 1257	RLMX 8481
DJXX 2429	DJXX 4612

- 2) Except as modified herein, the Lease and Schedule A shall remain in full force and effect as written.

**IN WITNESS WHEREOF**, the parties have caused this Amendment to be executed as of this 12<sup>th</sup> day of July, 1996.

**LESSEE:**

**THE DAVID J. JOSEPH COMPANY**

BY: James H. Goetz  
James H. Goetz  
TITLE: Division Vice President

DATE: July 12, 1996

**LESSOR:**

**THE FIFTH THIRD LEASING COMPANY**

BY: [Signature]  
TITLE: Senior Vice President

DATE: July 16, 1996

Julia R. Jones  
**JULIA R. JONES**  
Notary Public, State of Ohio  
My Commission Expires Feb. 27, 2000



**EXHIBIT A  
CAR LISTING**

<u>CAR NO.</u>	<u>CAR NO.</u>	<u>CAR NO.</u>
DJJX 1	RLMX 1248	RLMX 1299
DJJX 2	RLMX 1249	RLMX 1300
DJJX 3	RLMX 1250	RLMX 1301
DJJX 4	RLMX 1251	RLMX 1302
DJJX 5	RLMX 1252	RLMX 1303
DJJX 6	RLMX 1253	RLMX 1304
DJJX 7	RLMX 1254	RLMX 1305
DJJX 8	RLMX 1255	RLMX 1306
RLMX 1200	RLMX 1256	RLMX 1307
RLMX 1201	RLMX 1257	RLMX 1308
RLMX 1202	RLMX 1258	RLMX 1309
RLMX 1203	RLMX 1259	RLMX 1310
RLMX 1204	RLMX 1260	RLMX 1311
RLMX 1205	RLMX 1261	RLMX 1312
RLMX 1206	RLMX 1262	RLMX 1313
RLMX 1207	RLMX 1263	RLMX 1314
RLMX 1208	RLMX 1264	RLMX 1315
RLMX 1210	RLMX 1265	RLMX 1316
RLMX 1211	RLMX 1266	RLMX 1317
RLMX 1213	RLMX 1267	RLMX 1318
RLMX 1214	RLMX 1268	RLMX 1319
RLMX 1215	RLMX 1270	RLMX 1320
RLMX 1216	RLMX 1271	RLMX 1400 ✓
RLMX 1218	RLMX 1272	RLMX 1401
RLMX 1219	RLMX 1273	RLMX 1402
RLMX 1220	RLMX 1274	RLMX 1403
RLMX 1221	RLMX 1275	RLMX 1404
RLMX 1222	RLMX 1276	RLMX 1405
RLMX 1223	RLMX 1277	RLMX 1406
RLMX 1224	RLMX 1278	RLMX 1407
RLMX 1225	RLMX 1279	RLMX 1408 ✓
RLMX 1226	RLMX 1280	RLMX 1409 ✓
RLMX 1227	RLMX 1281	RLMX 1410
RLMX 1228	RLMX 1282	RLMX 1411
RLMX 1230	RLMX 1283	RLMX 1412
RLMX 1231	RLMX 1284	RLMX 1413
RLMX 1232	RLMX 1285	RLMX 1414
RLMX 1233	RLMX 1286	RLMX 1415
RLMX 1234	RLMX 1287	RLMX 1416
RLMX 1235	RLMX 1288	RLMX 1417
RLMX 1236	RLMX 1289	RLMX 1418
RLMX 1237	RLMX 1290	RLMX 1419
RLMX 1238	RLMX 1291	RLMX 1420
RLMX 1239	RLMX 1292	RLMX 1421
RLMX 1242	RLMX 1293	RLMX 1422
RLMX 1243	RLMX 1294	RLMX 1423
RLMX 1244	RLMX 1295	RLMX 1424 ✓
RLMX 1245	RLMX 1296	RLMX 1425
RLMX 1246	RLMX 1297	RLMX 1427
RLMX 1247	RLMX 1298	RLMX 1428

**EXHIBIT A  
CAR LISTING**

<u>CAR NO.</u>		<u>CAR NO.</u>		<u>CAR NO.</u>	
RLMX	1429	DJJX	1637	DJJX	1729
RLMX	1431	DJJX	1638	DJJX	1730
RLMX	1433	DJJX	1639	DJJX	1731
RLMX	1434	DJJX	1640	DJJX	1732
RLMX	1435	DJJX	1641	DJJX	1733
RLMX	1436	DJJX	1642	DJJX	1734
RLMX	1437	DJJX	1643	DJJX	1735
RLMX	1438	DJJX	1644	DJJX	1736
RLMX	1439	DJJX	1645	DJJX	1737
RLMX	1440	DJJX	1646	DJJX	1738
RLMX	1442	DJJX	1647	DJJX	1739
RLMX	1443	DJJX	1648	DJJX	1740
RLMX	1445	DJJX	1649	DJJX	1741
DJJX	1600	DJJX	1650	DJJX	1742
DJJX	1601	DJJX	1651	DJJX	1743
DJJX	1602	DJJX	1652	DJJX	1744
DJJX	1603	DJJX	1653	DJJX	1745
DJJX	1604	DJJX	1654	DJJX	1746
DJJX	1605	DJJX	1655	DJJX	1747
DJJX	1606	DJJX	1656	DJJX	1748
DJJX	1607	DJJX	1657	DJJX	1749
DJJX	1608	DJJX	1658	DJJX	1750
DJJX	1609	DJJX	1659	DJJX	1751
DJJX	1610	DJJX	1660	DJJX	1752
DJJX	1611	DJJX	1661	DJJX	1753
DJJX	1612	DJJX	1662	DJJX	1754
DJJX	1613	DJJX	1663	DJJX	1755
DJJX	1614	DJJX	1664	DJJX	1756
DJJX	1615	DJJX	1700	DJJX	1757
DJJX	1616	DJJX	1701	DJJX	1758
DJJX	1617	DJJX	1702	DJJX	1759
DJJX	1618	DJJX	1703	DJJX	1760
DJJX	1619	DJJX	1704	DJJX	1761
DJJX	1620	DJJX	1705	DJJX	1762
DJJX	1621	DJJX	1706	DJJX	1763
DJJX	1622	DJJX	1707	DJJX	1764
DJJX	1623	DJJX	1708	DJJX	1765
DJJX	1624	DJJX	1709	DJJX	1766
DJJX	1625	DJJX	1710	DJJX	1767
DJJX	1627	DJJX	1712	DJJX	1626
DJJX	1628	DJJX	1713	DJJX	1769
DJJX	1629	DJJX	1714	DJJX	1770
DJJX	1630	DJJX	1722	DJJX	1771
DJJX	1631	DJJX	1723	DJJX	1772
DJJX	1632	DJJX	1724	DJJX	1773
DJJX	1633	DJJX	1725	DJJX	1774
DJJX	1634	DJJX	1726	DJJX	1775
DJJX	1635	DJJX	1727	DJJX	1776
DJJX	1636	DJJX	1728	DJJX	1777

**EXHIBIT A  
CAR LISTING**

<u>CAR NO.</u>		<u>CAR NO.</u>		<u>CAR NO.</u>	
DJJX	1778	DJJX	1828	DJJX	1939
DJJX	1779	DJJX	1829	DJJX	1940
DJJX	1780	DJJX	1830	DJJX	1941
DJJX	1781	DJJX	1831	DJJX	1942
DJJX	1782	DJJX	1832	DJJX	1943
DJJX	1783	DJJX	1833	DJJX	1944
DJJX	1784	DJJX	1834	DJJX	1945
DJJX	1785	DJJX	1835	DJJX	1946
DJJX	1786	DJJX	1836	DJJX	1947
DJJX	1787	DJJX	1865	DJJX	1948
DJJX	1788	DJJX	1866	DJJX	1949
DJJX	1789	DJJX	1900	DJJX	1950
DJJX	1790	DJJX	1901	DJJX	1951
DJJX	1791	DJJX	1902	DJJX	1952
DJJX	1792	DJJX	1903	DJJX	1953
DJJX	1793	DJJX	1904	DJJX	1954
DJJX	1794	DJJX	1905	DJJX	1955
DJJX	1795	DJJX	1906	DJJX	1956
DJJX	1796	DJJX	1907	DJJX	1957
DJJX	1797	DJJX	1908	DJJX	1958
DJJX	1798	DJJX	1909	DJJX	1959
DJJX	1799	DJJX	1910	DJJX	1960
DJJX	1800	DJJX	1911	DJJX	1961
DJJX	1801	DJJX	1912	DJJX	1962
DJJX	1802	DJJX	1913	DJJX	1963
DJJX	1803	DJJX	1914	DJJX	1964
DJJX	1804	DJJX	1915	DJJX	1965
DJJX	1805	DJJX	1916	DJJX	1966
DJJX	1806	DJJX	1917	DJJX	1967
DJJX	1807	DJJX	1918	DJJX	1968
DJJX	1808	DJJX	1919	DJJX	1969
DJJX	1809	DJJX	1920	DJJX	1970
DJJX	1810	DJJX	1921	DJJX	1971
DJJX	1811	DJJX	1922	DJJX	1972
DJJX	1812	DJJX	1923	DJJX	1973
DJJX	1813	DJJX	1924	DJJX	1974
DJJX	1814	DJJX	1925	DJJX	1975
DJJX	1815	DJJX	1926	DJJX	1976
DJJX	1816	DJJX	1927	DJJX	1977
DJJX	1711	DJJX	1768	DJJX	1817
DJJX	1819	DJJX	1930	DJJX	1818
DJJX	1820	DJJX	1931	DJJX	2201
DJJX	1821	DJJX	1932	DJJX	2202
DJJX	1822	DJJX	1933	DJJX	2203
DJJX	1823	DJJX	1934	DJJX	2204
DJJX	1824	DJJX	1935	DJJX	2205
DJJX	1825	DJJX	1936	DJJX	2206
DJJX	1826	DJJX	1937	DJJX	2207
DJJX	1827	DJJX	1938	DJJX	2208

**EXHIBIT A  
CAR LISTING**

<u>CAR NO.</u>	<u>CAR NO.</u>	<u>CAR NO.</u>
DJJX 2209	DJJX 2289	DJJX 2403
DJJX 2210	DJJX 2290	DJJX 2405
DJJX 2211	DJJX 2291	DJJX 2406
DJJX 2212	DJJX 2292	DJJX 2407
DJJX 2213	DJJX 2293	DJJX 2408
DJJX 2214	DJJX 2294	DJJX 2409
DJJX 2215	DJJX 2295	DJJX 2410
DJJX 2216	DJJX 2296	DJJX 2411
DJJX 2217	DJJX 2297	DJJX 2412
DJJX 2218	DJJX 2298	DJJX 2413
DJJX 2219	DJJX 2299	DJJX 2414
DJJX 2220	DJJX 2300	DJJX 2415
DJJX 2221	DJJX 2301	DJJX 2416
DJJX 2222	DJJX 2302	DJJX 2417
DJJX 2223	DJJX 2303	DJJX 2418
DJJX 2224	DJJX 2304	DJJX 2419
DJJX 2225	DJJX 2305	DJJX 2420
DJJX 2226	DJJX 2306	DJJX 2421
DJJX 2227	DJJX 2307	DJJX 2422
DJJX 2228	DJJX 2308	DJJX 2423
DJJX 2229	DJJX 2309	DJJX 2424
DJJX 2250	DJJX 2310	DJJX 2425
DJJX 2251	DJJX 2311	DJJX 2426
DJJX 2252	DJJX 2312	DJJX 2427
DJJX 2253	DJJX 2313	DJJX 2428
DJJX 2254	DJJX 2314	DJJX 2431
DJJX 2255	DJJX 2315	DJJX 2432
DJJX 2256	DJJX 2316	DJJX 2434
DJJX 2257	DJJX 2317	DJJX 2435
DJJX 2258	DJJX 2318	DJJX 2436
DJJX 2259	DJJX 2319	DJJX 2437
DJJX 2260	DJJX 2320	DJJX 2438
DJJX 2261	DJJX 2321	DJJX 2440
DJJX 2262	DJJX 2322	DJJX 2441
DJJX 2263	DJJX 2323	DJJX 2442
DJJX 2264	DJJX 2324	DJJX 2443
DJJX 2265	DJJX 2325	DJJX 2444
DJJX 2276	DJJX 2326	DJJX 2445
DJJX 2277	DJJX 2327	DJJX 2446
DJJX 1928	DJJX 1978	DJJX 2278
DJJX 1929	DJJX 2200	DJJX 2279
DJJX 2281	DJJX 2331	DJJX 2280
DJJX 2282	DJJX 2332	DJJX 2451
DJJX 2283	DJJX 2333	DJJX 2452
DJJX 2284	DJJX 2334	DJJX 2453
DJJX 2285	DJJX 2335	DJJX 2454
DJJX 2286	DJJX 2400	DJJX 2455
DJJX 2287	DJJX 2401	DJJX 2457
DJJX 2288	DJJX 2402	DJJX 2458

**EXHIBIT A  
CAR LISTING**

<u>CAR NO.</u>		<u>CAR NO.</u>		<u>CAR NO.</u>	
DJXX	2459	DJXX	2485	DJXX	2809
DJXX	2460	DJXX	2487	DJXX	2810
DJXX	2461	DJXX	2489	DJXX	2811
DJXX	2463	DJXX	2490	DJXX	2812
DJXX	2467	DJXX	2491	DJXX	2813
DJXX	2468	DJXX	2492	DJXX	2814
DJXX	2469	DJXX	2493	DJXX	2815
DJXX	2470	DJXX	2494	DJXX	2816
DJXX	2471	DJXX	2495	DJXX	2817
DJXX	2472	DJXX	2496	DJXX	2818
DJXX	2473	DJXX	2497	DJXX	2819
DJXX	2474	DJXX	2447	DJXX	2820
DJXX	2328	DJXX	2448	DJXX	3003
DJXX	2329	DJXX	2449	DJXX	3004
DJXX	2330	DJXX	2800	DJXX	3005
DJXX	2476	DJXX	2801	DJXX	3007
DJXX	2477	DJXX	2802	DJXX	3015 <sup>✓</sup>
DJXX	2478	DJXX	2803	DJXX	3016 <sup>✓</sup>
DJXX	2479	DJXX	2804	DJXX	3022
DJXX	2481	DJXX	2805	DJXX	3028
DJXX	2482	DJXX	2806	DJXX	3029 <sup>✓</sup>
DJXX	2483	DJXX	2807	DJXX	3031 <sup>✓</sup>
DJXX	2484	DJXX	2808		