DJJ Transportation Services, Inc.
a subsidiary of
The David J. Joseph Company

August 21, 1997

RECORDATION NO. 18721-L FILED

SEP 4 '97 9-44AM

RECEIVED SURFACE TRANSPORTATION BOARD SEP 4 9 44 AM '97

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Mr. Williams:

Enclosed is an original and one copy of the Amendment to Equipment Lease dated as of April 24, 1997 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
Cincinnati, OH 45263

Please see Exhibit A as set forth in the document 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 through 18721-K.

Please file this agreement as a secondary document. The amount of $24.00 is included in the enclosed check.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Julie M. Woodard

Julie M. Woodard

300 Pike Street
Cincinnati, Ohio 45202-4214
(513) 621-8770
FAX (513) 345-4422

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

CERTIFICATE

The undersigned, Dianna L Tobler notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.

Dianna L Tobler
Notary Public

DIANNA L. TOBLER
Notary Public, State of Ohio
My Commission Expires June 7, 1999

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

OFFICE OF THE SECRETARY

Julie M. Woodard
The David J. Joseph Company
300 Pike Street
Cincinnati, Ohio 45202-4214

DATE: 9/4/97

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301 and 49 CFR 1177.3 (c), on 9/4/97 at 9:44AM, and assigned recordation number(s). 20850 and 18721-L.

Sincerely Yours,

Vernon A. Williams

Vernon A. Williams
Secretary

Enclosure(s)

$ 48.00 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 Janice M. Fort

RECORDATION NO. 18721-L FILED

SEP 4 '97 9-44 AM

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 Surface Transportation Board under Recordation No. 18721, and subsequent amendments filed with the Surface Transportation Board under Recordation Nos. 18721-A thru J.

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:

Old Car Number	New Car Number
RLMX 1316	DJJX 3400

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 April 24, 1997.

LESSEE:

THE DAVID J. JOSEPH COMPANY

BY: James H. Goetz

TITLE: Division Vice President

DATE: April 24, 1997

LESSOR:

THE FIFTH THIRD LEASING COMPANY

BY: David A. Jackson

TITLE: Sr. Vice President

DATE: May 5, 1997

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 24th day of April, 1997, by James H. Goetz, the Division Vice President of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Dianna L. Tobler

Notary Public

DIANNA L. TOBLER
Notary Public, State of Ohio
My Commission Expires June 7, 1999

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 5 day of May, 1997, by David A. Jackson, the Senior Vice President of The Fifth Third Leasing Company, an Ohio corporation, on behalf of the corporation.

Marsha J. Bubeck

Notary Public

MARSHA J. BUBECK
Notary Public, State of Ohio
My Commission Expires Oct. 29, 2000