



RECORDATION NO. 18894-A FILED  
OCT 28 '97 10-17 AM

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

October 23, 1997

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-001

Dear Mr. Williams:

Enclosed is an original and one copy of the Amendment to Equipment Lease dated as of October 2, 1997 between the following parties:

Lessee: DJJ Transportation Services, Inc.  
300 Pike Street  
Cincinnati, OH 45202

Lessor: Union Pacific Railroad  
1416 Dodge Street  
Omaha, Nebraska 68179

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. 18894.

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

Shelley B. Bacon  
Contract Assistant

Enclosures

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

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

OCT 28 10 17 AM '97

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

**CERTIFICATE**

The undersigned, Shelley B. Bacon 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.



Shelley B. Bacon  
Notary Public

SHELLEY B. BACON  
Notary Public, State of Ohio  
My Commission Expires July 22, 2002

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**AMENDMENT NO. 1  
TO  
RAILROAD EQUIPMENT LEASE**

OCT 28 '97 10-17 AM

This first amendment to the Railroad Equipment Lease ("Amendment No. 1") is entered into this 2<sup>nd</sup> day of October, 1997, by and between **DJJ Transportation Services, Inc.** ("Lessor"), a subsidiary of The David J. Joseph Company, and **Union Pacific Railroad Company** ("Lessee"), amending that certain Railroad Equipment Lease (the "Lease") dated May 3, 1994, by and between Lessor and Lessee.

WHEREAS, the Lease was duly filed for recordation with the Surface Transportation Board ("STB"), formerly the Interstate Commerce Commission ("ICC"), on July 11, 1994, with Recordation No. 18894, covering the thirty-one (31) railcars which are listed on Exhibit A attached hereto and subject to the Lease (the "Cars").

WHEREAS, the parties desire to amend the Lease by extending the Lease expiration date from June 30, 1997 to December 31, 1997, or when Lessor gives notice of cancellation to Lessee, whichever comes first, for all thirty-one (31) Cars which are subject to the Lease.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

The Lease is amended by extending the Lease expiration date from June 30, 1997 to December 31, 1997, or when Lessor gives notice of cancellation to Lessee, for all Cars listed on Exhibit A hereto, which are subject to this Lease. All other terms and conditions of the Lease remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties have caused this Amendment No. 1 to be executed as of the day and year first above written.

Signed and acknowledged  
in the presence of:

Linda M. Baughman  
Julie M. Woodard

**LESSOR**

**DJJ TRANSPORTATION SERVICES, INC.**

BY: James H. Goetz

NAME: James H. Goetz

TITLE: Vice President

DATE: October 2, 1997

Signed and acknowledged  
in the presence of:

Dave Smith  
John Bellingsley

**LESSEE**

**UNION PACIFIC RAILROAD COMPANY**

BY: Michael L. Legu

NAME: MICHAEL L. LEGU

TITLE: DIRECTOR - PULMONARY

DATE: 10/3/97

**EXHIBIT A**

**DESCRIPTION OF EQUIPMENT**

Thirty-one (31) [REDACTED] bearing reporting marks as follows:

CHTT, 20100-20117, INCLUSIVE  
CHTT 20150-20157, INCLUSIVE  
CHTT 20159-20163, INCLUSIVE

STATE OF OHIO                    )  
  )  
COUNTY OF HAMILTON         )        SS:

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of October 1997, by James H. Goetz, the Vice President of DJJ Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

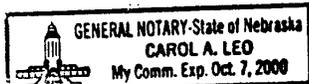
Shelley B. Bacon  
Notary Public



SHELLEY B. BACON  
Notary Public, State of Ohio  
My Commission Expires July 22, 2002

STATE OF NEBRASKA            )  
  )  
COUNTY OF DOUGLAS         )        SS:

The foregoing instrument was acknowledged before me this 3rd day of October 1997, by Michael L. Legg, the Dir-Purch. Mechanical of Union Pacific Railroad Company, a Utah corporation, on behalf of the corporation.



Carol A. Leo  
Notary Public