

**RAILCAR, Ltd.**  
Suite 315  
1819 Peachtree Road, N.E.  
Atlanta, Georgia 30309-1847

(404) 352-6799  
Fax (404) 352-6798

19103  
DEC 19 1994 - 3 38 PM

**RAILCAR**

December 15, 1994

Interstate Commerce Commission  
12th and Constitution Ave., N.W.  
Washington, D.C. 20423

0100460000

Attn: Mr. Vernon A. Williams  
Room 2311

Re: Lease Agreement by and between Railcar, Ltd. and  
CSX Transportation, Inc.

Dear Mr. Williams:

Enclosed herewith are two (2) originally executed and notarized copies of a Summary Lease Agreement by and between Railcar, Ltd., a Georgia corporation, as Lessor, and CSX Transportation, Inc., a Virginia corporation, as Lessee. The Lease is for two hundred (200), 50 ft., 70-ton cushioned underframe, single sheath boxcars having AAR mechanical designation A432 and bearing the reporting marks and car numbers CSXT 143391 through 143590, inclusive.

The address of the parties are as follows:

Railcar, Ltd. (Lessor)  
1819 Peachtree Road, N.E., Suite 315  
Atlanta, Georgia 30309

CSX Transportation, Inc. (Lessee)  
Treasury Department  
500 Water Street (J-220)  
Jacksonville, Florida 32202

I would appreciate your recording the enclosed Summary Lease Agreement and returning one (1) copy to me. A check for the filing fee in the amount of \$ 21.00 is enclosed.

Sincerely,



B. Thomas Lockett  
Controller

BTL/jfh

Enclosures: (2) Original Copies Of Summary Lease Agreements  
Check



Interstate Commerce Commission  
Washington, D.C. 20423-0001

Office Of The Secretary

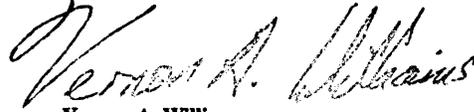
DECEMBER 19, 1994

B. THOMAS LOCKETT, CONTROLLER  
RAILCAR, LTD  
1819 PEANUTTREE ROAD NE  
SUITE 315  
ATLANTA GA 30309-1847

Dear MR. LOCKETT:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/19/94 at 3:45PM, and assigned recordation number(s). 19103

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



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**MEMORANDUM OF  
LEASE AGREEMENT**

1. This Lease Agreement is made and entered into as of September 12, 1994, by and between RAILCAR, LTD., a Georgia corporation, and CSX Transportation, Inc., a Virginia corporation.

2. Railcar, Ltd. agrees to lease to CSX Transportation, Inc. and CSX Transportation, Inc. agrees to and hereby lease from Railcar Ltd., the following:

Reconditioned 50 ft., 70-ton, cushioned underframe, single sheath boxcars bearing the reporting marks and car numbers CSXT 143391 through 143590.

3. The address of the parties are as follows:

Railcar, Ltd. (Lessor)  
1819 Peachtree Road, N.E., Suite 315  
Atlanta, Georgia 30309-1847

CSX Transportation, Inc. (Lessee)  
Treasury Department  
500 Water Street (J-220)  
Jacksonville, Florida 32202

4. The term of this Lease Agreement is for six (6) years and three (3) months (ending on March 31, 2001).

5. The terms and provisions of this Lease Agreement, are more particularly set forth in a Lease Agreement of even date by and between CSX Transportation, Inc. and Railcar, Ltd.

IN WITNESS WHEREOF, the parties hereto have caused this Lease Agreement to be executed as of the day and year first above written.

Railcar, Ltd.,(Lessor)

By: Wilds L. Pierce  
Wilds L. Pierce, President

[CORPORATE SEAL]

CSX Transportation, Inc.,(Lessee)

By: A. B. [Signature]  
Title: [Signature]

[CORPORATE SEAL]

STATE OF GEORGIA )  
                          ) ss  
COUNTY OF FULTON )

On this 5th day of December, 1994, before me personally appeared Wilds L. Pierce, to me personally known, who being by me duly sworn says that he is President of the Railcar, Ltd., and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Nathan C. Humble  
Notary Public

Notary Public, DeKalb County, Georgia  
My Commission Expires August 31, 1998

STATE OF Florida )  
                          ) ss  
COUNTY OF Duval )

On this 12th day of December, 1994, before me personally appeared A.B. Aftona, to me personally known, who being by me duly sworn says that he is Treasurer of 25K Transportation, Inc., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Howard Michael Lee  
Notary Public

HOWARD MICHAEL LEE  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires July 28, 1995  
Commission No CC131234

SCHEDULE 2

Equipment

One Hundred Ninety-Five (195) 50-foot, 70-ton, waffle side, cushion underframe single sheath boxcars which prior to being refurbished operated under CNW reporting marks within the series 160000-161999 and which are now operating under CSXT reporting marks within the series 143391-143586. ✓

## SCHEDULE 1

### List of Lease Documents

1. Lease Agreement dated September 12, 1994, between Railcar, Ltd. and CSX Transportation, Inc..
2. Certificates of Acceptance dated February 14, April 3 and May 24, 1995, respectively, between CSX Transportation, Inc. and Railcar, Ltd.
3. Purchase Order (P.O. Number 94010) dated August 30, 1994 between Railcar, Ltd. and Metro East Industries, Inc..
4. Bills of Sale dated June 2, 1995, April 24, 1995, April 3, 1995 and November 23, 1994, respectively, executed by Chicago and North Western Railway Company.