

MCCANN, GARLAND, RIDALL & BURKE

ATTORNEYS AT LAW  
SUITE 4000

309 SMITHFIELD STREET

PITTSBURGH, PENNSYLVANIA 15222

AREA CODE 412

TELEPHONE 566-1818

G. GRAY GARLAND, JR.  
EDMUND W. RIDALL, JR.  
CHARLES R. BURKE  
EDWARD C. WACHTER, JR.  
STEPHEN JURMAN  
MICHAEL J. WOODRING  
JAMES G. GORDON  
THEA G. EVANKOVICH  
EWING C. BASHOR  
GRETCHEN G. DONALDSON  
BERNARD J. BERCIK, JR.  
TERRY J. HIMES  
RICHARD N. LETTIERI

JOHN A. MCCANN  
1891-1972

OF COUNSEL

FACSIMILE:  
(412) 566-1817

December 1, 1992 2-338A050

18019  
RECORDATION NO. FILED 1425

NOTED  
DEC 3 2 50 PM '92

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

DEC 3 1992-3 05 PM

INTERSTATE COMMERCE COMMISSION

ATTN: Mildred Lee

Dear Ms. Lee:

Enclosed for recordation pursuant to the provisions of Section §11303(a) of Title 49 of the United States Code and the rules and regulations thereunder is one (1) original executed and two (2) photocopies of an a Memorandum of Lease evidencing a Master Lease Agreement by and between Westinghouse Credit Corporation and The Atchison, Topeka and Santa Fe Railway Company and Schedule No. 1 thereto all, dated as of August 20, 1992.

A general description of the railroad equipment covered by the enclosed documents is:

| <u>DESIGNATION</u> | <u>DESCRIPTION</u>  | <u>QUANTITY</u> | <u>CAR NUMBERS</u>  |
|--------------------|---|-----------------|---|
|                    | Five-platform Maxi-<br>Stack IBC container<br>stack cars having 125-<br>ton intermediate trucks | 59              | MAEX<br>100000-100014,<br>inclusive, and<br>MAEX<br>100016-100059,<br>inclusive |

The names and addresses of the parties to the enclosed documents are:

Master Lease and Schedule No. 1 all dated as of August 20, 1992.

LESSOR: Westinghouse Credit Corporation  
One Oxford Centre  
Pittsburgh, PA 15219

LESSEE: The Atchison, Topeka and  
Santa Fe Railway Company  
1700 East Golf Road  
Schaumburg, IL 60173

Also enclosed, please find a check in the amount of \$16.00 made payable to the Interstate Commerce Commission for filing fees. Please return the originals and any copies not needed by the Commission for recordation to me.

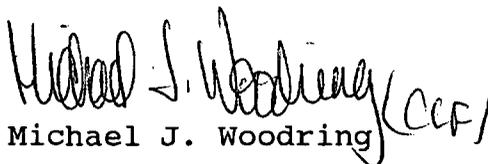
A short summary of the documents to appear in the Index follows:

Memorandum of Lease evidencing Master Lease and Schedule No. 1, all dated as of August 20, 1992, between Westinghouse Credit Corporation, Lessor, One Oxford Centre, Pittsburgh, PA 15219, and The Atchison, Topeka and Santa Fe Railway Company, 1700 East Golf Road, Schaumburg, IL 60173, regarding car numbers MAEX 100000-100014, inclusive and MAEX 100016-100059, inclusive.

Very truly yours,

MCCANN, GARLAND, RIDALL & BURKE

By

 (ccf)  
Michael J. Woodring

Enclosure

14LT2/8

Interstate Commerce Commission  
Washington, D.C. 20423

12/4/92

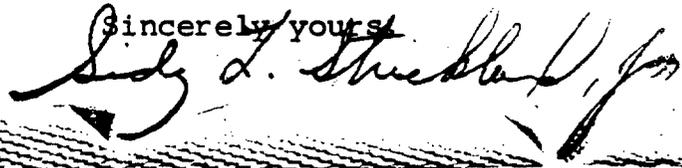
OFFICE OF THE SECRETARY

Michael J. Woodring  
McCann, Garland, Ridall & Burke  
309 Smithfield Street Suite 4000  
Pittsburgh, PA. 15222

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/3/92 at 3:05pm , and assigned re-  
recording number(s). 18019

Sincerely yours,



Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

SE-30  
(7/79)

18019  
RECORDED & INDEXED FILED 1425

DEC 3 1992 3 42 PM

INTERSTATE COMMERCE COMMISSION

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MEMORANDUM OF LEASE

BETWEEN

WESTINGHOUSE CREDIT CORPORATION ("LESSOR")

AND

THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY ("LESSEE")

AUGUST 20, 1992

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Memorandum of a Lease Agreement made and entered into as of AUGUST 20, 1992, with Schedule No. 1 (the Lease Agreement, Schedule No. 1, and any amendments thereto are hereafter referred to as the "Lease Agreement") by and between Westinghouse Credit Corporation ("Lessor") and The Atchison, Topeka and Santa Fe Railway Company ("Lessee").

W I T N E S S E T H:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor fifty-nine (59) five-platform Maxi-Stack IBC container stack cars manufactured by Gunderson, Inc., having 125-ton intermediate trucks and 40-foot wells capable of handling 20-foot containers in all wells, numbered and marked as follows:

MAEX 100000 - 100014, inclusive, and

MAEX 100016 - 100059, inclusive.

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the Lease Term, as defined in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

WESTINGHOUSE CREDIT CORPORATION

By Robert J. Blankenship

THE ATCHISON, TOPEKA AND SANTA  
FE RAILWAY COMPANY

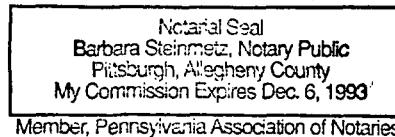
By AWKees

STATE OF PENNSYLVANIA )  
 )  
COUNTY OF ALLEGHENY )

On this 4th day of September, 1992, before me personally appeared Robert J. Blankemeyer, to me personally known, who being by me duly sworn, says that he is the Vice President, Asset Management of WESTINGHOUSE CREDIT CORPORATION, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Barbara Steinmetz  
NOTARY PUBLIC

My commission expires:



STATE OF COOK )  
 )  
COUNTY OF ILLINOIS )

On this 31 day of AUGUST, 1992, before me personally appeared A.W. REES, to me personally known, who being by me duly sworn, says that he is the VICEPRES - QUALITY MGMT. of THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Lois M. Melkovitz  
NOTARY PUBLIC

My commission expires:

