

0100575004

GNRR

Georgia Northeastern Railroad Company, Inc.

Administrative Office:
Suite 315
1819 Peachtree Road, N.E.
Atlanta, Georgia 30309
Telephone: (404) 605-7099
Fax: (404) 352-6798

Office:
109 Marr Avenue
Marietta, Georgia 30060
Telephone: (404) 428-4784
Fax: (404) 428-0592

RECORDATION NO. 17044-A FILED 1425
MAR 28 1995 9 35 AM
INTERSTATE COMMERCE COMMISSION

March 22, 1995

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

Attn: Mr. Vernon A. Williams
Room 2303

Re: Amended Lease Agreement by and between Georgia Northeastern Railroad Company, Inc. and Stalsby, Inc.
Pension Trust.

RECEIVED
OFFICE OF THE
SECRETARY
MAR 26 9 35 AM '95
LICENSING BRANCH

Dear Mr. Williams:

Enclosed herewith are two (2) originally executed copies of an Amended Lease Agreement (Recordation #17044 dated 10/1/90) by and between Georgia Northeastern Railroad Company, Inc. a Georgia corporation as Lessee, and Stalsby, Inc., Pension Trust a Texas corporation as Lessor. The Lessor agrees to terminate the lease to Lessee, and Lessee hereby acknowledges the termination of the lease of one (1) GP9 Locomotive bearing the reporting marks GNRR 6516.

The address of the parties are as follows:

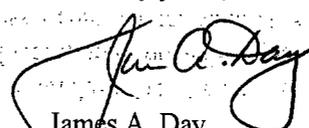
Georgia Northeastern Railroad Company, Inc.
1819 Peachtree Road., N.E., Suite 303
Atlanta, GA 30309

Stalsby, Inc., Pension Trust
522 Preston Trail Loop
Kerrville, Texas 78028

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

Thank you for your assistance.

Sincerely yours,


James A. Day
Vice President - Finance

JAD/jd
Enclosures



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

3/28/95

Office Of The Secretary

James A. Day
Vice President-Finance
Georgia Northeastern Railroad Company, Inc.
Administrative Office
1819 Peachtree Road N.E. Ste. 315
Atlanta, Georgia 30309

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 3/28/95 at 9:35AM, and assigned recordation number(s). 17044-A.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

(0100575004)

\$ 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

Amendment To Lease Agreement

MAR 28 1995 -9 35 AM

STATE COMMERCE COMMISSION

1. This Amendment to Lease Agreement is made and entered into as of March 10, 1995, and amends that certain Lease Agreement dated as of August 2, 1990, by and between Stalsby, Inc., Pension Trust ("Lessor"), and Georgia Northeastern Railroad Company, Inc., ("Lessee").
2. Lessor agrees to terminate the lease to Lessee, and Lessee hereby acknowledges the termination of the lease of the following equipment as of March 10, 1995:

One (1) GP9 Locomotive bearing the reporting marks GNRR 6516.

3. The addressee of the parties are as follows:

Stalsby, Inc., Pension Trust ("Lessor")
522 Preston Trail Loop
Kerrville, Texas 78028

Georgia Northeastern Railroad Company, Inc. ("Lessee")
1819 Peachtree Rd., N.E. , Suite 303
Atlanta, Georgia 30309

4. The terms and provisions of this Lease Agreement, as amended, are more particularly set forth in a Lease Agreement of even date by and between Stalsby, Inc., Pension Trust and Georgia Northeastern Railroad Company, Inc., as amended by writing dated March 10, 1995.

In Witness Whereof, the parties hereto have caused this amendment to Lease Agreement to be executed as of the day and year first above written.

Godfrey Anaya
Witness

Stalsby, Inc., Pension Trust
(Lessor)

By: Jack E. Stalsby
Jack E. Stalsby
Trustee

Wilds L. Pierce
Witness

Georgia Northeastern Railroad Company, Inc.
(Lessee)

By: Wilds L. Pierce
Wilds L. Pierce
President