

RECORDATION NO. 15131-D FILED

DEC 15 '98 10-45 AM

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

December 15, 1998

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Partial Termination of Lease dated as of October 1, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Railroad Equipment Lease which was previously filed with the Interstate Commerce Commission under Recordation Number 15131.

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

Lessor: Great Western Capital Corporation
(successor to Great Western Leasing Corporation)
PO Box 834
Seattle, WA 98111

Lessee: CSX Transportation, Inc.
(successor to The Chesapeake and
Ohio Railway Company)
500 Water Street
Jacksonville, FL 32202

A description of the railroad equipment covered by the enclosed document is:

set forth in the Partial Termination

Counterpart - [Signature]

DEC 15 10 45 AM '98
RECEIVED
SURFACE TRANSPORTATION
BOARD

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

OFFICE OF THE SECRETARY

Date: 12/15/98

Robert W. Alvord
Alvord and Alvord
918 Sixteenth St., NW., Ste. 200
Washington, DC., 20006-2973

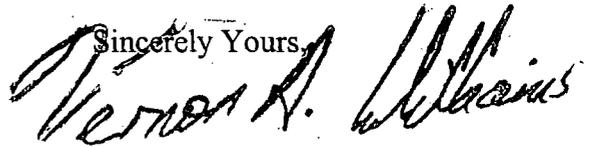
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 12/15/98 at 10:45AM , and

assigned recordation number(s). 15131-D, 16000-C , 21875 and 21875-A.

Sincerely Yours,



Vernon A. Williams

Enclosure(s)(4)

104.00

\$ _____ 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



DEC 15 '98

10-45 AM

PARTIAL TERMINATION OF LEASE

This Partial Termination of Lease ("Partial Termination") terminates the Railroad Equipment Lease, dated as of December 15, 1986, between Great Western Capital Corporation (successor in interest to Great Western Leasing Corporation), Lessor, and CSX Transportation, Inc. (successor in interest to The Chesapeake and Ohio Railway Company), Lessee, which was recorded with the Interstate Commerce Commission on December 19, 1986, under Recordation Number 15131, insofar as said Lease covers the following railroad equipment:

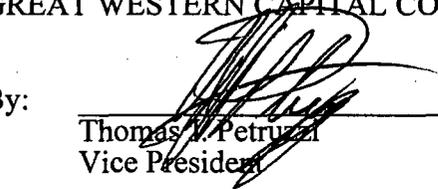
Twenty-Three (23) Bulkhead Intermodal Railcars, NYSW 6813 through and including 6835; and

Nine (9) Bulkhead Intermodal Railcars, NYSW 6861 through and including 6869.

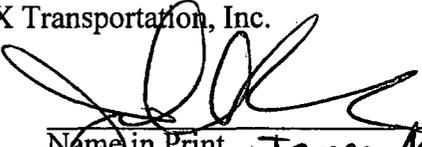
This Partial Termination shall not impair or terminate the rights and obligations of the parties under the Railroad Equipment Lease with respect to the remaining railroad equipment covered by said Lease, as to which the Lease remains in full force and effect.

Dated as of this 1st day of October, 1998.

Lessor: GREAT WESTERN CAPITAL CORPORATION

By: 
Thomas V. Petrucci
Vice President

Lessee: CSX Transportation, Inc.

By: 
Name in Print James M. Filley
Title Asst. Treasurer

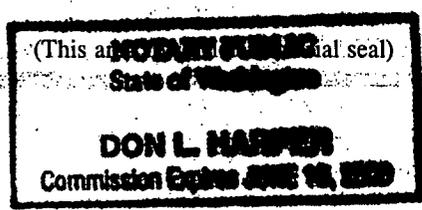
STATE OF Washington
COUNTY OF King

SS.

On this 2nd day of October, 1998, before me, the undersigned, a Notary Public in and for said State, personally appeared Thomas J. Petruzzi, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity and that by his/her signature on the instrument is the person, or the entity upon behalf of which the person acted, who or which executed the instrument.

WITNESS my hand and official seal.

Don L. Harper
Signature of Notary
Don L. Harper
Name (Typed or Printed)



STATE OF Florida
COUNTY OF Duval

SS.

On this 6th day of October, 1998, before me, the undersigned, a Notary Public in and for said State, personally appeared James M. Jolley, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity and that by his/her signature on the instrument is the person, or the entity upon behalf of which the person acted, who or which executed the instrument.

WITNESS my hand and official seal.

Howard Michael Lee
Signature of Notary
Howard Michael Lee
Name (Typed or Printed)

(This area for official notarial seal)

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