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918 SIXTEENTH STREET, N.W.  
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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

20006-2973

OF COUNSEL  
URBAN A. LESTER

(202) 393-2266

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RECORDATION NO. 18171-A FILED 1425

June 7, 1993

JUN 7 1993 1-05PM

INTERSTATE COMMERCE COMMISSION

Mr. Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are six duly executed and acknowledged copies of a Partial Termination of Lease, dated as of June 7, 1993, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

MOTOR OPERATING UNIT  
JUN 7 8:41 AM '93  
1:00 PM

The enclosed document relates to the Memorandum of Interim User Agreement, dated as of March 15, 1993, which was duly filed with the Commission on March 22, 1993 under Recordation Number 18171.

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

Lessor: General Electric Company  
2901 East Lake Road  
Erie, Pennsylvania 16513

Lessees: The Baltimore and Ohio Chicago  
Terminal Railroad Company  
CSX Transportation, Inc.  
500 Water Street  
Jacksonville, Florida 32202

*C. D. [Signature]*

Mr. Sidney L. Strickland, Jr.  
June 7, 1993  
Page Two

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

twenty-two (22) General Electric Company diesel electric Model Dash  
8-40 CW locomotives bearing CSXT road marks and numbered 7896-  
7917, inclusive.

Also enclosed is a check in the amount of \$16.00 payable to the order of the  
Interstate Commerce Commission covering the required recordation fee.

Kindly return five stamped copies of the enclosed document to Robert W.  
Alvord, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C.  
20006.

Very truly yours,



Robert W. Alvord

RWA/bg  
Enclosures

## PARTIAL TERMINATION OF LEASE

JUN 7 1993 1-05PM

INTERSTATE COMMERCE COMMISSION

THIS PARTIAL TERMINATION OF LEASE, made as of the 7th day of June, 1993 by and among General Electric Company, a New York corporation acting through its Transportation Systems Business Operation ("GE"), CSX Transportation, Inc., a corporation of the Commonwealth of Virginia ("CSXT") and The Baltimore and Ohio Chicago Terminal Railroad Company, a corporation of the State of Illinois ("Railroad").

WHEREAS, GE, CSXT and Railroad are parties to an Interim User Agreement dated as of March 15, 1993 (the "Lease"); and

WHEREAS, a Memorandum of the Lease was duly filed for recordation with the Interstate Commerce Commission ("ICC") pursuant to 49 U.S.C. Section 11303, on March 22, 1993, and given Recordation Number 18171; and

WHEREAS, GE, CSXT and Railroad desire to terminate and cancel the Lease with respect to the equipment described therein and herein and to record such termination and cancellation with the ICC;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is acknowledged, Railroad, CSXT and GE, intending to be legally bound, agree as follows:

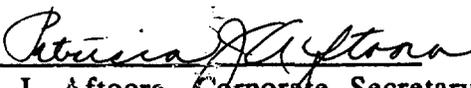
1. Railroad, CSXT and GE hereby terminate and cancel the Lease, effective June 7, 1993, with respect to the following equipment: Twenty-two (22) General Electric Company Diesel Electric Model Dash 8-40CW Locomotives bearing Road Numbers 7896 - 7917, inclusive (hereinafter, the "Terminated Equipment").

2. The parties agree to record this Partial Termination of Lease with the ICC so as to release GE's lien against the Terminated Equipment.

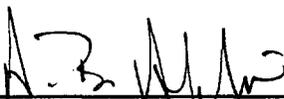
3. This Partial Termination of Lease may be executed by the parties in one or more counterparts (or upon separate signature pages bound together in one or more counterparts) which together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, Railroad, CSXT and GE have each caused this Partial Termination of Lease to be duly executed by their authorized officers as of the day and year first above written.

Attest

  
P. J. Aftora, Corporate Secretary

**THE BALTIMORE AND OHIO  
CHICAGO TERMINAL RAILROAD  
COMPANY**

By:   
A. B. Aftora, Treasurer

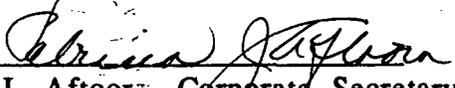
Attest

  
D.A. Rowley, Attesting Secretary

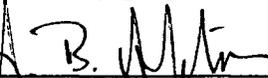
**GENERAL ELECTRIC COMPANY**

By:   
J. W. Braukman, Manager  
Transportation Finance  
Operation

Attest

  
P. J. Aftora, Corporate Secretary

**CSX, TRANSPORTATION, INC.**

By:   
A. B. Aftora, Treasurer

Commonwealth of Pennsylvania )  
 )  
County of Erie )

On this 4<sup>th</sup> day of June, 1993, before me personally appeared J. W. Braukman to me personally known, who, being duly sworn, did say that he is Manager, Transportation Finance Operation of General Electric Company, that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

Notarial Seal  
Carol A. Wahlen, Notary Public  
Lawrence Park Twp., Erie County  
My Commission Expires Dec. 12, 1994

*Carol A. Wahlen*

Notary Public

My commission expires: \_\_\_\_\_

State of Florida )  
 )  
County of Duval )

On this 3<sup>rd</sup> day of June, 1993, before me personally appeared A. B. Aftoora, to me personally known, who, being duly sworn, did say that he is Treasurer of The Baltimore and Ohio Chicago Terminal Railroad Company, that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

*Geneva M. Chapman*

Notary Public

My commission expires: Geneve M. Chapman  
Notary Public  
Comm. No. CC136491

GENEVA M. CHAPMAN  
Notary Public - State of Florida  
My Commission Expires  
August 14, 1995

State of Florida )  
 )  
County of Duval )

On this 3<sup>rd</sup> day of June, 1993, before me personally appeared A. B. Aftoora to me personally known, who, being duly sworn, did say that he is Treasurer of CSX Transportation, Inc., that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

*Geneva M. Chapman*

Notary Public

My commission expires: \_\_\_\_\_

\_\_\_\_\_  
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JUN 7 1993 1-05PM

INTERSTATE COMMERCE COMMISSION

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WHEREAS, GE, CSXT and Railroad desire to terminate and cancel the Lease with respect to the equipment described therein and herein and to record such termination and cancellation with the ICC;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is acknowledged, Railroad, CSXT and GE, intending to be legally bound, agree as follows:

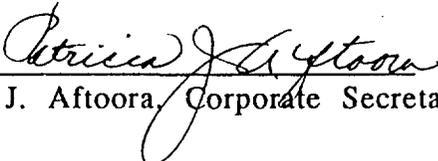
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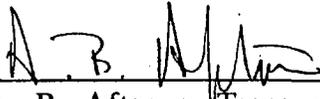
3. This Partial Termination of Lease may be executed by the parties in one or more counterparts (or upon separate signature pages bound together in one or more counterparts) which together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, Railroad, CSXT and GE have each caused this Partial Termination of Lease to be duly executed by their authorized officers as of the day and year first above written.

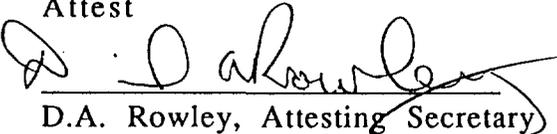
Attest

  
P. J. Aftoora, Corporate Secretary

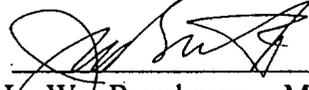
THE BALTIMORE AND OHIO  
CHICAGO TERMINAL RAILROAD  
COMPANY

By:   
A. B. Aftoora, Treasurer

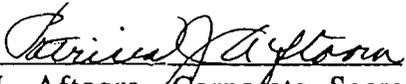
Attest

  
D.A. Rowley, Attesting Secretary

GENERAL ELECTRIC COMPANY

By:   
J. W. Braukman, Manager  
Transportation Finance  
Operation

Attest

  
P. J. Aftoora, Corporate Secretary

CSX TRANSPORTATION, INC.

By:   
A. B. Aftoora, Treasurer

Commonwealth of Pennsylvania )  
 )  
County of Erie )

On this 1st day of June, 1993, before me personally appeared J. W. Braukman to me personally known, who, being duly sworn, did say that he is Manager, Transportation Finance Operation of General Electric Company, that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

*Carol A. Walbran*

My commission expires:

Notary Public  
Carol A. Walbran  
Lawrence Park  
My Commission Expires Dec 12, 1994

State of Florida )  
 )  
County of Duval )

On this 3rd day of June, 1993, before me personally appeared A. B. Aftoora, to me personally known, who, being duly sworn, did say that he is Treasurer of The Baltimore and Ohio Chicago Terminal Railroad Company, that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

*Geneva M. Chapman*  
Notary Public

My commission expires: Geneva M. Chapman  
Notary Public  
Comm. No. CC136491

GENEVA M. CHAPMAN  
Notary Public - State of Florida  
My Commission Expires  
August 14, 1995

State of Florida )  
 )  
County of Duval )

On this 3rd day of June, 1993, before me personally appeared A. B. Aftoora to me personally known, who, being duly sworn, did say that he is Treasurer of CSX Transportation, Inc., that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

*Geneva M. Chapman*  
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