

**RAILCAR, Ltd.**  
Suite 303  
1819 Peachtree Road, N.E.  
Atlanta, Georgia 30309-1847  
  
(404) 355-6734  
Fax (404) 352-8814

18197

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INTERSTATE COMMERCE COMMISSION

**RAILCAR**

March 23, 1993

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

3-102A039

Attn: Ms. Mildred Lee  
Room 2303

Re: Lease Agreement by and between Railcar, Ltd. and Norfolk Southern Railway Company

Dear Ms. Lee:

Enclosed herewith are three (3) originally executed and notarized copies of a Summary Lease Agreement by and between Railcar, Ltd., a Georgia corporation, acting as agent for C.K. Industries, Inc. as Lessor, and Norfolk Southern Railway Company, a Virginia Corporation, as Lessee. The Lease is for thirty-nine (39) sixty-foot, 100-ton RBL Boxcars having AAR mechanical designation R610 and bearing the reporting marks and car numbers NS 443000-443038, inclusive.

The address of the parties are as follows:

Railcar, Ltd. *- Lessor*  
1819 Peachtree Road, N. E., Suite 303  
Atlanta, Georgia 30309

Norfolk Southern Railway Company *- Lessee*  
8 North Jefferson Street  
Roanoke, Virginia 24042

I would appreciate your recording the enclosed Summary Lease Agreement and returning two (2) copies to me. A check for the filing fee in the amount of \$16.00 is enclosed.

Thank you for your assistance.

Very truly yours,



Kevin F. O'Gara, Jr.  
Director - Fleet Management

enclosures

cc: Contract File

0764Q

MEMORANDUM OF  
LEASE AGREEMENT

~~18197~~  
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INTERSTATE COMMERCE COMMISSION

1. This Lease Agreement is made and entered into as of April 28, 1992, by and between RAILCAR, LTD., a Georgia corporation, acting as agent for C. K. Industries, Inc. (Lessor) and NORFOLK SOUTHERN RAILWAY COMPANY (Lessee), a Virginia corporation.

2. Railcar, Ltd. agrees to lease to Norfolk Southern Railway Company and Norfolk Southern Railway Company agrees to and hereby lease from Railcar Ltd., the following:

Thirty-nine 60 ft., 100-ton RBL boxcars, having AAR Mechanical Designation R610 and bearing NS reporting marks within the series 443000 through 443038.

3. The address of the parties are as follows:

Railcar, Ltd. (Lessor)  
1819 Peachtree Road, N.E., Suite 303  
Atlanta, Georgia 30309-1847

Norfolk Southern Railway Company (Lessee)  
8 North Jefferson Street  
Roanoke, Virginia 24042-0069

4. The term of this Lease Agreement is for ten (10) years.

5. The terms and provisions of this Lease Agreement, are more particularly set forth in a Lease Agreement of even date by and between Railcar, Ltd. and Norfolk Southern Railway Company.

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., acting as agent for C. K. Industries, Inc. (LESSOR)

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

[CORPORATE SEAL]

NORFOLK SOUTHERN RAILWAY COMPANY  
(LESSEE)

By: Walter R. King  
Title: Vice President

[CORPORATE SEAL]

STATE OF GEORGIA )  
                          ) ss  
COUNTY OF FULTON )

On this 12<sup>th</sup> day of February, 1993, 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.

Lynn W. Cribler  
Notary Public  
Notary Public, Walton County, Georgia  
My Commission Expires October 13, 1996

STATE OF Virginia )  
                          ) ss  
COUNTY OF Norfolk )

On this 1st day of March, 1993, before me personally appeared William J. Romig, to me personally known, who being by me duly sworn says that he is Vice President of Norfolk Southern Railway Company, 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.

Charles S. Whitson  
Notary Public  
My Commission Expires: August 31, 1994