



The David J. Joseph Company

NEGOTIATION NO. 20332 FILED 1425

OCT 25 1996 -1 PM

October 18, 1996

Mr Vernon Williams  
Recordations Unit  
Surface Transportation Board  
12<sup>th</sup> Street and Constitution Ave., NW  
Washington, DC 20423

Dear Mr. Williams:

Enclosed is an original and one copy of the Memorandum of Railroad Equipment Lease Agreement dated as of September 27, 1996 between the following parties.

Lessor        The David J Joseph Company  
                  300 Pike Street  
                  Cincinnati, OH 45202

Lessee        TTX Company  
                  101 North Wacker Drive  
                  Chicago, IL 60606

Please see Exhibit A attached hereto for the equipment involved in this transaction

Please file this Memorandum as a primary document. The amount of \$22.00 is included in the enclosed check.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Julia R Jones/gbt  
Contract Assistant

Enclosures

Railroad Equipment Leasing  
and Marketing Division

300 Pike Street  
Cincinnati, Ohio 45202-4214  
(513) 621-8770  
FAX (513) 345-4433

Mail Address  
P O Box 1078  
Cincinnati, Ohio 45201-1078

OCT 25 1 45 PM '96

SURFACE TRANSPORTATION BOARD RECEIVED

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

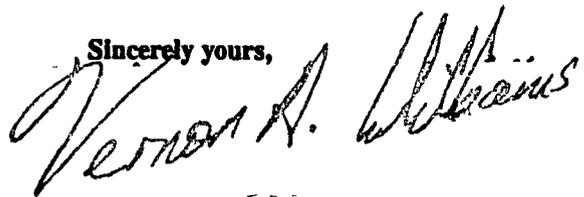
10/25/96

Julia R. Jones/gbt  
The David J. Joseph Company  
300 Pike Street  
Cincinnati, Ohio 45202-4214

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/25/96 at 1:50PM, and assigned recordation number(s). 20332 and 20037-A.

Sincerely yours,

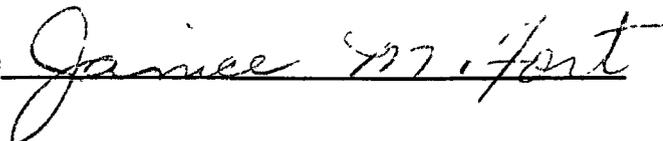


Vernon A. Williams  
Secretary

Enclosure(s)

\$44.00 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



20332  
OCT 25 1996

**MEMORANDUM OF  
RAILROAD EQUIPMENT LEASE AGREEMENT**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE AGREEMENT** ("Memorandum of Lease") entered into this 27<sup>th</sup> day of September, 1996, is intended to evidence the Railroad Equipment Lease Agreement dated as of September 27, 1996 (the "Lease"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation (the "Lessor") and **TTX COMPANY**, a Delaware corporation (the "Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U S C. 11301 Lessor has the right to lease the twenty-five (25) railcars described in Exhibit A attached hereto (the "Units"). Lessee leased from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease

**IN WITNESS WHEREOF**, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

**LESSOR:**

**LESSEE:**

**THE DAVID J. JOSEPH COMPANY**

**TTX COMPANY**

By: 

By: 

Name: Douglas F. McMillan

Name: THOMAS D. MARION

Title: Vice President

Title: TREASURER

Date: September 27, 1996

Date: SEPTEMBER 30, 1996

STATE OF OHIO            )  
                                  )  
                                  )        SS:  
COUNTY OF HAMILTON )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of September, 1996, by Douglas F McMillan, the Vice President of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

  
\_\_\_\_\_  
Notary Public

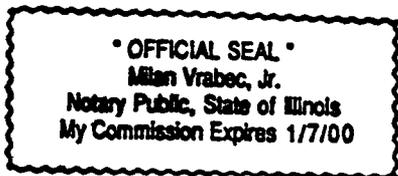


**JULIA R. JONES**  
Notary Public, State of Ohio  
My Commission Expires Feb. 27, 2000

STATE OF ILLINOIS        )  
                                  )  
                                  )        SS:  
COUNTY OF Cook        )

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of September, 1996, by THOMAS D. MARION, the TREASURER of TTX Company, a Delaware corporation, on behalf of the corporation.

  
\_\_\_\_\_  
Notary Public



**EXHIBIT A**

To the Memorandum of Lease dated September 27, 1996, between The David J. Joseph and TTX Company.

**DESCRIPTION OF UNITS**

Twenty-five (25) railcars bearing reporting marks as follows:

**TTJX 81985-82009, INCLUSIVE**