

BLC Corporation

2655 Campus Drive
Suite 200
San Mateo, CA
94403-2573

415/573-1200
Fax
415/573-5669

3-232A003

CITICORP

August 18, 1993

REGISTRATION NO 17064-A FILED 1993

AUG 20 1993 - 10:15 AM

INTERSTATE COMMERCE COMMISSION

AUG 20 10 09 AM '93
MOTOR OPERATING UNIT

Ms. Mildred Lee
Interstate Commerce Commission
12th & Constitution Ave., N.W., Room 2303
Washington, D.C. 20423

Dear Ms. Lee:

Pursuant to the provisions of Title 49, United States Code, Section 11303, please find enclosed for recording with the ICC one fully executed original and one certified copy of Rider No. 1, amending the Master Leasing Agreement, dated as of June 1, 1990, by and between BLC Corporation and Northern States Power Company relating to Railcars Numbered NSPX 90501 - NSPX 90740.

In connection with the recording of the above mentioned Rider, please note the following information:

- (i) Name and address of Lessor: BLC Corporation, 2655 Campus Drive, Suite 200, San Mateo, California 94403.
- (ii) Name and address of Lessee: Northern States Power Company, 414 Nicollet Mall, Minneapolis, Minnesota 55401.
- (iii) General description of Equipment covered by Documents: 240 102-ton, open top automatic discharge, rotary dump coal cars with 4080 cu. ft. capacity each; Car Numbers: NSPX 90501 - NSPX 90740.
- (v) Previous filings with the Interstate Commerce Commission covering the Equipment:

<u>Document:</u>	<u>Recordation Date:</u>	<u>Recordation Number:</u>
Master Leasing Agreement, dated as of June 1, 1990, between BLC Corporation and Northern States Power Company	October 23, 1990	17064

August 18, 1993
Page 2

Enclosed is our check in the amount of \$16.00 to record the enclosed Rider. When the recording of this document has been completed, please endorse, with the relevant recording information, the enclosed copies provided herewith and return one to my attention for our files.

Thank you for your assistance in this matter.

If you require further information to complete this filing, please feel free to contact me at (800) 227-6516 ext. 257.

Sincerely yours,



Lori A. Stoneback
Legal Assistant -
Contract Administration

/las
Enclosures

cc: Edmond P. Browne
Curt A. Schultz, Esq.

Interstate Commerce Commission
Washington, D.C. 20423

8/20/93

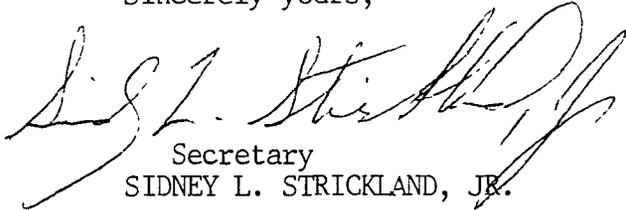
OFFICE OF THE SECRETARY

Lori A. Stoneback
Legal Assistant
CBI Capital Corporation
2655 Campus Drive
Suite 200
San Mateo, CA. 94403-2573

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 **8/20/93** at **10:15am**, and assigned recordation number(s). **15021-B & 17064-A**

Sincerely yours,



Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

REGISTRATION NO. 170645-14 FILED 1993

AUG 20 1993 10:15 AM

CERTIFICATE

INTERSTATE COMMERCE COMMISSION

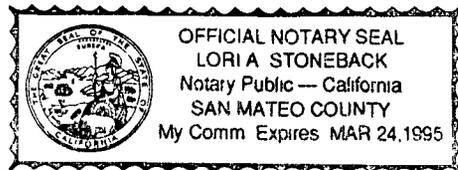
I, Curt A. Schultz, Secretary of BLC Corporation, hereby certify that the attached is a true and correct copy of Rider No. 1, dated as of December 1, 1990, amending the Master Leasing Agreement, dated as of June 1, 1990, by and between BLC Corporation, as Lessor, and Northern States Power Company, as Lessee.

By Curt A. Schultz
Curt A. Schultz, Secretary

Date: August 18, 1993

Subscribed and sworn to before me this 18th day of August, 1993.

Lori A. Stoneback
Notary Public



17064/A

AUG 29 1993

RIDER NO. 1

INTERSTATE COMMERCE

Agreement, dated as of December 1, 1990, amending the Master Leasing Agreement, dated as of June 1, 1990 (the "Lease"), by and between BLC Corporation, as lessor (herein called "Lessor") and Northern States Power Company, as lessee (herein called "Lessee").

In consideration of the mutual covenants hereinafter contained, Lessor and Lessee hereby agree as follows:

- 1. Schedule A to the Lease is hereby deleted in its entirety and the Schedule A attached hereto is hereby inserted therefor.
- 2. This Rider No. 1 shall be effective as of December 1, 1990.
- 3. Except as hereinabove set forth, all of the terms and conditions of the Lease shall remain in full force and effect.

IN WITNESS WHEREOF, Lessor and Lessee, through their authorized officers, have duly executed this Rider No. 1 as of the date first hereinabove set forth.

Attest:

By [Signature]
Secretary

BLC CORPORATION, Lessor

By [Signature]
President

Form Approved
CNS
Counsel

Attest.

By _____
Secretary

NORTHERN STATES POWER COMPANY,
Lessee

By [Signature]
Title Director, Power Supply Finance

SCHEDULE A
TO RIDER NO. 1
TO THE
MASTER LEASING AGREEMENT
DATED AS OF JUNE 1, 1990
BETWEEN
BLC CORPORATION, AS LESSOR
AND
NORTHERN STATES POWER COMPANY, AS LESSEE

Description of Equipment: 240 Coal Car Unit Train (102-ton, open top automatic discharge, rotary dump coal cars with 4080 cu ft. capacity each) Car Numbers: NSPX 90501 - NSPX 90740

Basic Term/
Amortization Period. 120 months

Lease Rate Factor: 1.101732%

Maximum Expected
Residual: 50%