

RAILCAR, Ltd.
Suite 303
1819 Peachtree Road, N E
Atlanta, Georgia 30309-1847

(404) 355-6734
Fax (404) 352-8814

17072 A
DEC 4 1990 -11 00 AM
INTERSTATE COMMERCE COMMISSION

RAILCAR

A/S

November 29, 1990

0-338A089

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

Attn: Ms. Mildred Lee
Room 2303

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

Dear Ms. Lee:

Enclosed herewith are two (2) originally executed and notarized copies of an Amended Summary Lease Agreement by and between Railcar, Ltd., a Georgia corporation as Lessor, and Southern Railway Company, a Virginia corporation as Lessee. The Lease is for six (6) 100-ton, 83 ft. bulkhead flatcars bearing the reporting marks and car numbers SOU 118330-118335, inclusive.

The address of the parties are as follows:

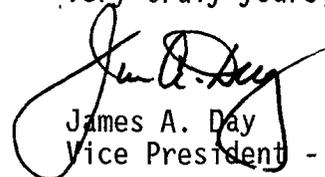
Railcar, Ltd.
1819 Peachtree Road, N. E., Suite 303
Atlanta, Georgia 30309

Southern Railway Company
8 North Jefferson Street
Roanoke, Virginia 24042-0069

I would appreciate your recording the enclosed Summary Lease Agreement and returning one (1) copy to me. A check for the filing fee in the amount of \$15.00 is enclosed.

Thank you for your assistance.

Very truly yours,


James A. Day
Vice President - Finance

JAD/lwc

enclosures:

cc: Contract File

0299X

RECEIVED
OPERATING UNIT
DEC 1 10 59 AM '90

Interstate Commerce Commission
Washington, D.C. 20423

12/11/90

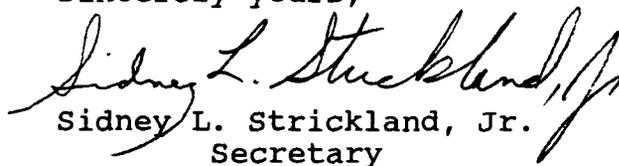
OFFICE OF THE SECRETARY

James A. Day
Vice President Finance
Railcar Ltd
1819 Peachtree Rd. N.E.
Atlanta, Georgia 30309-1847

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 12/4/90 at 11:00am, and assigned recordation number(s). 17072-A

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

17072-A
RECORDED BY _____ FILED MS

**AMENDMENT TO
LEASE AGREEMENT**

DEC 4 1990 -11 00 AM
INTERSTATE COMMERCE COMMISSION

1. This Amendment to Lease Agreement is made and entered into as of November 1, 1990, and amends that certain Lease Agreement dated as of October 1, 1990, by and between RAILCAR, LTD., and SOUTHERN RAILWAY COMPANY, a Virginia corporation.

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

Six (6) 100-ton 83' centerbeam bulkhead flatcars, having AAR Mechanical Designation FBC. and bearing the reporting marks SOU 118330 to 118335, inclusive.

3. The address of the parties are as follows:

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

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

4. The term of this Lease Agreement is three (3) years commencing on the first day of the month following the month in which the last Car is delivered, but in no case later than January 1, 1991.

5. The terms and provisions of this Lease Agreement, as amended, are more particularly set forth in a Lease Agreement of even date by and between Southern Railway Company and Railcar, Ltd., as amended by writing dated as of November 1, 1990.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to Lease Agreement to be executed as of the day and year first above written.

RAILCAR, LTD.
(LESSOR)

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

[CORPORATE SEAL]

SOUTHERN RAILWAY COMPANY
(LESSEE)

By: J. Carter
Title: AVP - Mat'l. Mgt.

[CORPORATE SEAL]

