

Soo Line Railroad Company



January 29, 1991

Soo Line Building
Box 530
Minneapolis, Minnesota 55440
(612) 337-7639

JEAN L. FINDORFF
Corporate Attorney

VIA AIRBORNE EXPRESS

1-030A001

Interstate Commerce Commission
12th and Constitution Avenue N.W.
Washington, D.C. 20423
ATTN: Room 2303

17213

JAN 30 1991 -9 50 AM

INTERSTATE COMMERCE COMMISSION

RE: Recordation of Memorandum of Lease

Dear Secretary:

I have enclosed an original and three counterparts of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Memorandum of Lease of Railroad Equipment, a primary document, dated January 15, 1991.

The names and addresses of the parties to the documents are as follows:

Lessor: Connell Finance Company
45 Cardinal Drive
Westfield, NJ 07090-1099

Lessee: Soo Line Railroad Company
P.O. Box 530
105 South Fifth Street
Minneapolis, MN 55440

A description of the equipment covered by the document follows:

thirty two 1,500 Horsepower EMD MP-15 AC
Locomotives, (SOO 1532-1563 both inclusive).

A fee of \$15 is enclosed. Please return the original and any extra copies not needed by the Commission, together with the notation acknowledging that it has been filed pursuant to 49 U.S. Code Section 11303 and pertinent recordation information to:

Jean L. Findorff
Corporate Attorney
Soo Line Railroad Company
P. O. Box 530
Minneapolis, MN 55440

MINNEAPOLIS OPERATING UNIT

JAN 30 9 42 AM '91

Interstate Commerce Commission

Page Two

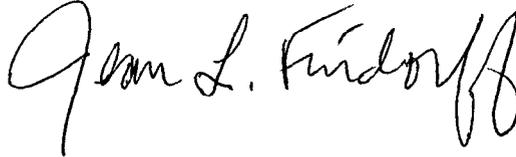
January 29, 1991

A short summary of the document to appear in the index follows:

Memorandum of Lease of Railroad Equipment between Connell Finance Company, Lessor, 45 Cardinal Drive, Westfield, NJ 07090-1099 and Soo Line Railroad Company, Lessee, P.O. Box 530, 105 South Fifth Street, Minneapolis, MN 55440, dated as of January 15, 1991, and covering thirty two 1,500 Horsepower EMD MP-15 AC Locomotives (SOO 1532-1563 both inclusive).

Thank you for your cooperation.

Sincerely,



JLF/ljb

Enclosure

cc: David Goss
Ken O'Neill
J. W. Kienzler
J. C. Miller

1/31/91

Interstate Commerce Commission
Washington, D.C. 20423

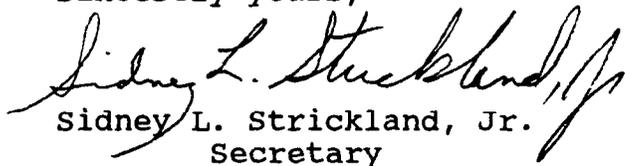
OFFICE OF THE SECRETARY

Jean L. Findorff
Corporate Attorney
Soo Line Railroad Company
P.O. Box 530
Minneapolis, MN. 55440

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 1/30/91 at 9:50am, and assigned recordation number(s). 17213

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

17213

RECORDED BY _____ FILED IN _____

JAN 30 1991 -9 50 AM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE OF RAILROAD EQUIPMENT

Memorandum of a Lease of Railroad Equipment ("Lease") made and entered into as of January 15, 1991 by and between Connell Finance Company, Inc., a New Jersey corporation ("Lessor") having its principal place of business at 45 Cardinal Drive, Westfield, NJ 07090-1099 and Soo Line Railroad Company, A Minnesota corporation ("Lessee"), having its principal place of business at P.O. Box 530, 105 South Fifth Street, Minneapolis, MN 55440.

WITNESSETH:

- 1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from the Lessor the locomotives described on Schedule A attached hereto.
- 2. The Lease will be effective as of the date first set forth hereinabove and shall terminate on January 14, 1996, unless earlier terminated under the terms of the Lease.

In Witness Whereof, the parties have caused this instrument to be signed and sealed by their respective corporate officers and duly attested as of the date and year first above written.

(Corporate Seal)

CONNELL FINANCE COMPANY, INC.

ATTEST:

BY: [Signature]
Its President

[Signature]
Secretary

(Corporate Seal)

SOO LINE RAILROAD COMPANY

ATTEST:

BY: [Signature]
Its Vice President, Credit Management Director

[Signature]
Assistant Secretary

STATE OF New Jersey)
) ss.
COUNTY OF Union)

On this 24th day of January, 1991, before me personally appeared Grover Connell, to me personally known, who, being by me duly sworn, says that he is President of CONNELL FINANCE COMPANY, INC., that said instrument was signed and sealed on behalf of said 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 said corporation.

Virginia Anter
Notary Public

My Commission Expires:
(Notary Seal)

VIRGINIA ANTER
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires May 11, 1994

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

On this 28th day of January, 1991, before me personally appeared Neil R. Foot to me personally known, who being by me duly sworn says that he is V.P. Chief Operating Officer of SOO LINE RAILROAD COMPANY, that said instrument was signed and sealed on behalf of said 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 said corporation.

Lisa J. Bakken
Notary Public

My Commission Expires:
(Notary Seal)

■~~~~~■
LISA J. BAKKEN
NOTARY PUBLIC—MINNESOTA
ANOKA COUNTY
My Commission Expires Mar 25, 1996
■~~~~~■