

2-177A050

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*ALSO ADMITTED IN NEW YORK
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June 25, 1992

RECORDATION NO 17721-A FILED 1992

JUN 25 1992 -3 40 PM

INTERSTATE COMMERCE COMMISSION

Mr. Sidney L. Strickland
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two (2) fully executed and acknowledged copies of a Termination of Agreement (Partial) dated June 25, 1992, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to an Interim User Agreement dated as of February 27, 1992 which was filed and recorded on March 2, 1992 and assigned Recordation Number 17721.

The names and addresses of the parties to the enclosed document are:

Lessee: The Atchison, Topeka and Santa Fe
Railway Company
1700 East Golf Road
Schaumburg, Illinois 60173

Lessor: General Electric Company
2901 East Lake Road
Erie, Pennsylvania 16351

A description of the railroad equipment covered by the enclosed document is:

Twenty-three (23) General Electric Model Dash 8-40 BW diesel electric locomotives bearing road numbers 560-582, inclusive.

Twenty-seven (27) General Electric Model Dash 8-40 CW diesel electric locomotives bearing road numbers 800-852, inclusive even numbers only.

JUN 25 3 34 PM 1992
NOTICE OF EXPIRATION OF RECORDATION

Handwritten signatures and initials on the left margin.

Mr. Sidney L. Strickland, Jr.
June 25, 1992
Page Two

Also enclosed is a check in the amount of \$16.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return a stamped copy of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Termination of Agreement (Partial) dated June 25, 1992 between The Atchison, Topeka and Santa Fe Railway Company and General Electric Company, covering fifty (50) diesel electric locomotives bearing road numbers 560-582, inclusive and 800-852, inclusive even numbers only.

Very truly yours,


Charles T. Kappler

CTK/bg
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

6/25/92

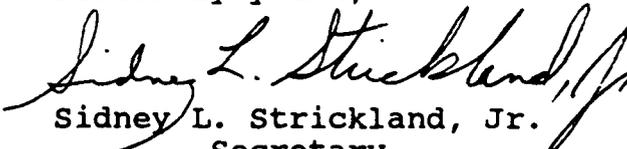
OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord & Alvord
918 16th Street N.W.
Washington, D.C. 20005

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 6/25/92 at 3:40pm, and assigned recordation number(s). 17721-A

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

TERMINATION OF AGREEMENT

17721A
JUN 25 1992 - 3 40 PM
INTERSTATE COMMERCE COMMISSION
(PARTIAL)

THIS TERMINATION OF AGREEMENT, made this 25th day of June, 1992, by and between General Electric Company, a New York corporation acting through its Transportation Systems Business Operation ("GE"), and The Atchison, Topeka and Santa Fe Railway Company, a Delaware corporation ("Railroad").

WHEREAS, GE and Railroad are parties to an Interim User Agreement, dated as of February 27, 1992 (the "Agreement"); and

WHEREAS, the Agreement was duly filed for recordation with the Interstate Commerce Commission (the "ICC") pursuant to 49 U.S.C. Section 11303, on March 2, 1992, at 10:40 a.m. and given Recordation Number 17721; and

WHEREAS, GE and Railroad desire to terminate and cancel the Agreement with respect to the equipment described herein and to record such termination and cancellation with the ICC;

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is acknowledged, Railroad and GE, intending to be legally bound, agree as follows:

1. Railroad and GE hereby terminate and cancel the Agreement, effective June 25, 1992 with respect to the following equipment: 23 General Electric Model Dash 8-40BW diesel electric locomotives bearing road numbers 560-582, inclusive, and 27 General Electric Model Dash 8-40CW diesel electric locomotives bearing road numbers 800-852, inclusive even numbers only (hereinafter, the "Terminated Equipment"), and Railroad and GE hereby agree that no rights, duties or liabilities under the Agreement with respect to such Terminated Equipment shall survive the termination and cancellation of the Agreement, except for the obligations under Section 4 of the Agreement with respect to the time period during which the Products were subject to the Agreement, which obligations shall survive the termination and cancellation of the Agreement.

2. The parties agree to record this Termination of Agreement with the ICC so as to release GE's lien against the Terminated Equipment.

3. This Termination of Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Termination of Agreement.

IN WITNESS WHEREOF, Railroad and GE have each caused this Termination of Agreement to be duly executed by their authorized officers as of the day and year first above written.

ATTEST:



M. J. Baughman,
Attesting Secretary

THE ATCHISON, TOPEKA AND
SANTA FE RAILWAY COMPANY

By: 
Title: SR. V.P., TRS&S-FCO

GENERAL ELECTRIC COMPANY

By: _____
T. P. Saddlemire, Manager,
Transportation Systems
Finance Operation

Commonwealth of Pennsylvania)
)
County of Erie)

On this ____ day of June, 1992, before me personally appeared T. P. Saddlemire, to me personally known, who, being duly sworn, did say that he is Manager, Transportation Systems Finance Operation of General Electric Company, that the foregoing instrument was signed on behalf of such 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 such corporation.

Notary Public

My commission expires:

State of ILLINOIS)
)
County of COOK)

On this 24 day of June, 1992, before me personally appeared DEVIS E. SPRINGER to me personally known, who, being duly sworn, did say that he is SR. V.P. TREAS. + CFO of The Atchison, Topeka and Santa Fe Railway Company, that the foregoing instrument was signed on behalf of such 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 such corporation.

Lois M. Melkovitz
Notary Public

My commission expires:

