

0100125048

**TAFT, STETTINIUS & HOLLISTER**

1800 STAR BANK CENTER  
425 WALNUT STREET  
CINCINNATI, OHIO 45202-3957

WASHINGTON, D C OFFICE  
SUITE 500 — 625 INDIANA AVENUE, N W  
WASHINGTON, D C 20004-2901  
202-628-2838  
FAX 202-347-3419

513-381-2838  
CABLE TAFTHOL TWX 810-461-2623  
FAX 513-381-0205

COLUMBUS, OHIO OFFICE  
21 EAST STATE STREET  
COLUMBUS, OHIO 43215-4221  
614-221-2838  
FAX 614-221-2007

NORTHERN KENTUCKY OFFICE  
THOMAS MORE CENTRE  
2670 CHANCELLOR DRIVE  
CRESTVIEW HILLS, KENTUCKY 41017-3491  
606-331-2838  
513-381-2838  
FAX 513-381-6613

February 23, 1994

**CERTIFIED MAIL/RETURN RECEIPT REQUESTED**

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

RECORDATION NO. 182921 A  
FILED 1425  
FEB 28 1994 - 2:30 PM  
INTERSTATE COMMERCE COMMISSION

Dear Ms. Lee:

I have enclosed herewith an original and one copy of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is an Amendment to Railroad Equipment Lease, a secondary document, dated October 1, 1993. The primary document to which it relates is a Railroad Equipment Lease dated April 27, 1993 and filed under recordation number 18292. We request that the enclosed document be cross indexed.

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

AGENT: The David J. Joseph Company  
300 Pike Street  
Cincinnati, Ohio 45202

LESSEE: Delaware & Hudson Railway Company, Inc.  
Building #200  
Clifton Corporate Parkway  
Clifton Park, New York 12065

RECEIVED  
OFFICE OF THE  
SECRETARY  
FEB 28 2 29 PM '94  
LICENSING DIVISION

The equipment covered by the enclosed document is sixty-eight (68) 100 ton, 3,420 cubic foot capacity, open top hopper cars, built by Greenville, currently bearing the reporting marks set forth in Exhibit A attached hereto.

Ms. Mildred Lee  
February 23, 1994  
Page 2

A fee of \$18.00 is enclosed. Please return the original executed copy of the enclosed document to:

Philip F. Schultz, Esq.  
Taft, Stettinius & Hollister  
1800 Star Bank Center  
425 Walnut Street  
Cincinnati, OH 45202-3957

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

An Amendment to Railroad Equipment Lease between Delaware & Hudson Railway Company, Inc., Building #200, Clifton Corporate Parkway, Clifton Park, New York 12065, as Lessee, and The David J. Joseph Company, 300 Pike Street, Cincinnati, Ohio 45202, as Lessor, dated October 1, 1993 and covering sixty-eight (68) 100-ton, 3,420 cubic foot capacity, open top hopper cars, built by Greenville.

Please call me if you should have any questions.

Yours truly,



Philip F. Schultz  
Attorney for  
The David J. Joseph Company

PFS/taj  
Enclosure

EXHIBIT A

Sixty-eight (68) 100 ton 3420 cubic foot capacity open top  
hoppers, built by Greenville and bearing reporting marks as  
follows:

CAR NUMBERS

CAR NUMBER

DJJX 3906	DJJX 4033
DJJX 3907	DJJX 4034
DJJX 3908	DJJX 4039
DJJX 3911	DJJX 4040
DJJX 3912	DJJX 4041
DJJX 3913	DJJX 4043
DJJX 3918	DJJX 4044
DJJX 3932	DJJX 4048
DJJX 3934	DJJX 4051
DJJX 3942	DJJX 4053
DJJX 3947	DJJX 4055
DJJX 3950	DJJX 4057
DJJX 3961	DJJX 4058
DJJX 3962	DJJX 4059
DJJX 3966	DJJX 4062
DJJX 3967	DJJX 4069
DJJX 3979	DJJX 4071
DJJX 3980	DJJX 4072
DJJX 3983	DJJX 4073
DJJX 3988	DJJX 4077
DJJX 3991	DJJX 4078
DJJX 3996	DJJX 4081
DJJX 3997	DJJX 4085
DJJX 3998	DJJX 4087
DJJX 4004	DJJX 4089
DJJX 4007	DJJX 4090
DJJX 4013	DJJX 4097
DJJX 4014	DJJX 4098
DJJX 4015	DJJX 4101
DJJX 4017	DJJX 4106
DJJX 4019	DJJX 4109
DJJX 4024	DJJX 4111
DJJX 4028	DJJX 4112
DJJX 4031	DJJX 4113

**Interstate Commerce Commission**  
Washington, D.C. 20423

3/7/94

OFFICE OF THE SECRETARY

Philip F. Schultz Esq.  
Taft, Stettinius & Hollister  
1800 Star Bank Center  
425 Wlanut Street  
Cincinnati, OH. 45202-3957

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 2/28/93 at 2:30pm, and assigned  
recordation number(s). 18292-A & 18723

Sincerely yours,

Secretary  
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

FEB 28 1994-2 30 PM

AMENDMENT TO RAILROAD EQUIPMENT LEASE

INTERSTATE COMMERCE COMMISSION

This Amendment to the Railroad Equipment Lease (the "Amendment"), is entered into this 1st day of October, 1993, by and between The David J. Joseph Company, a Delaware corporation (hereinafter referred to as "Lessor") and the Delaware and Hudson Railway Company, Inc., a Delaware corporation (hereinafter referred to as "Lessee") amending that certain Open Top Hopper Letter Agreement (the "Lease") dated April 27, 1993 and that certain Amendment to Railroad Equipment Lease dated May 26, 1993 (the "Amendment"), by and between Lessor and Lessee covering the sixty-eight (68) railcars identified on Exhibit A attached (the "Cars").

WHEREAS, the parties desire to amend the Lease to extend the Lease expiration date to [REDACTED] for all sixty-eight (68) Cars, which are the subject of the Lease.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

The Lease is amended by extending the Lease expiration date to [REDACTED], for all Cars which are subject to this Lease. All other terms and conditions of the Lease and Amendment remain unchanged and in full force and effect.

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

LESSOR

THE DAVID J. JOSEPH COMPANY

BY: James H. Goetz

NAME: JAMES H. GOETZ

TITLE: DIVISION VICE PRESIDENT

Signed and acknowledged in the presence of:

Kinda M Baughman

Jo Ann Beems

LESSEE

DELAWARE AND HUDSON RAILWAY COMPANY, INC.

BY: J.D. Gilmore

NAME: J.D. Gilmore

TITLE: President

Signed and acknowledged in the presence of:

Richard H. Muehlhoff

Dyane P. Smith

STATE OF OHIO                    )  
  )  
COUNTY OF HAMILTON            )            SS:

The foregoing instrument was acknowledged before me this 1st day of October, 1993, by James H. Goetz, the Divisional Vice President of The David J. Joseph Company, a Delaware corporation, on behalf of the Corporation.

Carolyn A. Trainor  
Notary Public

CAROLYN A. TRAINOR  
Notary Public, State of Ohio  
My Commission Expires March 14, 1998

STATE OF New York            )  
  )  
COUNTY OF Saratoga         )            SS:

The foregoing instrument was acknowledged before me this 2nd day of February, 1994, by Paul D. Gilmore, the President of Delaware and Hudson Railway Company, Inc., a Delaware corporation, on behalf of the Corporation.

Madelyn C Sisto  
Notary Public

MADELYN C SISTO  
Notary Public, State of New York  
Qualified in Saratoga County  
No 4811749  
Commission Expires 3/31/94

EXHIBIT A

Sixty-eight (68) 100 ton 3420 cubic foot capacity open top  
hoppers, built by Greenville and bearing reporting marks as  
follows:

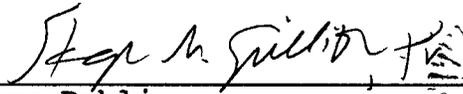
CAR NUMBERS

CAR NUMBER

DJJX 3906	DJJX 4033
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DJJX 3998	DJJX 4087
DJJX 4004	DJJX 4089
DJJX 4007	DJJX 4090
DJJX 4013	DJJX 4097
DJJX 4014	DJJX 4098
DJJX 4015	DJJX 4101
DJJX 4017	DJJX 4106
DJJX 4019	DJJX 4109
DJJX 4024	DJJX 4111
DJJX 4028	DJJX 4112
DJJX 4031	DJJX 4113

CERTIFICATE

The undersigned, Stephen M. Griffith, Jr., a notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.

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

STEPHEN M. GRIFFITH, JR., Attorney at Law  
NOTARY PUBLIC - STATE OF OHIO  
My Commission has no expiration  
date. Section 147.03 O.R.C.