

LAW OFFICES

MILES & STOCKBRIDGE
10 LIGHT STREET
BALTIMORE, MARYLAND 21202

22 WEST JEFFERSON STREET
ROCKVILLE, MARYLAND 20850

600 WASHINGTON AVENUE
TOWSON, MARYLAND 21204

1701 PENNSYLVANIA AVENUE, N.W.
WASHINGTON, D.C. 20006

101 BAY STREET
EASTON, MARYLAND 21601

11360 RANDOM HILLS ROAD
FAIRFAX, VIRGINIA 22030

30 WEST PATRICK STREET
FREDERICK, MARYLAND 21701

TELEPHONE 301-727-6464
FAX 301-385-3700

18410

3-267A054

SEP 24 1993 - 1 10 PM

September 23, 1993

INTERSTATE COMMERCE COMMISSION

18410

VIA FEDERAL EXPRESS

SEP 24 1993 1:10 PM

Interstate Commerce Commission
12th and Constitution Avenues, N.W. INTERSTATE COMMERCE COMMISSION
Washington, D.C. 20423

RECEIVED
OFFICE OF THE
SECRETARY
SEP 24 1 05 PM '93
LICENSING BRANCH

Attention: Mildred Lee, Recording Clerk -
Room 2303

RE: Lease Agreement by and between The First
National Bank of Maryland, as Lessor and
Union Pacific Railroad Company, as Lessee

Dear Ms. Lee:

Enclosed please find one (1) executed original and one (1)
notarized copy of each of the following documents for the above-
referenced matter:

- 1) Memorandum of Lease Agreement between The First National Bank of Maryland (whose address is 25 South Charles Street, 15th Floor Baltimore, Maryland 21202), and Union Pacific Railroad Company (whose addresses are Martin Tower Eighth and Eaton Avenues Bethlehem, Pennsylvania 18108; and 1416 Dodge Street Omaha, Nebraska 68179) and;
- 2) Warranty Bill of Sale with Union Pacific Railroad Company (whose addresses are listed above) as the Seller.

Please record each of these documents among the records of the Interstate Commerce Commission. I have enclosed a check in the amount of \$32.00 to cover the costs of recordation.

MILES & STOCKBRIDGE

Page 2
September 23, 1993
Interstate Commerce Commission

Once the documents have been recorded, please return the originals to:

John A. Stalfort, Esquire
Miles & Stockbridge
10 Light Street
Baltimore, Maryland 21202

If you have any questions, please contact me immediately at (410) 385-3658. Thank you for your assistance in this matter.

Sincerely,



Tracey S. Little
Legal Assistant

Enclosures

Interstate Commerce Commission

Washington, D.C. 20423

9/27/93

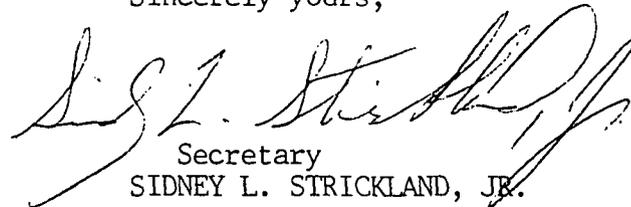
OFFICE OF THE SECRETARY

John A. Stalfort, Esq.
Miles & Stockbridge
10 Light Street
Baltimore, Maryland 21207

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 _____ at _____, and assigned
recording number(s). ^{9/24/93} 1:10pm
18410 & 18410-A

Sincerely yours,


Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

276.100

18410

SEP 24 1993 - 1 12 PM

INTESTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

THE FIRST NATIONAL BANK OF MARYLAND ("LESSOR")

AND

UNION PACIFIC RAILROAD COMPANY ("LESSEE")

September 23, 1993

MEMORANDUM OF LEASE AGREEMENT made and entered into as of September 23, 1993 by and between THE FIRST NATIONAL BANK OF MARYLAND, a national banking association ("Lessor") and UNION PACIFIC RAILROAD COMPANY, a Utah corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor 115 intermodal tank containers described on Schedule A attached hereto.

2. The Lease Agreement of even date herewith (the "Lease Agreement") by and between Lessor and Lessee shall be effective as of the date first set forth hereinabove and shall be subject to the Lease Term, as defined in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

THE FIRST NATIONAL BANK OF MARYLAND

By: 
Name: Paul M. Leand, Jr.
Title: AVP

UNION PACIFIC RAILROAD COMPANY

By: 
Name: Carl von Bernuth
Title: Vice President

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY, that on this 26th day of September, 1993, before me, the undersigned, a Notary Public of the State of Maryland, personally appeared Paul M. Leand, Jr., the Asst. Vice President of The First National Bank of Maryland, a national banking association, known (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that he/she executed the same for the purposes therein contained as the duly authorized Asst. Vice Pres. of said Bank by signing the name of the Bank by himself/herself as Asst. Vice Pres..

AS WITNESS my hand and Notarial Seal.


Notary Public

(SEAL)

My Commission Expires: 2/5/95

Roger Weaver, Notary Public
State of Maryland

COMMONWEALTH OF PENNSYLVANIA, COUNTY OF LEHIGH, TO WIT:

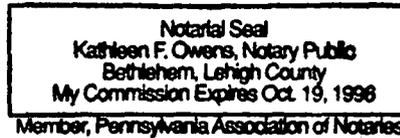
I HEREBY CERTIFY, that on this 20TH day of September, 1993, before me, the undersigned, a Notary Public of the Commonwealth of Pennsylvania, personally appeared Carl von Bernuth, who acknowledged himself/herself to be the Vice President of Union Pacific Railroad Company, a Utah corporation, known (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that he/she executed the same for the purposes therein contained as the duly authorized Vice President of said corporation by signing the name of the corporation by himself/herself as Vice President.

AS WITNESS my hand and Notarial Seal.

Kathleen F. Owens
Notary Public

(SEAL)

My Commission Expires:



A:FN130903.MEM/UnionPacific1/cmr

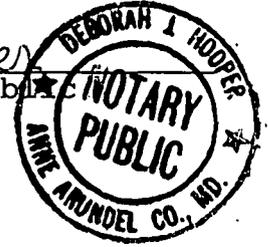
SCHEDULE A

<u>No. of Units</u>	<u>Description</u>	<u>Road/Serial Numbers</u>
115	Intermodal Tank Containers	530001-530077, inclusive 580001-580003, inclusive 630001-630015, inclusive 660341, 660345, 660347 - 660364, inclusive

I HEREBY CERTIFY that the attached Memorandum of Lease Agreement is a true and complete copy of said Memorandum of Lease Agreement.

AS WITNESS my hand and Notarial Seal.

Deborah J. Hooper
Notary Public



My Commission Expires: 7-27-94