



The Atchison, Topeka and Santa Fe Railway Company



700 East Golf Road
Schaumburg, Illinois 60173-5860

Direct Dial: (708) 995-6819
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RECORDATION NO. 18431-A FILED 1425

DEC 13 1993 - 11 20 AM

INTERSTATE COMMERCE COMMISSION

PLEASE STAMP AND RETURN TO SANTA FE

0100065023

December 10, 1993

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, DC 20423

Re: The Atchison, Topeka and Santa Fe Railway Company
Termination of Interim User Agreement with General
Electric Company Dated December 13, 1993

Dear Mr. Strickland:

Enclosed herewith please find an original and one (1) counterpart of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Termination of Interim User Agreement, a secondary document, dated as of December 13, 1993. The primary document to which this document is connected is recorded under Recordation No. 18431.

The name and addresses of the parties to this document are:

Lessor:

General Electric Company
2901 East Lake Road
Erie, Pennsylvania 16531

Lessee:

The Atchison, Topeka and Santa Fe Railway Company
1700 East Golf Road
Schaumburg, Illinois 60173-5860

Handwritten signatures and initials on the left margin.

Vertical stamp or markings on the right side of the page.

Mr. Sidney L. Strickland, Jr.
December 10, 1993
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The equipment covered by the Termination of Interim User Agreement consists of twenty-five (25) General Electric Diesel Locomotives, bearing Road Nos. 927 to 951, inclusive.

For the convenience of the parties, I have enclosed one (1) additional counterpart of the Termination of Interim User Agreement, which I would like to have returned to me bearing the recordation information.

Enclosed please find Check No. 3842, dated December 10, 1993 for the amount of \$18.00 for payment for the Commission's prescribed recordation fee.

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

Secondary Document

Termination of Interim User Agreement dated December 13, 1993, pertaining to Interim User Agreement dated as of August 1, 1993, filed with the Interstate Commerce Commission on October 12, 1993, Recordation No. 18431, terminating the Interim User Agreement relating to twenty-five (25) General Electric Diesel Locomotives, bearing Road Nos. 927 to 951, inclusive.

If you have any questions or comments concerning this request, please do not hesitate to contact me.

Very truly yours,



Craig N. Smetko
General Attorney

CNS:imm
Enclosures

cc: Michael J. Baughman, Esq.

DEC 13 1993 - 11 20 AM

TERMINATION OF INTERIM USER AGREEMENT

INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF INTERIM USER AGREEMENT, made the 13th day of December, 1993 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 August 1, 1993 (the "Lease"), which Lease was duly filed for recordation with the Interstate Commerce Commission (the "ICC") pursuant to 49 U.S.C. Section 11303, on October 12, 1993, at 12:35 p.m. and given Recordation Number 18431; and

WHEREAS, GE and Railroad desire to terminate and cancel the Lease and to record such termination and cancellation with the ICC;

NOW THEREFORE, in consideration of the promises 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 Lease, effective December 13, 1993.
2. The parties agree to record this Termination of Interim User Agreement with the ICC so as to release GE's lien against the Locomotives which are the subject of the Lease.

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

ATTEST:

Craig N. Smetko
CRAIG N. SMETKO
ASSISTANT SECRETARY

THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY

By: Steve Vollmer
Title Avp-Finance

ATTEST:

M. H. Baughman
M. H. Baughman, Attesting Secretary

GENERAL ELECTRIC COMPANY

By: D. B. Tucker
D. B. Tucker, General Manager
North American Locomotive
Marketing/Sales/Service Operation

Commonwealth of Pennsylvania }
County of Erie }

On this 13th day of December, 1993, before me personally appeared D. B. Tucker, to me personally known, who, being duly sworn, did say that he is General Manager, North American Locomotive Marketing/Sales/Service 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.

Carol A. Wenlen

My commission expires:

Notary Seal Carol A. Wenlen Notary Public Lawrence Park Twp Erie County My Commission Expires Dec 12, 1994

 Notary Public

State of ILLINOIS }
County of COOK }

On this 10 day of December, 1993, before me personally appeared STEVE VOLLMER, to me personally known, who, being duly sworn, did say that he is AVP-
FINANCE 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:

" OFFICIAL SEAL "
LOIS M MELKOVITZ
NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXPIRES 3/24/96