

Catherine Stiglich  
Assistant Vice President  
Operations

The CIT Group/  
Capital Financing, Inc.  
270 Park Avenue  
New York, NY 10017  
212 270-2694  
Fax 212 270-6853



FEDERAL EXPRESS

RECORDATION NO. 7705-B FILED 1990

MAY 21 1990 -9 30 AM

INTERSTATE COMMERCE COMMISSION

0-141A001

May 17, 1990

Mrs. Mildred Lee  
Interstate Commerce Commission  
12th and Constitution Avenue, NW, Rm. 2303  
Washington, DC 20423

Re: Extension of Lease of Railroad Equipment  
entered into between Appalachian Power Company,  
as Lessee and The CIT Group/Equipment  
Financing, Inc., formerly C.I.T. Corporation,  
as Lessor

Dear Mrs. Lee:

Enclosed please find two originally executed and notarized forms of Extended Term of Lease of Railroad Equipment, originally filed with the Interstate Commerce Commission on November 11, 1974 at 3:20 p.m., assigned recordation number 7705. I request that you record the enclosed lease extension. I have enclosed a check for \$15.00 to cover the filing fee.

Please return one of the stamped recorded Lease Extensions to the address noted above. Should you require any additional information, please call me at (212) 270-2694.

Very truly yours,

  
Catherine Stiglich

CS:tp  
Enclosure

cc: I. Finkelson

A company of  
Dai-ichi Kangyo Bank and  
Manufacturers Hanover

Interstate Commerce Commission  
Washington, D.C. 20423

5/31/90

OFFICE OF THE SECRETARY

Catherine Stiglich  
The CIT Group  
Capital Financing Inc.  
270 Park Avenue  
New York, N.Y. 10017

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 5/21/90 at 9:30am and assigned recordation number(s). 7705-B & 7915-C

Sincerely yours,



Noreta R. McGee  
Secretary

Enclosure(s)

Appalacian Power Company  
P.O. Box 16631  
Columbus, OH 43216-6631

EXTENDED TERM OF LEASE OF RAILROAD EQUIPMENT

The CIT Group/Equipment Financing, Inc.  
270 Park Avenue  
New York, New York 10017

Attention: Catherine Stiglich  
Assistant Vice President

77055B  
RECORDATION NO. \_\_\_\_\_ FILED 1990

MAY 21 1990 - 9 30 AM

INTERSTATE COMMERCE COMMISSION

Gentlemen:

Pursuant to the provisions of Section 13 of that certain Lease of Railroad Equipment, dated as of October 15, 1974 (the Lease), by and between The CIT Group/Equipment Financing, Inc. formerly C.I.T. Corporation as Lessor, and Appalacian Power Company (APL) as Lessee, APL exercised its option contained in said Section 13 to extend the term of the Lease for a period of five years commencing January 2, 1990, with respect to the Units of railroad equipment described on the attached Exhibit "A" hereto. The rental during this first extended term shall be payable in twenty quarterly payments, each in an amount equal to 1.597% of the Purchase Price of such Units, on January 2, April 2, July 2 and October 2 in each year of this extended term, commencing April 2, 1990. APL expressly reserves the additional renewal options set forth in said Section 13. All other provisions of the Lease shall remain in full force and effect during this first extended term. All capitalized terms used herein shall have the meanings assigned to them in the lease.

APPALACIAN POWER COMPANY, LESSEE

ATTEST:  
By *K. Hunt. Cur*  
Title *Assistant Secretary*

By *[Signature]*  
Title *Vice President*

(Corporate Seal)

The CIT Group/Equipment Financing, Inc. formerly C.I.T. Corporation hereby agrees to the provisions of the first extended term, as set forth above, as of this *2nd* day of *January* 1990.

THE CIT GROUP/EQUIPMENT FINANCING, INC.  
formerly C.I.T. CORPORATION, LESSOR

By *Catherine Stiglich*  
Title *AVP*

By *[Signature]*  
Title *SVP*

(Corporate Seal)



STATE OF )  
 )ss:  
COUNTY OF )

On this 11th day of April, 1990, before me personally appeared G.P. Muloney, to me personally known who, being by me duly sworn, says that he is Vice President, of Appalachian Power Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, 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.

(Notarial Seal)

John M Adams Jr.  
Notary Public

My commission expires on \_\_\_\_\_

JOHN M. ADAMS JR., Attorney-At-Law  
NOTARY PUBLIC, STATE OF OHIO  
My commission has no expiration date.  
Section 147.03 R.C.

STATE OF New York )  
 )ss:  
COUNTY OF New York )

On this 2nd day of April 1990, before me personally appeared W.S. Parsley, to me personally known who, being by me duly sworn, says that his is the Senior Vice President of The CIT Group/Equipment Financing, Inc., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, 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 as the free act and deed of said corporation.

(Notarial Seal)

Patricia Rosenberg  
Notary Public

My commission expires on \_\_\_\_\_

PATRICIA ROSENBERG  
Notary Public, State of New York  
No. 4769477  
Qualified in Kings County  
Commission Expires Feb. 23, 1991

EXHIBIT "A"

Definitive Listing of 731 Triple Hopper Coal Cars under  
Lease of Railroad Equipment dated as of October 15, 1974,  
as extended AEPX1-750, inclusive

AEPX 1 - 79, inclusive  
AEPX 81 - 108, inclusive  
AEPX 110 - 139, inclusive  
AEPX 141 - 152, inclusive  
AEPX 154 - 210, inclusive  
AEPX 212 - 240, inclusive  
AEPX 242 - 286, inclusive  
AEPX 288 - 289, inclusive  
AEPX 291 - 292, inclusive  
AEPX 294 - 306, inclusive  
AEPX 308 - 342, inclusive  
AEPX 344 - 488, inclusive  
AEPX 490 - 619, inclusive  
AEPX 621 - 643, inclusive  
AEPX 645 - 663, inclusive  
AEPX 666 - 667, inclusive  
AEPX 668 - 701, inclusive  
AEPX 703 - 714, inclusive  
AEPX 716 - 718, inclusive  
AEPX 720 - 750, inclusive

Schedule of Quarterly Rental Payments by Appalacian Power Company Lessee,  
to The CIT Group/Equipment Financing, Inc. formerly C.I.T. Corporation Lessor, under  
lease of Railroad Equipment dated as of October 15, 1974, as extended, pursuant to  
Section 13 of the Lease, covering 731 Bethlehem Steel Triple Hopper Coal Cars

<u>Equipment</u>	<u>Series Nos.</u>	<u>Units</u>	<u>Total Original Cost</u>
4,000 cu. ft. triple hopper coal cars	AEPX1-750 (*)	731	\$19,097,991.55

(\*) Not consecutive. Definitive Listing Attached.

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<u>Payment Number</u>	<u>Date Due</u>	<u>Amount (A)</u>	<u>Casualty Value</u>
21	April 2, 1990	\$304,994.93	15
22	July 2, 1990	\$304,994.93	15
23	October 2, 1990	\$304,994.93	15
24	January 2, 1991	\$304,994.93	15
25	April 2, 1991	\$304,994.93	15
26	July 2, 1991	\$304,994.93	15
27	October 2, 1991	\$304,994.93	15
28	January 2, 1992	\$304,994.93	15
29	April 2, 1992	\$304,994.93	15
30	July 2, 1992	\$304,994.93	15
31	October 2, 1992	\$304,994.93	15
32	January 2, 1993	\$304,994.93	15
33	April 2, 1993	\$304,994.93	15
34	July 2, 1993	\$304,994.93	15
35	October 2, 1993	\$304,994.93	15
36	January 2, 1994	\$304,994.93	15
37	April 2, 1994	\$304,994.93	15
38	July 2, 1994	\$304,994.93	15
39	October 2, 1994	\$304,994.93	15
40	January 2, 1995	\$304,994.93	15

(A) Rentals based on 1.597% of the Purchase Cost for twenty (20) quarterly payments,  
subject to adjustments for Casualty Occurrences pursuant to Section 7 of the Lease.

Approved:

THE CIT GROUP/EQUIPMENT FINANCING, INC.  
formerly C.I.T. CORPORATION

By   
Title SVR

Approved:

APPALACIAN POWER COMPANY

By   
Title Vice President

EXHIBIT "A"

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