

**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  
SUITE 1000 — 33 NORTH HIGH STREET  
COLUMBUS, OHIO 43215-3022  
614-221-2838  
FAX: 614-221-2007

May 18, 1992

COVINGTON, KENTUCKY OFFICE  
SUITE 340 — 1717 DIXIE HIGHWAY  
COVINGTON, KENTUCKY 41011-2783  
606-331-2838  
513-381-2838  
FAX: 513-381-6613

**CERTIFIED MAIL  
RETURN RECEIPT REQUESTED**

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

8805-A  
REGISTRATION NO. 88143

MAY 18 1992 4 50 PM  
INTERSTATE COMMERCE COMMISSION

2-140A003

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 a Lease Agreement Termination, a secondary document, dated April 8, 1992. The primary document to which this is connected is recorded under Recordation No. 8805. We request that this termination be cross indexed.

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

- LESSOR: The David J. Joseph Company  
300 Pike Street  
Cincinnati, Ohio 45202
- LESSEE: Greenlease Holding Company  
c/o Ampco Pittsburgh Corporation  
600 Grant Street, Suite 4600  
Pittsburgh, PA 15219

The equipment covered by the enclosed document is one hundred (100) all steel, 100 ton twin ballast railroad cars bearing the reporting marks MILW 341450 through MILW 341549, inclusive.

A fee of \$16.00 is enclosed. Please return the original executed copy of the enclosed document to:

MAY 18 1992 4 50 PM '92

Interstate Commerce Commission  
May 18, 1992  
Page 2

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:

Lease Agreement Termination from Greenlease Holding Company, c/o Ampco Pittsburgh Corporation, 600 Grant Street, Suite 4600, Pittsburgh, PA 15219 to The David J. Joseph Company, 300 Pike Street, Cincinnati, Ohio 45202 dated April 8, 1992 and covering one hundred (100) all steel, 100 ton twin ballast railroad cars bearing the reporting marks MILW 341450 through MILW 341549, inclusive.

Please call me if you should have any questions.

Yours truly,



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

PFS/bv  
Enclosure

1ccpa2.djj

APPENDIX A

**LEASE AGREEMENT TERMINATION**

(For the lease dated April 1, 1977 between  
The David J. Joseph Company and Greenlease Holding Company)

One hundred (100) all steel, 100 ton twin ballast railroad cars  
bearing reporting marks as follows:

MILW 341450 - MILW 341549, inclusive

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

5/19/92

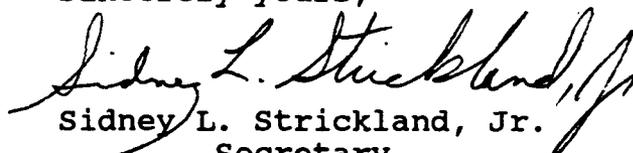
OFFICE OF THE SECRETARY

Philip F. Schultz, Esq.  
Taft, Stettinius, & Hollister  
1800 Star Bank Center  
425 Walnut Street  
Cincinnati, Ohio 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 5/18/92 at 4:50pm, and assigned recordation number(s) 8805-D, 9006-E, 9014-D, 17799, 17800 & 17801, 17731-A

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

8805-D  
RECORDED BY                      FILED IN                     

MAY 18 1992 -4 50 PM

INTERSTATE COMMERCE COMMISSION

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.

*Stephen M. Griffith, Jr.*

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

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

8805-D  
INDEX

MAY 18 1992 - 4 50 PM

INTERSTATE COMMERCE COMMISSION

**LEASE AGREEMENT TERMINATION**

This Lease Agreement Termination (the "Agreement") terminates that certain Equipment Lease, dated April 1, 1977 (the "Lease") between The David J. Joseph Company, successor to BT Equipment Leasing, Inc., as lessor (the "Lessor") and Greenlease Holding Company, successor to Greenville Steel Car Company, as lessee (the "Lessee"), with respect to those certain ballast railroad cars listed in EXHIBIT A hereto (hereinafter referred to as the "Equipment").

WHEREAS, Lessor and Lessee executed the Lease, dated April 1, 1977, relating to the Equipment described in EXHIBIT A hereto;

WHEREAS, the Lease was duly filed for recordation with the Interstate Commerce Commission ("ICC") on May 2, 1977 with recordation number 8805;

WHEREAS, all interest, including, but not limited to possessory, ownership, or leasehold interest, of the Lessee, its successors and assigns in the Equipment has been terminated effective December 1, 1991;

WHEREAS, Lessor and Lessee desire to terminate and cancel the Lease with respect to the Equipment and to record this termination and cancellation;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Lessor and Lessee agree as follows:

1. All interest, including, but not limited to possessory, ownership, or leasehold interest, of the Lessee, its successors, and assigns in the Equipment has been terminated, effective December 1, 1991.
2. Lessor and Lessee hereby terminate and cancel the Lease, with respect to the Equipment.
3. The parties agree to record this Agreement with the ICC so as to release the lien against the Equipment constituted by the Lease.
4. This Agreement may be executed by the parties hereto in one or more counterparts (or upon separate signature pages bound together in one or more counterparts) which shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, Lessor and Lessee have each caused this Agreement to be duly executed by their authorized officers as of this 8th day of April, 1992.

WITNESS:

Susan L. Hardinburgh  
LK Burt

THE DAVID A. JOSEPH COMPANY (LESSOR)

BY: D. J. McKie

TITLE: VICE PRESIDENT

WITNESS:

Therrie M. Caruso  
Caroline B. Lodge

GREENLEASE HOLDING COMPANY (LESSEE)

BY: Grant T. Smith

TITLE: Vice President Industrial Relations  
& Senior Counsel

**LEASE AGREEMENT TERMINATION**

**EXHIBIT A**

(For the lease dated April 1, 1977 between  
The David J. Joseph Company and Greenlease Holding Company)

One hundred (100) all steel, 100 ton twin ballast railroad cars  
bearing reporting marks as follows:

MILW 341450 - MILW 341549, inclusive

COMMONWEALTH  
STATE OF PENNSYLVANIA )  
COUNTY OF ALLEGHENY ) SS:

On this 10th day of April, 1992, before me the  
subscriber, Sharon L. Connolly, a Notary Public, duly  
commissioned, qualified and acting, within and for said County and  
State, appeared in person the within named Robert F. Schultz

to me personally known, who stated and acknowledged that he is the  
Vice President Industrial  
Relations & Senior Counsel of Greenlease Holding Company,  
(title) (company)

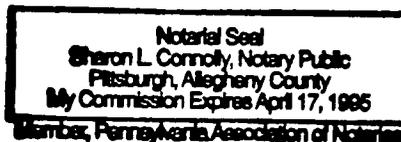
a Pennsylvania corporation, and duly authorized by  
(state)

authority of the Board of Directors or by-laws of said corporation  
in his capacity as such officer to execute and acknowledge the  
foregoing instrument for and in the name and on behalf of said  
corporation and further stated and acknowledged that he has so  
signed, executed and delivered the foregoing instrument as the free  
and voluntary act and deed of said corporation, for the considera-  
tion, uses and purposes therein mentioned and set forth and desired  
that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal  
this 10th day of April, 1992.

Sharon L. Connolly  
(Notary Signature)

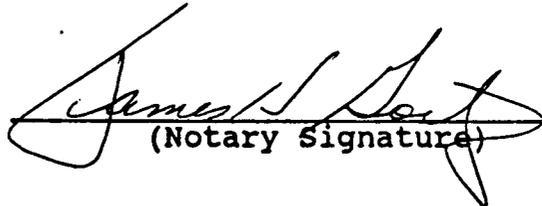
My commission expires:



STATE OF OHIO            )  
                                  ) SS:  
COUNTY OF HAMILTON)

On this 8<sup>th</sup> day of April, 1992, before me the subscriber, JAMES H. GOETZ, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named DOUGLAS F. McMillan to me personally known, who stated and acknowledged that he is the VICE PRESIDENT of The David J. Joseph Company, a Delaware corporation, and duly authorized by authority of the Board of Directors or by-laws of said corporation in his capacity as such officer to execute and acknowledge the foregoing instrument for and in the name and on behalf of said corporation and further stated and acknowledged that he has so signed, executed and delivered the foregoing instrument as the free and voluntary act and deed of said corporation, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 8<sup>th</sup> day of April, 1992.

  
(Notary Signature)

My commission expires:  
JAMES H. GOETZ  
Notary Public, State of Ohio  
My Commission Expires July 19, 1995