

RECORDATION NO. 21907-F FILED

NOV 1 '00 2-57 PM
TS
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1600 K STREET, NW
SUITE 200
WASHINGTON, D.C.
20006-2973

(202) 393-2266
FAX (202) 393-2156

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

November 1, 2000

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies of a Schedule 7 to Master Rail Equipment Lease Agreement, dated November 1, 2000, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease which was previously filed with the Board under Recordation Number 21907.

The names and addresses of the parties to the enclosed document are:

Lessor: SunTrust Leasing Corporation,
Assignee of
BNY Capital Resources Corporation
120 East Baltimore Street
Baltimore, MD 21202

Lessee: Englehard Corporation
101 Wood Avenue
Iselin, NJ 08830

A description of the railroad equipment covered by the enclosed schedule is:

Sixty-five (65) tank railcars within the series ENGX 15233 - ENGX 15414

Mr. Vernon A. Williams
November 1, 2000
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A short summary of the schedule to appear in the index follows:

Schedule 7 to Master Lease between SunTrust Leasing Corporation, Assignee of BNY Capital Resources, Lessor, and Englehard Corporation, Lessee, covering sixty-five (65) tank railcars within the series ENGX 15233 - ENGX 15414.

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

NOV 1 '00 2:57 PM

SCHEDULE 7

SURFACE TRANSPORTATION BOARD

Lessor: SunTrust Leasing Corporation, as Assignee of BNY Capital Resources Corporation

Lessee: Engelhard Corporation

Master Rail Equipment Lease Agreement No. 2819001 dated as of September 17, 1998 (the "Agreement"), a Memorandum of Lease of which was recorded with the Surface Transportation Board under Recordation Number 21907, assigned to SunTrust Leasing Corporation to the extent incorporated in Schedule 6 by reference.

Schedule 7 dated as of November 1, 2000 (the "Schedule")

1. **Definitions.** Capitalized terms used in this Schedule and not defined herein have the meanings assigned to such terms in the Agreement.

2. **Description of Equipment.**

<u>Quantity</u>	<u>Manufacturer</u>	<u>Description</u>	<u>Serial No.</u>	<u>Cost</u>
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Various new railcar equipment. See Exhibit A attached hereto for complete description.

Accepted as of the date written above.

SunTrust Leasing Corporation
(Lessor)

Engelhard Corporation
(Lessee)

By: 
Title: SECRETARY

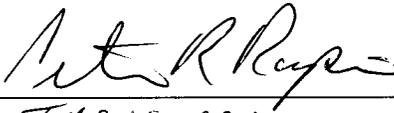
By: 
Title: TREASURER

EXHIBIT A

Description of Equipment:

ACF 100 TRB, AAR 211A100W1, 15,800 gallon, non-coiled insulated tank cars,
Lettered ENGX , Including lining, paint, and freight

<u>Car Number</u>	<u>Car Number</u>
15233	15383
15295	15384
15310	15385
15311	15386
15335	15387
15338	15388
15339	15389
15340	15390
15343	15391
15345	15392
15346	15393
15347	15394
15350	15395
15353	15396
15355	15397
15356	15398
15357	15399
15358	15400
15359	15401
15360	15402
15362	15403
15363	15404
15366	15405
15367	15406
15370	15407
15374	15408
15375	15409
15377	15410
15378	15411
15379	15412
15380	15413
15381	15414
15382	

