



**Joseph Transportation Services, Inc.**  
*a subsidiary of Joseph Transportation*



July 16, 2002

Ms. Taledia Stokes  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0001

RECORDATION NO. 23882-B FILED

JUL 19 '02 10:45 AM  
SURFACE TRANSPORTATION BOARD

Dear Ms. Stokes:

Please find enclosed, two (2) originals of the Amendment to Memorandum of Amendment No. 1 to Railroad Equipment Lease dated as of July 12, 2002, between the following parties:

- Lessee: Schuylkill Railcar, L.P.  
1058 Pennsylvania Ave.  
Harrisburg, PA 17111
- Lessor: Joseph Transportation Services, Inc.  
300 Pike Street  
Cincinnati, OH 45202

Please see exhibit A for the equipment, one (1) railcar, involved in this transaction.

This filing is to appear in the index as follows: Amendment to Memorandum of Amendment No. 1 to Railroad Equipment Lease dated as of July 12, 2002 related to one (1) railcar bearing reporting marks DLWR 7042.

Please file this as a secondary document under the Recordation Number 23882-B, as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 23882 and 23882-A.

The filing fee for this document in the amount of \$30.00 is included on the enclosed check No. 17717 which was previously cashed by the Surface Transportation Board as indicated by the enclosed copy of the check. The check was sent to the STB in error without any documents attached for filing. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 929-4500, ext. 4239.

Sincerely,

Joseph Transportation Services, Inc.

Julie M. Woodard  
Documentation Coordinator

Enclosures

Corporate Offices: 300 Pike Street, Cincinnati, OH 45202-4222  
Mail Address: P.O. Box 1077, Cincinnati, OH 45201-1077  
513-929-4500 FAX 513-345-4375

**AMENDMENT TO  
MEMORANDUM OF  
AMENDMENT NO. 1 TO  
RAILROAD EQUIPMENT LEASE**



This **AMENDMENT TO MEMORANDUM OF AMENDMENT NO. 1 TO THE RAILROAD EQUIPMENT LEASE** ("Memorandum of Amendment No. 1") entered into this 12<sup>th</sup> day of July, 2002, is intended to evidence the amendment dated as of May 1, 2002 (the "Amendment No. 1"), between **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **SCHUYLKILL RAILCAR, L.P.**, a Pennsylvania limited partnership ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the replacement locomotive described in Exhibit A attached hereto (the "Replacement Unit"). Lessee is renting from Lessor the Replacement Unit at the rentals and upon the terms and conditions provided in the Lease.

**FURTHER**, the Memorandum of Railroad Equipment Lease (the "Memorandum of Lease") between Lessor and Lessee, was duly filed with the Surface Transportation Board ("STB") on February 27, 2002, with Recordation No. 23882, and the Memorandum of Lease Amendment No. 1 was also duly filed with the STB on June 20, 2002 with Recordation No. 23882-A. This Amendment to Memorandum of Amendment No. 1 should receive Recordation No. 23882-B.

**IN WITNESS WHEREOF**, Lessor, pursuant to due corporate authority, executes this Amendment to Memorandum of Amendment No. 1 on the date indicated below its signature.

**LESSOR**

**JOSEPH TRANSPORTATION SERVICES, INC.**

By: *Paul J. J. [Signature]*

Title: President

Date: July 12, 2002

RECORDED & FILED  
**23882-B**  
JUL 12 2002 10:45 AM  
SURFACE TRANSPORTATION BOARD

STATE OF OHIO                    )  
  )  
COUNTY OF HAMILTON         )        SS:

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of July, 2002, by Paul G. Jantsch, the President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Angela Denise Watts  
Notary Public

**ANGELA DENISE WATTS**  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147.03 O.R.C.

**EXHIBIT A**

To the Amendment to Memorandum of Amendment No. 1 dated July 12, 2002, between Joseph Transportation Services, Inc. and Schuylkill Railcar, L.P.

**DESCRIPTION OF UNITS**

One (1) railcar bearing a reporting mark as follows:

DLWR 7042