

RECORDATION NO. 24316-A FILED

JUN 27 '03

1-57 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.  
20036  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL alvordlaw@aol.com

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

OF COUNSEL  
URBAN A. LESTER

June 27, 2003

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 two (2) copies of an Amendment No. 1 to Schedule No. 1 to Master Railcar Lease, dated June 23, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Schedule One and Memorandum of Railcar Lease previously filed with the Board under Recordation Number 24316.

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

Lessor:	C.I.T. Leasing Corporation 1211 Avenue of the Americas New York, NY 10036
Lessee:	The American Coal Company 153 Highway 7 South Powhatan Point, OH 43942

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

220 railcars corrected to read CEFX 44861 – CEFX 44980 and CEFX 45001 - CEFX 45100

Mr. Vernon A. Williams  
June 27, 2003  
Page Two

A short summary of the document to appear in the index follows:

Amendment No. 1 to Schedule No. 1 to Master Railcar Lease

Also enclosed is a check in the amount of \$30.00 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,

A handwritten signature in black ink, appearing to read "Alvord", with a stylized flourish extending to the right.

Robert W. Alvord

RWA/anr  
Enclosures

RECORDATION NO.

24316-A FILED

JUN 27 03

1-57 PM

SURFACE TRANSPORTATION BOARD

**AMENDMENT NO. 1 TO SCHEDULE NO. 01 TO MASTER RAILCAR LEASE  
BETWEEN C.I.T. LEASING CORPORATION AND  
THE AMERICAN COAL COMPANY**

This Amendment No. 1 ("Amendment"), dated as of June 23, 2003, modifies and amends Schedule No. 01 made as of December 9, 2002 ("Schedule One"), between C.I.T. Leasing Corporation ("Lessor") and The American Coal Company ("Lessee") to Master Railcar Lease, dated as of December 9, 2002 (the "Lease") to correct an inaccuracy in the description of railcars included thereunder.

WHEREAS Lessor and Lessee entered into Schedule One and a Memorandum of Railcar Lease filed with the Surface Transportation Board on February 4, 2003 as Recordation No. 24316;

WHEREAS pursuant to the Lease and Schedule One, Lessee and Lessor confirm that Schedule One covers two hundred and twenty (220) aluminum coal gondolas;

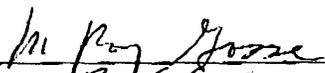
WHEREAS Lessor and Lessee confirm that the car marks and numbers in Schedule One are amended as herein provided.

NOW THEREFORE, in consideration of the foregoing, the mutual agreements, terms and conditions herein contained and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. The car marks and numbers originally set forth in Schedule A to Schedule One as CEFX 44861-45080, inclusive, are hereby deleted and the following car marks and numbers are inserted in lieu thereof: CEFX 44861-44980, inclusive, and CEFX 45001- 45100, inclusive. A revised Schedule A in the form attached hereto as Exhibit A ("Revised Schedule A"), shall be attached to Schedule One as amended hereby.
2. This Amendment shall be effective on and as of December 9, 2002.
3. Except as otherwise expressly provided herein, the Lease and Schedule One shall continue in full force and effect and all references to Schedule One shall mean Schedule One as amended hereby and all references in Schedule One to Schedule A shall mean Revised Schedule A.
4. The terms of this Amendment and all rights and obligations hereunder shall be governed by the laws of the State of New York without regard to New York's choice of law doctrine.
5. This Amendment may be executed in any number of counterparts, each of which shall be deemed an original and all of which together shall constitute a single instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed by their duly authorized officers as of the day and year first written above.

C.I.T. LEASING CORPORATION

By:   
Name: M. Roy Gosse  
Title: VICE PRESIDENT

THE AMERICAN COAL COMPANY

By:   
Name: Robert D. Moore  
Title: Treasurer

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

On this 17<sup>th</sup> of June, 2003, before me, a Notary Public in and for said County and State, personally appeared Ray Rowe, a Vice-President of C.I.T. Leasing Corporation, who acknowledged himself/herself to be a duly authorized officer of said corporation, and that, as such officer, being authorized to do so, s/he executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF I have hereunto set my hand and official seal on the date above mentioned.

Barbara Garner  
Notary Public

BARBARA GARNER  
Notary Public, State of New York  
No. 010A5066133  
Qualified in Nassau County  
Certificate filed in New York County  
Commission Expires Sept. 3, 2006

My commission expires:

STATE OF Ohio )  
 ) ss.:  
COUNTY OF Belmont )

On this 23<sup>rd</sup> of June, 2003, before me, a Notary Public in and for said County and State, personally appeared Robert D. Moore, a Treasurer of The American Coal Company, who acknowledged himself/herself to be a duly authorized officer of said corporation, and that, as such officer, being authorized to do so, s/he executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Barbara L. Rush  
Notary Public

My commission expires:



**BARBARA L. RUSH**  
NOTARY PUBLIC, STATE OF OHIO  
MY COMMISSION EXPIRES 9-01-04

EXHIBIT A

Revised Schedule A

<u>Quantity</u>	<u>Equipment Description</u>	<u>Car Marks and Numbers</u>
220	4,480 c.f. aluminum coal gondolas	CEFX 44861-44980, inclusive, and CEFX 45001- 45100, inclusive.