

JOHN D. HEFFNER, PLLC

1920 N St., N.W.

SUITE 800

WASHINGTON, D.C. 20036

(202) 263-4180

FAX (202) 296-3939

j.heffner@verizon.net

RECORDATION NO. 25336 FILED

DEC 08 '04 4-38 PM

SURFACE TRANSPORTATION BOARD

December 8, 2004

Hon. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423-0001
Attn: Equipment recordations

To Whom It May Concern:

I am enclosing for recordation pursuant to the provisions of 49 U.S.C. 11301 a Locomotive Lease Agreement dated October 20, 2004, a primary document under the Board's recordation regulations.

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

Lessor: National Railway Equipment Co.
P.O. Box 2270
Dixmoor, IL 61282

Lessee: Allegheny Valley Railroad Company
P.O. Box 127
Verona, PA 15147

A description of the railroad equipment covered by Lease Agreement is:

One EMD model SW-1500 switching locomotive
bearing road number NREX 2627

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

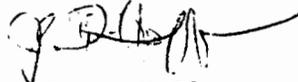
"Locomotive Lease Agreement"

Also enclosed is a check in the amount of \$32 payable to the Surface Transportation Board to cover the required recordation fee for the attached agreement.

Hon. Vernon A. Williams
December 8, 2004
Page two

Please date stamp and return to me one copy of the enclosed document.

Sincerely yours,

A handwritten signature in black ink, appearing to read "John D. Heffner", with a long horizontal flourish extending to the right.

John D. Heffner

Enclosure

cc: Robert Loewer, Esq.

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of October 20, 2004, by and between NATIONAL RAILWAY EQUIPMENT CO. ("Lessor"), and ALLEGHENY VALLEY RAILROAD COMPANY ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, Locomotive model(s) described herein.

Each locomotive is fully-described in a certain Lease Agreement dated as of October 20, 2004, (together with all of the riders, schedules and other attachments thereto, collectively, the "Lease"), each between Lessor and Lessee. A Schedule of the equipment is attached hereto.

2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.

The Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

LESSEE:

**ALLEGHENY VALLEY RAILROAD
COMPANY**

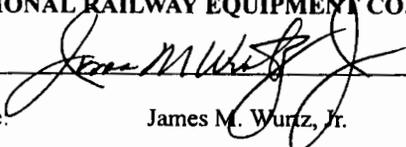
By: 

Name: Russell A. Peterson

Title: President

LESSOR:

NATIONAL RAILWAY EQUIPMENT CO.

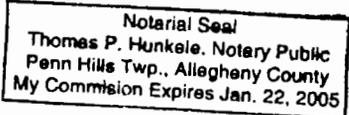
By: 

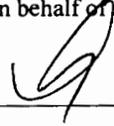
Name: James M. Wurtz, Jr.

Title: Vice President

STATE OF Pa)
)
COUNTY OF Allegheny) SS.

Russell A Peterson On this 15th day of November, 2004, before me appeared Peterson, the person who signed this instrument who acknowledged that (s) he is the President of Allegheny Valley Railroad and that, being duly authorized, (s) he signed such instrument as a free act on behalf of said corporation.

[Seal] 



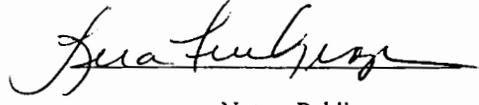
Notary Public

My Commission Expires:

STATE OF ILLINOIS)
)
COUNTY OF WILL) SS.

On this 15th day of November, 2004, before me appeared James M. Wurtz Jr., the person who signed this instrument who acknowledged that (s) he is an officer of NATIONAL RAILWAY EQUIPMENT CO. and that, being duly authorized, (s) he signed such instrument as a free act on behalf of said corporation.

[Seal] 



Notary Public

My Commission Expires:
12-30-06

SCHEDULE OF EQUIPMENT

Lessor: NATIONAL RAILWAY EQUIPMENT CO.

Lessee: ALLEGHENY VALLEY RAILROAD COMPANY

Approved by: _____
(Lessee to initial each page)

Attached to Bill of Sale dated: _____ Equipment Located at:
National Railway Equipment Co
Mt. Vernon, Illinois

Equipment Schedule No.: See Schedule "A"

<u>Manufacturer and/or Vendor Name & Invoice Number</u>	<u>Equipment Description</u>
National Railway Equipment Co.	EMD SW-1500 Switcher Locomotive

Surface Transportation Board

Recordation25261

Document10/27/2004

Filing Date/Time10/27/2004 03:45 PM

Date

TypeRailcar Lease Agreement

EDT

Hereafter Acquired Clause? No

Equipment DescriptionNineteen (19) sulphuric acid rail tank cars bearing road numbers TLLX 100046, 100050, 100053, 100055, 100067, 100076-8, 100080, 100087-8, 100090, 100092, 100097-8, 100101, 100105-6, 100107.

Document Image



- 25261.pdf

Size: 1 MB. Estimated download time at 28.8 Kb is 5 minutes.

Note: Some installations of Adobe Acrobat 3 browser plug-ins cannot open large PDF files. If you experience problems viewing our files, we recommend upgrading to an Acrobat 4 reader available free at www.adobe.com.

	<u>Lessor</u>	<u>Lessee</u>	<u>Submittor</u>
Name of Individual Company	National Railway Equipment Co.	Trinity Industries Leasing Company	John D. Heffner, PLLC
Address City, State, Zip	1100 Shawnee, Mt. Vernon, ILL 62864	2525 Stemmons Freeway, Dallas TX 75207	1920 N Street, N.W., Suite 800, Washington, DC 20036
Company Address City, State, Zip			

▼ Additional Parties

Company Address City, State, Zip

Company Address City, State, Zip

Originator: Karen January

Processed On:	Processed By:	Processing Status:
10/27/2004 03:44 PM	Karen January	Create New Record
10/27/2004 03:50 PM	Karen January	Save Record
10/27/2004 03:51 PM	Karen January	Save Record
10/27/2004 03:56 PM	Karen January	Save Record

JOHN D. HEFFNER, PLLC

1920 N ST., N.W.

SUITE 800

WASHINGTON, D.C. 20036

(202) 263-4180

FAX (202) 296-3939

j.heffner@verizon.net

RECORDATION NO. 25261 FILED

OCT 27 '04 3-45 PM

SURFACE TRANSPORTATION BOARD

October 27, 2004

Hon. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423-0001
Attn: Equipment recordations

To Whom It May Concern:

I am enclosing for recordation pursuant to the provisions of 49 U.S.C. 11301 a Railcar Lease Agreement dated October 20, 2004, a primary document under the Board's recordation regulations.

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

Lessor: National Railway Equipment Co.
1100 Shawnee
Mt. Vernon, ILL 62864

Lessee: Trinity Industries Leasing Company
2525 Stemmons Freeway
Dallas, TX 75207

A description of the railroad equipment covered by Lease Agreement is:

Nineteen sulphuric acid rail tank cars
bearing road numbers TLLX
100046, 100050, 100053, 100055, 100067,
100076-8, 100080, 100087-8, 100090,
100092, 100097-8, 100101, 100105-6, 100107

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

"Railcar Lease Agreement"

Also enclosed is a check in the amount of \$30 payable to the Surface Transportation Board to cover the required recordation fee for the attached agreement.

STATE OF Texas)
COUNTY OF Dallas) SS.

On this 20th day of October, 2004, before me appeared Thomas C. Jardine the person who signed this instrument who acknowledged that (s)he is the Vice President of Trinity Industries Leasing Co. and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

Brandie Howard

[Seal]



Notary Public

My Commission Expires:

12-28-05

STATE OF ILLINOIS)
COUNTY OF Jefferson) SS.

On this 19 day of Oct., 2004, before me appeared Lawrence J. Beal, the person who signed this instrument who acknowledged that (s)he is the President of **NATIONAL RAILWAY EQUIPMENT CO.** and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

Jeanne E Reininger

[Seal]



Notary Public

My Commission Expires:

2/24/06

Exhibit A
From Supplement 1

19 each DOT 11A100W2 SULPHURIC ACID (93%)RAIL TANK CARS OF
13,829 GAL. CAPACITY. 39' 3.5" LENGTH OVER STRIKERS: 28'
4.5" LENGTH OVER TRUCK CENTERS: 14' 4.5" HEIGHT OVER
RAILS: PLATE SPEC. A516/GR70: PLATE AND HEAD
THICKNESS 9/16': TEST PSI 100: NOT INSULATED: NO COILS:
100TON TRUCKS: PLASITE 3066 LINING: DOUBLE DRAFT GEAR
CARRIERS: TRANSDYNE WEAR PLATES: ROLLER BEARING
ADAPTORS WITH HARDENED CROWNS AND SHOULDERS
BEARING THE FOLLOWING REPORTING MARKS AND SERIAL
NUMBERS:

Reporting Marks	Serial Numbers
TLLX 100046	452548
100050	452559
100053	452537
100055	452571
100067	452568
100076	452513
100077	452527
100078	452590
100080	452564
100087	452529
100088	452586
100090	452560
100092	452587
100097	452540
100098	452579
100101	452524
100105	452574
100106	452557
100107	452556