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12897 Colonial Dr. • Mt. Airy, Md. 21774 RECORDED 10510-5 FILED 1428
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DEC 26 1989 -9 32 AM

INTERSTATE COMMERCE COMMISSION

December 26, 1989

9-360A002

DEC 26 9 32 AM '89
RECORDS SECTION

Ms. Mildred Lee
Recordations Unit
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Ms. Lee:

Enclosed is a First Amendment to a Railcar Operating Lease Agreement.

Please file this supplement as ICC Recordation #10510-5.
The filing fee of \$15 is enclosed. Thank you.

Sincerely,



Mary Ann Oster
Research Consultant

Enclosures

FIRST AMENDMENT
TO RAILCAR OPERATING LEASE AGREEMENT
DATED OCTOBER 23, 1987

RECORDATION NO 10510-J
FILED 1423
DEC 26 1989 -9 30 AM
INTERSTATE COMMERCE COMMISSION

This Amendment entered into this 31ST day of October, 1989, by and between CEDAR VALLEY RAILROAD COMPANY ("Lessee") and NEMLC LEASING ASSOCIATES #1 ("Lessor") to that certain Railcar Operating Lease Agreement ("Agreement") dated October 23, 1987.

NOW, THEREFORE, for and in consideration of the mutual covenants contained in the Agreement and this Amendment, the parties agree as follows:

1. Article 1, Paragraph 1 and 2 of the aforesaid Agreement shall be modified as follows:

"1. Equipment and Lease Charges

Commencing on January 1, 1990, Lessee agrees to pay quarterly in advance Lease Charges in the amount of \$1,050.00 per Car.

All other provisions of Article 1 Equipment and Lease Charges remain in effect for the amended term of the Agreement."

2. Article 13 of the aforesaid Agreement shall be deleted and in lieu thereof, Article 13 shall read as follows:

"13. Term of Agreement

This Agreement shall remain in full force and effect, with respect to each Car for a period which shall terminate on August 31, 1992.

3. All other terms and conditions of the Agreement dated October 23, 1987 shall remain in full force and effect in the manner stated in the Agreement.

IN WITNESS WHEREOF, the Lessor and the Lessee have caused four (4) original counterparts of the First Amendment to be signed as of the date first above written.

CEDAR VALLEY RAILROAD COMPANY,
an Iowa corporation,

By: Fred Stamm

Its: VICE PRESIDENT OPERATIONS

NEMLC LEASING ASSOCIATES #1,
a Massachusetts corporation,

By: David A. Mehan

Its: As Vice President

STATE OF Iowa)
COUNTY OF Black Hawk) §

On this 9th day of November, 1989, before me personally appeared Fred S. Tanner, to me personally known, who, being by me duly sworn, says that he is Vice President Operations of Cedar Valley Railroad Company, that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Renee E. Shippy
Notary Public

My Commission Expires: 5-11-92

[Notarial Seal]

STATE OF Massachusetts)
COUNTY OF Suffolk) §

On this 11th day of December, 1989, before me personally appeared David A. Nechan, to me personally known, who, being by me duly sworn, says that he is Senior Vice President of NEMLC Leasing Associate #1, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Kathleen R. Maloney
Notary Public

My Commission Expires: 2/20/92

[Notarial Seal]