

Catherine Stiglich
Assistant Vice President
Operations

The CIT Group/
Capital Equipment Financing, Inc.
270 Park Avenue
New York, NY 10017
Tel: 212 270-2694
Fax: 212 270-1962



2-150A021

May 26, 1992

17807

RECORDING NO. _____ FILED 1420

Mrs. Mildred Lee

Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Room 2303
Washington, DC 20423

MAY 29 1992 -2 50 PM
INTERSTATE COMMERCE COMMISSION

MAY 29 2 42 PM '92
MOTOR OPERATING UNIT

**Re: Lease of Railroad Equipment
Between Incoal Company and
The CIT Group/Equipment Financing, Inc.
Dated as of April 22, 1992**

Dear Mrs. Lee:

Enclosed please find three originally executed and notarized Memorandums of Lease of Railroad Equipment. I request that you record this document. I have enclosed a check in the amount of \$16.00 to cover the filing fee.

Please return two of the stamped recorded Memorandums of Lease of Railroad Equipment to the address noted above. Should you require any additional information, please call me at (212) 270-2694.

Very truly yours,

A handwritten signature in cursive script that reads "Catherine Stiglich".

CS:tp
Enclosures

A company of
Dai-ichi Kangyo Bank and
Chemical Banking Corporation

Interstate Commerce Commission
Washington, D.C. 20423

5/29/92

OFFICE OF THE SECRETARY

Catherine Stiglich
Assist. Vice President
Capital Equip. Financing Inc.
270 Park Avenue CIT Group, Inc.
New York, NY. 10017

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 5/29/92 at 2:50pm, and assigned recordation number(s). 17807

Sincerely yours,

Sidney L. Strickland, Jr.
Sidney L. Strickland, Jr.
Secretary

P.S. Please staple your documents before sending them to me this is a request not a request Thank you

Ms Lee

17807

MEMORANDUM NO. _____ FILED 1425

MAY 29 1992 2:50 PM

INTERSTATE COMMERCE COMMISSION

**MEMORANDUM OF
LEASE OF RAILROAD EQUIPMENT**

THIS MEMORANDUM OF LEASE OF RAILROAD EQUIPMENT is intended to evidence the Lease of Railroad Equipment, dated as of April 22, 1992 (the "Lease") between The CIT Group/Equipment Financing, Inc., a New York corporation (the "Lessor"), and Incoal Company, a Delaware corporation (the "Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. The Lessor has the right to lease the open top hopper, more fully described in Schedule A hereto (the "Units"). The Lessee leased from the Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, the Lessor and the Lessee, each pursuant to due authority, have executed this Memorandum of Lease as of this 22 day of April, 1992.

LESSOR

**THE CIT GROUP/
EQUIPMENT FINANCING INC.**

By: Catherine A. English
Title: Asst Vice President

LESSEE

INCOAL COMPANY

By: J. Cochran
Title: President

SCHEDULE A

to

Memorandum of Lease of Railroad Equipment

Dated as of April 22, 1992

Equipment Description

Two hundred and nine (209) 4,000 cubic foot, 100-ton capacity, three-pocket, roller bearing, rotary coupled, open top coal hopper railcars. Built by Bethlehem Car in 1974.

Equipment Numbers

HLMX 9102	HLMX 9156	HLMX 9197	HLMX 9241
HLMX 9103	HLMX 9157	HLMX 9198	HLMX 9242
HLMX 9105	HLMX 9158	HLMX 9199	HLMX 9243
HLMX 9109	HLMX 9159	HLMX 9200	HLMX 9244
HLMX 9110	HLMX 9160	HLMX 9201	HLMX 9245
HLMX 9111	HLMX 9161	HLMX 9202	HLMX 9246
HLMX 9112	HLMX 9162	HLMX 9203	HLMX 9247
HLMX 9117	HLMX 9163	HLMX 9204	HLMX 9248
HLMX 9118	HLMX 9164	HLMX 9206	HLMX 9250
HLMX 9119	HLMX 9165	HLMX 9208	HLMX 9251
HLMX 9121	HLMX 9166	HLMX 9209	HLMX 9252
HLMX 9122	HLMX 9168	HLMX 9210	HLMX 9253
HLMX 9124	HLMX 9170	HLMX 9211	HLMX 9255
HLMX 9126	HLMX 9171	HLMX 9212	HLMX 9257
HLMX 9127	HLMX 9172	HLMX 9215	HLMX 9258
HLMX 9129	HLMX 9173	HLMX 9216	HLMX 9259
HLMX 9132	HLMX 9174	HLMX 9217	HLMX 9260
HLMX 9133	HLMX 9175	HLMX 9218	HLMX 9261
HLMX 9135	HLMX 9176	HLMX 9221	HLMX 9262
HLMX 9138	HLMX 9177	HLMX 9223	HLMX 9263
HLMX 9140	HLMX 9179	HLMX 9224	HLMX 9264
HLMX 9141	HLMX 9180	HLMX 9225	HLMX 9265
HLMX 9143	HLMX 9183	HLMX 9228	HLMX 9267
HLMX 9144	HLMX 9186	HLMX 9230	HLMX 9269
HLMX 9146	HLMX 9187	HLMX 9231	HLMX 9270
HLMX 9147	HLMX 9189	HLMX 9233	HLMX 9276
HLMX 9149	HLMX 9190	HLMX 9234	HLMX 9278
HLMX 9150	HLMX 9191	HLMX 9235	HLMX 9279
HLMX 9151	HLMX 9194	HLMX 9236	
HLMX 9153	HLMX 9195	HLMX 9237	
HLMX 9155	HLMX 9196	HLMX 9238	

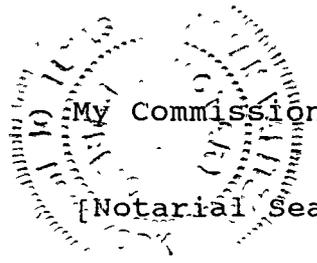
Equipment Numbers con't

HLMX 9282	HLMX 9326	HLMX 9365	HLMX 9404
HLMX 9283	HLMX 9327	HLMX 9368	HLMX 9405
HLMX 9287	HLMX 9328	HLMX 9369	HLMX 9406
HLMX 9288	HLMX 9331	HLMX 9370	HLMX 9408
HLMX 9289	HLMX 9333	HLMX 9371	HLMX 9409
HLMX 9290	HLMX 9335	HLMX 9372	HLMX 9410
HLMX 9291	HLMX 9336	HLMX 9374	HLMX 9413
HLMX 9292	HLMX 9337	HLMX 9376	HLMX 9414
HLMX 9294	HLMX 9339	HLMX 9378	HLMX 9418
HLMX 9296	HLMX 9340	HLMX 9379	HLMX 9420
HLMX 9297	HLMX 9342	HLMX 9380	HLMX 9421
HLMX 9298	HLMX 9343	HLMX 9384	HLMX 9422
HLMX 9300	HLMX 9344	HLMX 9386	HLMX 9423
HLMX 9301	HLMX 9346	HLMX 9388	
HLMX 9302	HLMX 9347	HLMX 9390	
HLMX 9305	HLMX 9351	HLMX 9391	
HLMX 9306	HLMX 9352	HLMX 9392	
HLMX 9307	HLMX 9355	HLMX 9393	
HLMX 9309	HLMX 9356	HLMX 9394	
HLMX 9311	HLMX 9358	HLMX 9395	
HLMX 9312	HLMX 9359	HLMX 9396	
HLMX 9313	HLMX 9360	HLMX 9397	
HLMX 9314	HLMX 9361	HLMX 9398	
HLMX 9316	HLMX 9362	HLMX 9399	
HLMX 9325	HLMX 9363	HLMX 9400	

STATE OF NEW YORK)
) S
COUNTY OF NEW YORK)

On this 26th day of May, 1992, before me personally appeared Catherine Stiglich, to me personally known, who, being by me duly sworn, says that she is Assistant Vice President of THE CIT GROUP/EQUIPMENT FINANCING INC., that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Marian Valitzky
Notary Public



My Commission Expires: **MARIAN VALITZKY**
Notary Public, State of New York
No. 31-4991572
Qualified in New York County
Commission Expires 2-3-94

STATE OF Indiana)
) S
COUNTY OF Porter)

On this 22nd day of April, 1992, before me personally appears F. J. Rocchio, to me personally known, who being by me duly sworn says that he is a President of INCOAL Co., 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.

Judith A. Brunson
Notary Public

My Commission Expires: **JUDITH A BRUNSON**
NOTARY PUBLIC STATE OF INDIANA
PORTER COUNTY
MY COMMISSION EXP. JULY 26, 1995

