

Southern Railway System

Law Department
P.O. Box 1808
Washington, D.C. 20013

JAMES L. TAPLEY
VICE PRESIDENT - LAW

April 7, 1978
60295

920 15TH STREET, N.W.
TEL: (202) 628-4460

Mr. H. G. Homme, Jr.
Acting Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RECORDATION NO. 9316 Filed & Recorded

APR 7 1978 - 3 25 PM

INTERSTATE COMMERCE COMMISSION

RECEIVED
APR 7 3 24 PM '78
CERTIFICATION UNIT

Dear Mr. Homme:

I enclose eight original counterparts of the instrument described in paragraph (1) hereof for recordation pursuant to Section 20c of the Interstate Commerce Act and return, together with two original counterparts thereof which are for the Commission's files.

In accordance with 49 CFR Part 1116, covering the recordation of documents, I wish to advise you as follows:

(1) The enclosed document is an Equipment Trust Agreement covering the purchase and lease of certain railroad equipment, more fully described below, between Citibank, N.A., 111 Wall Street, New York, New York 10043, Trustee-Lessor, and Southern Railway Company, P. O. Box 1808, Washington, D.C. 20013, Lessee, dated as of March 15, 1978, constituting Southern Railway Equipment Trust No. 2 of 1978.

(2) The equipment covered by this document is described as follows:

200 70-ton 52'6" CUF Insulated Box Cars, Fruit Growers Express Company, 1101 Vermont Avenue, N.W., Washington, D.C. 20005, Vendor, bearing Lessee's road numbers 585000 - 585199, inclusive, AAR designation XPI.

230 100-ton 3600 cu. ft. capacity Open Top Hopper Cars, Greenville Steel Car Company, Greenville, Pennsylvania 16125, Vendor, bearing Lessee's road numbers 350500 - 350729, inclusive, AAR designation HT.

8-097A098

APR 7 1978

Date
Fee \$ 50

ICC Washington, D. C.

Handwritten signatures and initials on the left margin, including "L. Tapp" and "C. ..."

- 150 100-ton 61'0" Bulkhead Flat Cars, Thrall Car Manufacturing Company, P. O. Box 218, Chicago Heights, Illinois 60411, Vendor, bearing Lessee's road numbers 114000 - 114149, inclusive, AAR designation FBS.
- 5 SD 40-2 Diesel-Electric Locomotives, General Motors Corporation (Electro-Motive Division), LaGrange, Illinois 60525, Vendor, bearing Lessee's road numbers 3288 - 3292, inclusive, AAR designation 0660.
- 40 100-ton 3600 cu. ft. capacity Open Top Automatic Bottom Dump Hopper Cars, Greenville Steel Car Company, Greenville, Pennsylvania 16125, Vendor, bearing Lessee's road numbers 79300 - 79339, inclusive, AAR designation HTS.
- 3 GP 40-X Diesel-Electric Locomotives, General Motors Corporation (Electro-Motive Division), LaGrange, Illinois 60525, Vendor, bearing Lessee's road numbers 7000 - 7002, inclusive, AAR designation 0440.

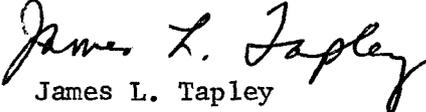
Each unit of the equipment will be marked in letters no less than 1/2 inch in height, as follows:

"OWNED BY A BANK OR TRUST COMPANY UNDER A FINANCING AGREEMENT RECORDED WITH THE INTERSTATE COMMERCE COMMISSION UNDER SECTION 20c OF THE INTERSTATE COMMERCE ACT."

- (3) After recordation, the original documents should be returned to George A. Aspatore, Attorney, Law Department, Southern Railway Company, P. O. Box 1808, Washington, D.C. 20013.
- (4) The recordation fee of \$50 is enclosed.

Please acknowledge receipt on the enclosed copy of this letter.

Sincerely,


James L. Tapley

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

4/7/78

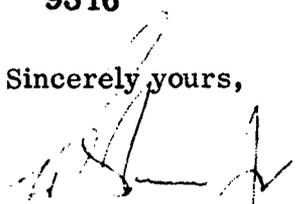
OFFICE OF THE SECRETARY

James L. Tapley
Southern Railway System
P.O.Box 1808
Washington, D.C. 20013

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on **4/7/78** at **3:25pm**, and assigned recordation number(s) **9316**

Sincerely yours,



H.G. Homme, Jr.
Acting Secretary

Enclosure(s)

SE-30-T
(6/77)