

SEABOARD COAST LINE RAILROAD CONDITIONAL SALE AGREEMENT
DATED APRIL 15, 1970

STATEMENT OF REPLACEMENT OF EQUIPMENT

Pursuant to Article 7 of that certain Conditional Sale Agreement (Agreement) dated as of April 15, 1970, between SOUTHERN IRON & EQUIPMENT COMPANY and SEABOARD COAST LINE RAILROAD COMPANY, assigned to Morgan Guaranty Trust Company of New York, as Agent, under Agreement and Assignment, also dated April 15, 1970, the following units of new standard-gauge railroad equipment are hereby substituted to replace units having suffered a Casualty Occurrence as defined in the Agreement:

<u>Replacement Equipment</u>	<u>Replacement Equipment Road Nos.</u>	<u>Road Nos. of Equipment Suffering a Casualty Occurrence</u>
2 new 100-ton wet rock triple hopper cars	SCL 155389 and 155390 <i>5703-C</i>	SCL 10951 11029 11032 11246 11326

RECORDATION NO. _____
APR 18 1974 - 3 15 PM

The above-described replacement equipment shall constitute accessions to the equipment subject to the Agreement and shall be subject to all of the terms and conditions of Agreement as though part of the original equipment delivered thereunder and shall be included in the term "Equipment" as used in the Agreement.

The above-described replacement equipment will be marked on both sides thereof "Morgan Guaranty Trust Company of New York, Agent, Owner" as provided in Article 6 of the Agreement.

(SEAL)

Attest:

J. L. Williams
J. L. Williams, Asst. Secretary

SEABOARD COAST LINE RAILROAD COMPANY

By Leonard G. Anderson
Leonard G. Anderson, Vice President
and Treasurer

Morgan Guaranty Trust Company of New York, Agent, as Assignee under the aforesaid Conditional Sale Agreement, hereby acknowledges the filing of the foregoing statement with it.

Dated this 5th day of April 1974.

MORGAN GUARANTY TRUST COMPANY OF
NEW YORK

By [Signature]
P. J. Crooks Trust Officer

(SEAL)

Attest:

[Signature]

Assistant Secretary

W. W. Brewer

STATE OF VIRGINIA)
) ss:
CITY OF RICHMOND)

On this 15TH day of *MARCH*, 1974, before me personally appeared Leonard G. Anderson, to me personally known, who being by me duly sworn, says that he is Vice President and Treasurer of Seaboard Coast Line Railroad Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, 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.



J. H. Chapman, Notary Public

My Commission expires July 12, 1974.

(Notarial Seal)

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

On this 5th day of April, 1974, before me personally appeared P. J. Crooks, to me personally known, who being by me duly sworn, says that he is a Trust Officer of Morgan Guaranty Trust Company of New York, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, 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.

Frank Schlierf

Notary Public

FRANK SCHLIERF
NOTARY PUBLIC, State of New York
No. 60-3503450
Qualified in Westchester County
Certificate filed in New York County
Commission Expires March 30, 1975

(Notarial Seal)