

THIS SUPPLEMENTAL AGREEMENT dated as of February 26, 1971, 2:52 PM

between BETHLEHEM STEEL CORPORATION (hereinafter called the "Lessor") and
TRAILER TRAIN COMPANY (hereinafter called the "Lessee");

WITNESSETH:

WHEREAS, the Lessor and Lessee have entered into a Railroad Equipment Lease dated as of August 11, 1970, (hereinafter called the "Lease"), which Lease was recorded with the Interstate Commerce Commission under Section 20c of the Interstate Commerce Act of August 26, 1970 at 8:55 a. m. and assigned Recordation No. 5812; and

WHEREAS, Lessor and Lessee desire to supplement and amend the Lease so as to extend the date for purchase as set forth in Section 3 of Schedule A of the Lease.

NOW, THEREFORE, in consideration of the mutual promises, covenants and agreements hereinafter set forth the parties hereto do hereby agree as follows:

1. Section 3 of Schedule "A" to the Lease is hereby amended to read as follows:

"Date by Which Purchase of Cars Must Be Made:"

March 31, 1971

2. The Lease, as supplemented by this Agreement, shall continue in full force and effect.

3. Lessee will, at its expense, upon execution and delivery of this Agreement, cause the same to be duly filed and recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act, as amended, and wherever else required in order to publish notice of and to protect the title of Lessor to the Cars.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed in their behalf and sealed with their respective seals as of the date first above written.

Attest:

BETHLEHEM STEEL CORPORATION

G. L. Frankenfeld
ASSISTANT SECRETARY

By: James W. Baker
VICE PRESIDENT

SEAL

Attest:

TRAILER TRAIN COMPANY

G. T. Hunt
Assistant Secretary

By: R. E. Zimmerman
Assistant Treasurer

SEAL

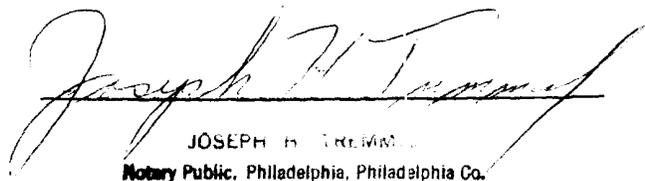
COMMONWEALTH OF PENNSYLVANIA)
) ss.
COUNTY OF PHILADELPHIA)

On this 26th day of February, 1971 before me

personally appeared, **E. H. Zimmerman**, to me personally

known, who, being by me duly sworn, says that he is **Assistant Treasurer**

of Trailer Train Company, that the seal affixed to the fore-
going 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.



JOSEPH H. TRIMM
Notary Public, Philadelphia, Philadelphia Co.
My Commission Expires April 8, 1974