



**The Atchison, Topeka and Santa Fe Railway Company**

A Santa Fe Industries Company

80 East Jackson Boulevard, Chicago, Illinois 60604, Telephone 312/427-4900

February 2, 1979 *9-027A213*

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

RECORDATION NO. *5949-E* Filed 1425  
FEB 27 1979 - 11 15 AM

Date FEB 27 1979  
Fee \$ *10.00*

Re: The Atchison, ~~Topeka~~ <sup>INTERSTATE COMMERCE COMMISSION</sup> and Santa Fe Railway  
Company, Equipment Trust, Series D  
Supplement No. 5, dated January 1, 1979

ICC Washington, D. C.

Dear Mr. Homme:

Enclosed herewith for filing and recording with the Commission in accordance with Section 20c of the Interstate Commerce Act, are two original counterparts of a Supplement, dated as of January 1, 1979, between The Atchison, Topeka and Santa Fe Railway Company ("Santa Fe") and Harris Trust and Savings Bank, as Trustee ("Trustee").

The Supplement was executed in connection with an Equipment Trust Agreement, dated as of February 15, 1971, between Santa Fe and the Trustee, whereby The Atchison, Topeka and Santa Fe Railway Company Equipment Trust, Series D, was created. The Trust Agreement was filed and recorded on February 19, 1971, and was assigned Recordation Number 5949.

The enclosed Supplement constitutes a Statement of New Identifying Numbers, as required by the Trust Agreement whenever the numbers assigned to any of the equipment included in the Equipment Trust are changed.

A check in the amount of \$10.00 is also enclosed in payment of the required recordation fee.

For the convenience of the parties, four additional counterparts are also enclosed, which I should like to have returned bearing the recordation information.

The names and addresses of the parties to the Supplement are as follows:

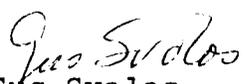
The Atchison, Topeka and Santa Fe  
Railway Company  
80 East Jackson Boulevard  
Chicago, Illinois 60604

*Ala. D. Moore*  
*Wanda [unclear]*

Mr. H. G. Homme, Jr.  
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February 2, 1979

Harris Trust and Savings Bank  
111 West Monroe Street  
Chicago, Illinois 60690

Very truly yours,

  
Gus Svolos  
General Counsel

DBC/LBM/jb

Enclosures

EQUIPMENT TRUST, SERIES D

FEB 27 1979 - 11 55 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT No. 5, dated as of January 1, 1979, to Equipment Trust Agreement, dated as of February 15, 1971 (the "Agreement"), between The Atchison, Topeka and Santa Fe Railway Company (the "Company") and Harris Trust and Savings Bank, as Trustee (the "Trustee"), by which The Atchison, Topeka and Santa Fe Railway Company Equipment Trust, Series D, is created.

1. In accordance with Section 4.6 of the Agreement, the Company hereby states that certain identifying numbers assigned to the railroad equipment included in said Equipment Trust have been changed, as set forth on the Statement of New Identifying Numbers dated January 1, 1979, attached hereto and made a part hereof.

2. The Trustee hereby acknowledges receipt of said Statement.

3. The Company shall cause this Supplement together with said Statement to be filed and recorded with the Interstate Commerce Commission in the manner provided by Section 6.4 of the Agreement.

IN WITNESS WHEREOF, the Company and the Trustee have caused the Supplement to be executed by their respective duly authorized officers and have affixed their duly attested corporate seals, as of the date first above written.

THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY

By [Signature]  
Vice President-Finance

ATTEST:

[Signature]  
Assistant Secretary

HARRIS TRUST AND SAVINGS BANK,  
as Trustee

By [Signature]  
Vice President

ATTEST:

[Signature]  
Assistant Secretary

January 1, 1979

STATEMENT OF NEW IDENTIFYING NUMBERS  
(SERIES D)

<u>Number of Units</u>	<u>Description</u>	<u>Original Numbers</u>	<u>New Numbers</u>
2	50' 70-ton insulated box cars (Pacific Car and Foundry)	526198 526199	522591 522449
45	53'6" 100-ton open top high side gondola cars with roller bearing trucks (Greenville Steel Car Company)	73607 73624 73654 73666 73693 73705 73709 73716 73721 73729 73738 73763 73766 73797 73798 73799 73817 73832 73833 73834 73840 73835 73651 73807 73658 73610 73643 73619 73770 73679 73718 73742 73805 73689 73803 73614 73711	70035 70036 70037 70038 70039 70040 70041 70042 70043 70044 70045 70046 70047 70048 70049 70050 70051 70052 70053 70054 70055 70056 70057 70058 70059 70060 70061 70062 70063 70064 70065 70066 70067 70068 70069 70070 70071

73782	70072
73690	70073
73699	70074
73760	70075
73829	70076
73786	70077
73708	70078
73762	70079

STATE OF ILLINOIS        )  
                                  ) SS  
COUNTY OF C O O K        )

On this *31<sup>st</sup>* day of January, 1979, before me personally appeared R. W. HARPER, to me personally known, who, being by me duly sworn, says that he is Vice President-Finance of The Atchison, Topeka and Santa Fe Railway Company, that the seal 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.

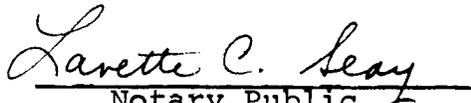
  
Notary Public

(Notarial Seal)

My Commission Expires FEBRUARY 2, 1981

STATE OF ILLINOIS        )  
                                  ) SS  
COUNTY OF C O O K        )

On this *2<sup>nd</sup>* day of ~~January~~ <sup>FEBRUARY</sup>, 1979, before me personally appeared J. L. SPRENG, to me personally known, who, being by me duly sworn, says that he is Vice President of Harris Trust and Savings Bank, that the seal 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.

  
Notary Public

(Notarial Seal)

My Commission Expires NOVEMBER 29, 1980