

AMENDMENT NO. 1 TO CHATTEL MORTGAGE ON FEB 22 1972 - 10 33 AM
RAILROAD CARS FILED WITH INTERSTATE
COMMERCE COMMISSION ON FEBRUARY 15, 1972 INTERSTATE COMMERCE COMMISSION
AT 10:25 A.M. - RECORDATION NO. 6502

This Amendment No. 1 is entered into as of February 15, 1972 between Illinois Central Railroad Company, a railroad corporation duly organized and existing under the laws of the State of Illinois, having its principal office and place of business at 135 East Eleventh Place, Chicago, Illinois (herein called "Mortgagor") and The First National Bank of Chicago, a national banking association, having its principal office and place of business at One First National Plaza, Chicago, Illinois (herein called "Mortgagee").

Whereas, as security for the payment of a note more fully described in that certain Chattel Mortgage filed with the Interstate Commerce Commission under Recordation No. 6502 (herein called "Chattel Mortgage"), Mortgagor has granted to Mortgagee as of February 15, 1972, a mortgage on certain railroad cars of Mortgagor; and

Whereas, Mortgagor and Mortgagee have recognized that the Chattel Mortgage fails to list certain 50-ton box cars which Mortgagor intended to be mortgaged under the Chattel Mortgage; and

Whereas, Mortgagor and Mortgagee wish to complete the aforementioned Chattel Mortgage.

Now Therefore, Mortgagor and Mortgagee agree to amend and complete the Chattel Mortgage by inserting at the bottom of page 3 of Schedule A of the Chattel Mortgage the following description:

("50-Ton Box Cars
I.C. 225565 - 225580 Inclusive")

The Chattel Mortgage as amended hereby is confirmed and ratified.

IN WITNESS WHEREOF, Mortgagor, Illinois Central Railroad Company, and Mortgagee, The First National Bank of Chicago, have respectively caused this instrument to be signed and attested by their respective duly authorized officers and their respective corporate seals to be hereunto affixed as of this 15th day of February, 1972.

(CORPORATE SEAL)
ATTEST:
J. M. Goodil
Secretary

ILLINOIS CENTRAL RAILROAD COMPANY
By: Rose Mitter
Vice President and General Counsel

(CORPORATE SEAL)
ATTEST:
A. Camp
Loan Officer

THE FIRST NATIONAL BANK OF CHICAGO
By: Robert H. Blanchard
Vice President

COUNTY OF C O O K

SS

I, Gleason S. Keenan, a notary public in and for said County and State, do hereby certify that ROBERT MITTEN personally known to me to be the VICE PRESIDENT AND GENERAL COUNSEL of Illinois Central Railroad Company, a railroad corporation duly organized and existing under the laws of the State of Illinois, and JOHN B. GOODRICH personally known to me to be the Secretary of said corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such VICE PRESIDENT AND GENERAL COUNSEL and Secretary they signed and delivered the said instrument as VICE PRESIDENT AND GENERAL COUNSEL and Secretary of said corporation, and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority given by the Board of Directors of said corporation as their free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and official seal this 15th day of February, 1972.

Gleason S. Keenan
Notary Public

My Commission Expires:

August 16, 1972

STATE OF ILLINOIS

SS

COUNTY OF C O O K

Before me, the undersigned, a notary public in and for said County and State, on this 15th day of February, 1972, personally appeared ROBERT MITTEN and JOHN B. GOODRICH, to me known to be the identical persons who subscribed the name of Illinois Central Railroad Company, the maker thereof, to the foregoing instrument as its VICE PRESIDENT AND GENERAL COUNSEL and Secretary, respectively, and acknowledged to me that they executed the same as their free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Given under my hand and seal the day and year last above written.

Gleason S. Keenan
Notary Public

My Commission Expires:

August 16, 1972

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

I, Sherman J. Goldberg, a notary public in and for said County and State, do hereby certify that Robert H. Blandford personally known to me to be the Vice President of The First National Bank of Chicago, a national banking association duly organized and existing under the laws of the United States of America, and Frank C. Cannon personally known to me to be a Loan Officer of said Bank, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such Vice President and Loan Officer they signed and accepted deliverance of the said instrument as Vice President and Loan Officer of said Bank, and caused the corporate seal of said Bank to be affixed thereto, as the free and voluntary act and deed of said Bank, for the uses and purposes therein set forth.

Given under my hand and official seal this 15th day of February, 1972.

Sherman J. Goldberg
Notary Public

My Commission Expires:

My Commission Expires 8-1-1973

INTERSTATE COMMERCE COMMISSION

**AMENDMENT NO. 2 TO CHATTEL MORTGAGE ON
RAILROAD CARS FILED AND RECORDED WITH
THE INTERSTATE COMMERCE COMMISSION
UNDER RECORDATION NOS. 6502 AND 6502-A.**

This Amendment No. 2 is entered into as of February 14, 1975, between Illinois Central Gulf Railroad Company (formerly Illinois Central Railroad Company), a railroad corporation duly organized and existing under the laws of the State of Delaware, having its principal office and place of business at 233 North Michigan Avenue, Chicago, Illinois (herein called "Mortgagor") and the First National Bank of Chicago, a national banking association, having its principal office and place of business at One First National Plaza, Chicago, Illinois (herein called "Mortgagee").

Whereas, as security for the payment of a note more fully described in that certain Chattel Mortgage filed and recorded with the Interstate Commerce Commission under Recordation Nos. 6502 and 6502-A (herein called "Chattel Mortgage"), Mortgagor granted to Mortgagee as of February 15, 1972, a mortgage on certain railroad cars of Mortgagor; and

Whereas, from time to time 327 railroad cars subject to the Chattel Mortgage, having a depreciated value of \$1,399,641, have been destroyed or retired; and

Whereas, Mortgagor wishes to replace the destroyed or retired railroad cars with 416 railroad cars having a depreciated value of \$1,401,828.

Now, Therefore, Mortgagor and Mortgagee hereby amend the Chattel Mortgage by eliminating from the Chattel Mortgage the 327 railroad cars described in Schedule A to this Amendment No. 2 and by substituting therefor, subject to the terms of the Chattel Mortgage, the 416 railroad cars described in Schedule B to this Amendment No. 2.

IN WITNESS WHEREOF, Mortgagor, Illinois Central Gulf Railroad Company, and Mortgagee, the First National Bank of Chicago, have respectively caused this instrument to be signed and attested by their respective duly authorized officers and their respective corporate seals to be hereunto affixed as of this 14th day of February, 1975.

(CORPORATE SEAL)

ATTEST:

J. A. B. Doodal
Secretary

ILLINOIS CENTRAL GULF RAILROAD COMPANY

By: J. H. Thompson

(CORPORATE SEAL)

ATTEST:

Loan Officer
Loan Officer

THE FIRST NATIONAL BANK OF CHICAGO

By: J. H. D. ...
Vice President