

SUPPLEMENTAL AGREEMENT

dated as of March 1, 1974

To

RECORDED NO. 6558-9

MAR 28 1974 - 9 25 AM

CONDITIONAL SALE AGREEMENT

INTERSTATE COMMERCE COMMISSION

dated as of March 1, 1972

Between

THE FLORIDA NATIONAL BANK AT LAKE LAND

Assignee

and

SEABOARD COAST LINE RAILROAD COMPANY

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THIS SUPPLEMENTAL AGREEMENT, dated as of March 1, 1974, between THE FLORIDA NATIONAL BANK AT LAKE LAND, a national banking association organized and existing under the laws of the United States of America (hereinafter sometimes called "Assignee"), party of the first part, and SEABOARD COAST LINE RAILROAD COMPANY, a corporation of the State of Virginia (hereinafter sometimes called "Railroad"), party of the second part.

W I T N E S S E T H:

WHEREAS, under a Conditional Sale Agreement dated as of March 1, 1972, by and between THE ATLANTIC LAND AND IMPROVEMENT COMPANY, a corporation of Virginia (therein called "Seller" and sometimes herein called "Vendor") and SEABOARD COAST LINE RAILROAD COMPANY (therein called Buyer or Vendee and sometimes herein called "Vendee"), the Vendor agreed to construct, sell and deliver to Vendee and Vendee agreed to buy from Vendor and to accept delivery of two hundred (200) gondola cars (hereinafter called "Equipment").

WHEREAS, the Vendor by an Agreement and Assignment dated March 1, 1972, sold, assigned, transferred and set over to the Assignee, its successors and assigns, all right, title and interest of the Vendor in and under said Conditional Sale Agreement upon the terms and provisions as provided therein.

WHEREAS, the parties hereto desire to amend and to supplement the Conditional Sale Agreement with respect to marking and replacement of equipment.

NOW, THEREFORE, in consideration of the premises and of the covenants and agreements herein contained, the parties hereto agree as follows:

ARTICLE ONE

Pursuant to Article 8 of the Conditional Sale Agreement, the following new standard-gauge rolling stock is hereby substituted to replace cars having been worn out, lost, destroyed or irreparably damaged:

<u>Replacement Cars</u>	<u>Replacement Cars Road Numbers</u>	<u>Road Numbers Cars Destroyed</u>
2 new 100-ton wet rock triple hopper cars	SCL 155386 and 155387	SCL 132596 132688

The replacement cars will be marked on both sides thereof "The Florida National Bank at Lakeland, Agent-Security Owner."

ARTICLE TWO

Except as heretofore and hereby expressly amended, the Conditional Sale Agreement is in all respects ratified and confirmed, and all the terms and conditions thereof shall be and remain in full force and effect.

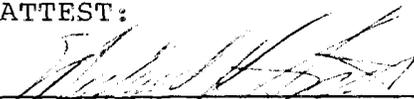
IN WITNESS WHEREOF, the Assignee and Railroad have caused this instrument to be executed in their respective names by their respective officers thereunto duly authorized, and their respective corporate seals to be affixed, duly attested, as of the day, month and year first above written.

THE FLORIDA NATIONAL BANK AT LAKE LAND

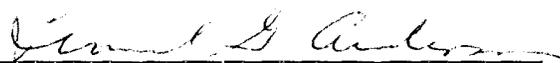
By   
Vice President

(CORPORATE SEAL)

ATTEST:

  
Assistant Secretary

SEABOARD COAST LINE RAILROAD COMPANY

By   
Leonard G. Anderson  
Vice President and  
Treasurer

(CORPORATE SEAL)

ATTEST:

  
J. L. Williams, Assistant Secretary

STATE OF FLORIDA )  
 )  
COUNTY OF Polk ) ss:

On this 18<sup>th</sup> day of March, 1974,  
before me personally appeared Frank H. Cole,  
to me personally known, who, being by me duly sworn, says that  
he is Vice President of The Florida  
National Bank at Lakeland, a national banking association,  
that one of the seals affixed to the foregoing instrument  
is the corporate seal of said banking association, that said  
instrument was signed and sealed on behalf of said banking  
association 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 banking association.

May C. Linton  
Notary Public

(NOTARIAL SEAL)

Notary Public, State of Florida at Large  
Term Expires My Commission Expires April 29, 1975  
Bonded by Transamerica Insurance Co.

STATE OF VIRGINIA )  
 )  
CITY OF RICHMOND ) ss:

On this 15<sup>th</sup> 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 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.

J. H. Chapman  
Notary Public, City of Richmond

(NOTARIAL SEAL)

Term expires \_\_\_\_\_