6661-B
RECORDATION NO. _____ Filed & Recorded
JAN 4 1973 -9 55 AM
INTERSTATE COMMERCE COMMISSION

AMENDMENT AGREEMENT dated as of November 1, 1972, between FLORIDA NATIONAL BANK AND TRUST COMPANY AT MIAMI, as Agent under a Finance Agreement dated as of June 1, 1972 (hereinafter called the Agent), and TRUST COMPANY OF GEORGIA (hereinafter called the Company).

WHEREAS the Agent of the Company have entered into a Transfer Agreement dated as of June 1, 1972 (hereinafter called the Original Transfer Agreement), filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on July 25, 1972, Recordation No. 6661-A; and

WHEREAS the parties hereto desire to amend the Original Transfer Agreement;

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

1. The Original Transfer Agreement is hereby amended to Substitute Annex I hereto for Annex I thereto.

2. Except as amended hereby, the Original Transfer Agreement shall remain in full force and effect.

3. The Company will promptly cause this Amendment

Agreement to be filed and recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act.

IN WITNESS WHEREOF, the parties hereto have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

FLORIDA NATIONAL BANK AND TRUST COMPANY AT MIAMI, as Agent,

by _____
Vice President

[Corporate Seal]

Attest:

_____
Cashier

TRUST COMPANY OF GEORGIA,

by _____
Vice President

[Corporate Seal]

Attest:

_____
Assistant Secretary

STATE OF FLORIDA,)
) ss.:
COUNTY OF DADE,)

On this 19 day of December 1972, before me personally appeared V. P. QUINLAN, to me personally known, who, being by me duly sworn, says that he is a Vice President of FLORIDA NATIONAL BANK AND TRUST COMPANY AT MIAMI, 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.

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

[NOTARIAL SEAL]

STATE OF GEORGIA,)
) ss.:
COUNTY OF FULTON,)

On this 15 day of December 1972, before me personally appeared Anthony P. O'Keeffe, to me personally known, who, being by me duly sworn, says that he is a Vice President of TRUST COMPANY OF GEORGIA, 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.

Janet Arnold
Notary Public

My Commission expires: [illegible] 1975

[NOTARIAL SEAL]

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ANNEX I

212 70-ton Open Top Hopper Cars bearing Louisville and Nashville Railroad Company road numbers:

73001	74463	151088	152554	153757
73026	74486	151127	152560	153811
73028	74554	151153	152561	153841
73034	74611	151194	152566	154020
73059	74616	151233	152578	154039
73070	74639	151241	152581	154078
73100	74643	151285	152583	154106
73138	74650	151290	152603	154136
73141	74652	151318	152643	154146
73217	74732	151348	152646	154228
73220	74832	151365	152682	154261
73239	74838	151392	152722	154411
73243	74928	151412	152764	154434
73322	74953	151422	152766	154458
73325	74993	151425	152772	154511
73353	150100	151481	152791	154711
73442	150129	151516	152797	154714
73478	150178	151529	152808	154736
73491	150183	151570	152823	154841
73538	150184	151592	152842	154842
73550	150205	151600	152844	154866
73551	150207	151745	152848	154948
73554	150248	151766	152851	154995
73603	150262	151793	152864	155225
73644	150285	151808	152874	155251
73690	150363	151834	152893	155448
73708	150409	151881	152898	155452
73748	150426	151908	152943	155531
73757	150496	152001	152964	155570
73798	150538	152078	152966	155609
73800	150590	152103	152991	155649
73847	150626	152126	153025	155775
73849	150697	152129	153049	155792
73851	150736	152188	153062	155841
73946	150760	152217	153097	155864
73984	150873	152264	153141	155935
74056	150933	152269	153281	155942
74080	150978	152296	153358	155957
74103	150982	152303	153454	155994
74110	150992	152376	153474	156066
74311	151068	152429	153582	156106
74429	151078	152465	153636	156138
			153644	156142

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115 50-ton 50' 6" box cars, AAR Mechanical Designation XM, bearing Louisville and Nashville Railroad Company road numbers:

98601	98779	98980
98612	98788	98982
98619	98792	98983
98621	98793	98984
98628	98803	98985
98632	98807	98989
98633	98813	98992
98637	98824	98999
98649	98825	99003
98650	98833	99005
98651	98834	99007
98652	98837	99009
98660	98843	99012
98661	98847	99021
98664	98864	99033
98667	98868	99037
98669	98883	99052
98670	98888	99055
98671	98893	99057
98674	98895	99059
98692	98899	99060
98697	98901	99071
98705	98914	99072
98713	98920	99097
98714	98921	99229
98718	98924	99254
98724	98931	99269
98727	98935	99285
98728	98942	99363
98731	98944	99364
98732	98946	99379
98735	98947	99385
98738	98948	99407
98741	98962	99413
98744	98973	99415
98745	98975	99470
98761	98977	99484
98769	98979	99493
		99498

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435 50-ton 40' 6" box cars, AAR Mechanical Designation XM, bearing Louisville and Nashville Railroad Company road numbers:

4006	4134	4508	4734	4871
4007	4137	4510	4735	4872
4008	4143	4513	4740	4878
4009	4144	4514	4746	4880
4010	4146	4516	4750	4888
4012	4149	4517	4751	4894
4017	4152	4519	4755	4895
4023	4170	4524	4763	4896
4028	4177	4528	4764	4897
4034	4180	4531	4767	4898
4035	4183	4541	4768	4905
4036	4191	4562	4769	4906
4044	4194	4563	4774	4909
4045	4196	4566	4779	4910
4047	4404	4569	4780	4913
4052	4405	4585	4783	4915
4055	4406	4587	4784	4916
4057	4408	4591	4785	4918
4060	4409	4593	4789	4921
4063	4420	4604	4790	4928
4064	4421	4612	4793	4929
4068	4424	4621	4794	4932
4069	4428	4628	4799	4937
4073	4430	4634	4802	4946
4075	4433	4640	4803	4947
4081	4441	4645	4804	4953
4082	4444	4646	4806	4958
4084	4446	4649	4808	4962
4090	4447	4652	4811	4963
4092	4448	4656	4813	4973
4096	4449	4663	4816	4974
4097	4450	4671	4824	4977
4101	4451	4672	4829	4986
4103	4456	4678	4830	4995
4104	4461	4685	4833	4998
4108	4463	4695	4835	5026
4111	4470	4696	4847	5027
4112	4471	4698	4849	5083
4113	4472	4699	4850	5092
4118	4475	4700	4851	5095
4122	4476	4701	4852	5124
4124	4487	4704	4863	5186
4126	4498	4711	4867	5235
4132	4499	4727	4869	5524
4133	4502	4732	4870	5536

5563	7009	9791	9949	9998
5591	7029	9795	9950	9999
5621	7035	9796	9951	14066
5624	7098	9801	9953	14083
5670	7118	9808	9954	14143
5674	7129	9811	9955	14285
5700	7150	9816	9957	14301
5783	7151	9829	9958	14319
5916	9690	9831	9959	14560
5931	9694	9843	9960	14566
5933	9696	9859	9961	14583
5964	9697	9864	9962	14604
5967	9699	9868	9963	14723
6060	9701	9873	9964	14746
6071	9703	9877	9965	14869
6078	9704	9881	9966	14997
6085	9705	9884	9967	17917
6102	9707	9885	9968	17928
6113	9708	9889	9969	17946
6134	9709	9891	9970	18010
6247	9711	9895	9971	18048
6257	9713	9897	9972	18055
6284	9714	9901	9973	18090
6297	9715	9904	9974	18101
6376	9720	9912	9975	18145
6436	9723	9914	9976	18169
6522	9726	9916	9978	18194
6542	9727	9918	9979	18216
6563	9729	9921	9980	18243
6581	9731	9924	9981	18247
6619	9732	9926	9982	22027
6687	9742	9931	0084	22068
6724	9744	9933	9985	22143
6760	9746	9936	9986	22202
6814	9749	9938	9988	22382
6826	9750	9939	9989	22399
6830	9753	9941	9990	22423
6853	9754	9942	9991	22483
6884	9756	9943	9993	22486
6902	9763	9944	9995	22497
6911	9784	9947	9996	22569
6924	9789	9948	9997	22597