

5916-A

RECORDATION NO. _____ Filed & Recorded

ASSIGNMENT OF SECURITY AGREEMENT
AND OF NOTE AGREEMENT

MAY 5 1971 - 11 20 AM

INTERSTATE COMMERCE COMMISSION

FOR VALUE RECEIVED the undersigned, Ohio State University, with its office and place of business at 190 North Oval Drive, Columbus, Ohio 43210, hereby (i) sells, assigns, transfers and sets over to Indianapolis Life Insurance Company, with its office and principal place of business at 2960 North Meridian Street, Indianapolis, Indiana 46208, all right, title and interest of said Ohio State University, as Secured Party in, under and to that certain Security Agreement dated as of October 22, 1970 from George D. MacKay and Howard Krollfeifer, Jr., Trustees (the "Trustees"), as Debtor, to Ohio State University, as Secured Party, covering 25 bulkhead flatcars more particularly described in Schedule 1 to the Security Agreement, and (ii) further assigns to Indianapolis Life Insurance Company all its rights, privileges and interest under that certain Loan Agreement dated as of October 22, 1970 between the Trustees and Ohio State University relating to the financing of said railway cars.

Said Security Agreement was executed and delivered as security for the 10-1/4% Secured Notes of the Debtor dated January 6, 1971 payable to the order of Ohio State University in the principal sum of \$ 352,210, and which Security Agreement was filed for record on January 6, 1971 in the office of the Interstate Commerce Commission and received Recordation No. 5916.

Ohio State University does hereby irrevocably appoint and constitute Indianapolis Life Insurance Company its true and lawful attorney with full power of substitution to do everything whatsoever requisite or necessary to be done in the premises as fully as Ohio State University might or could do if this Assignment had not been made, hereby ratifying and confirming all that the said attorney or substitute shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF Ohio State University has caused its corporate name to be hereunto subscribed by its Asst Vice President, its corporate seal to be hereunto affixed and attested by its Secretary, all as of the 4 day of May, 1971.

OHIO STATE UNIVERSITY

By Ernest W. Leggett
Its Assistant Vice President

(Corporate Seal)

Attest:

Dawson
Secretary

STATE OF OHIO

COUNTY OF FRANKLIN

} SS

On this 4th day of May, 1971, before me personally appeared ERNEST W. LEGGETT to me personally known, who being by me duly sworn, says that he is the Asst Vice President of Ohio State University, 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.

Paul W. DeLong
Notary Public

PAUL W. DELONG
NOTARY PUBLIC, FRANKLIN COUNTY, OHIO
MY COMMISSION EXPIRES APRIL 24, 1973

(Seal)

My commission expires: