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RECORDATION NO. \_\_\_\_\_ Filed & Recd.

SEP 13 1972 2 50 PM

STATE COMMERCE COMMISSION

Amendment Agreement dated as of September 1, 1972, among U.S. Railway Mfg. Co. (hereinafter called the Manufacturer), FirstBank Financial Corporation (hereinafter called the Company and Modern Woodmen of America (hereinafter called the Assignee).

WHEREAS the Manufacturer and the Company have entered into a Conditional Sale Agreement dated as of June 15, 1972 (hereinafter called the Conditional Sale Agreement);

WHEREAS the Manufacturer and the Assignee have entered into an Agreement and Assignment dated as of June 15, 1972 (hereinafter called the Assignment); and

WHEREAS the parties hereto now desire to amend the Conditional Sale Agreement;

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

1. The Conditional Sale Agreement is hereby amended to substitute the date "September 30, 1972" for the date "September 5, 1972" in the second sentence of the second paragraph of Article 4 thereof.

2. The Assignment is hereby amended to permit

the aforesaid amendment to the Conditional Sale Agreement as though originally set forth therein.

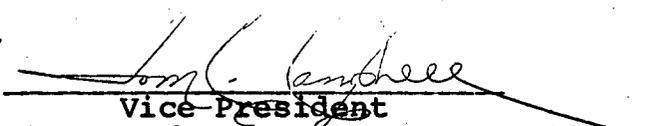
3. The Company will promptly cause this Amendment Agreement to be filed, recorded, and deposited in accordance with the provisions of Article 19 of the Conditional Sale Agreement.

4. Except as amended hereby, the Conditional Sale Agreement and the Assignment shall remain unaltered and in full force and effect.

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.

U.S. RAILWAY MFG. CO.,

by

  
Vice President

[Corporate Seal]

Attest:

  
Assistant Secretary

FIRSTBANK FINANCIAL CORPORATION,

by Geordy J. Loney  
ASSISTANT TREASURER

[Corporate Seal]

Attest:

T. Melissa Clark  
Assistant Secretary  
Club

MODERN WOODMEN OF AMERICA,

by Robert H. Platt  
National Secretary

[Corporate Seal]

Attest:

William B. Foster  
Assistant/Secretary  
National





STATE OF ILLINOIS, )  
 ) ss.:  
COUNTY OF ROCK ISLAND, )

On this 5th day of September 1972, before me personally appeared Robert H. Platt, to me personally known, who, being by me duly sworn, says that he is National Secretary of Modern Woodmen of America, 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.

*Maurice E. Young*  
\_\_\_\_\_  
Notary Public  
Maurice E. Young

[NOTARIAL SEAL]

My Commission expires: My Commission Expires Aug. 31, 1973