

Robert F. Hochwarth  
General Attorney



RECORDATION NO. 8091-B Filed & Recorded

MAR 7 1977 - 3 55 PM

Law Department  
Terminal Tower  
P. O. Box 6419  
Cleveland, Ohio 44101

~~216-664-2200~~

216-623-2405  
March 3, 1977

INTERSTATE COMMERCE COMMISSION

REGISTERED MAIL  
Return Receipt Requested

MAR - 7 1977

Secretary  
Interstate Commerce Commission  
12th Street and Constitution Ave. N.W.  
Washington, D.C. 20423

I.C.C.  
OPERATION DIV.  
7 3 51 PM '77

RECEIVED

Re: Western Maryland Railway Equipment Trust of 1975

Dear Sir:

Pursuant to Section 20c of the Interstate Commerce Act and the Commission's rules and regulations, I enclose for filing and recording six counterparts of a Supplemental Agreement dated as of February 1, 1977 to the Equipment Trust Agreement dated as of October 15, 1975 between Mercantile-Safe Deposit and Trust Company, Trustee, and Western Maryland Railway Company. The names and addresses of the parties to the transaction are:

Trustee-Lessor: Mercantile-Safe Deposit and Trust Company,  
as Trustee  
Two Hopkins Plaza  
Baltimore, Maryland 21203

Lessee: Western Maryland Railway Company  
2 North Charles Street  
Baltimore, Maryland 21201

The equipment covered by the enclosed document consists of one 3000 HP Model GP 40-2 diesel electric locomotive, to bear Lessee's road number 4261, AAR mechanical designation BB. The above locomotive will be marked "Western Maryland", "WM", "Chessie System", or some other appropriate manner, and will also be marked "WESTERN MARYLAND EQUIPMENT TRUST OF 1975, MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, TRUSTEE, OWNER, LESSOR".

The Commission previously recorded the Equipment Trust Agreement dated as of October 15, 1975 between the Trustee and the Lessee on November 7, 1975, at 11 a.m., under recordation number 8091-A.

7-066A147

MAR 7 1977

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ICC Washington, D.C.



Secretary  
Interstate Commerce Commission  
Washington, D.C.

March 3, 1977

Also enclosed is this Company's draft in the amount of \$10.00,  
representing the recording fee.

Please return four recorded counterparts to the undersigned.

Very truly yours,

  
R. F. Hochwarth  
General Attorney

RFH:ef  
Encls.

**Interstate Commerce Commission**  
Washington, D.C. 20423

3/10/pm  
3/10/77

OFFICE OF THE SECRETARY

Robert F. Hochwarth, Gen. Atty.  
Chessie System, Law Dept.  
Terminal Tower, P.O. Box 6419  
Cleveland, Ohio 44101

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on 3/7/77 at 3:55pm, and assigned recordation number(s) 8091-B

Sincerely yours,

  
Robert L. Oswald  
Secretary

Enclosure(s)

SE-30  
(5/76)

RECORDATION NO. 8091-B

EXECUTED IN 6 COUNTERPARTS

OF WHICH THIS IS NO. 6

MAR 7 1977 - 8:55 PM

INTERSTATE COMMERCE COMMISSION

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WESTERN MARYLAND RAILWAY  
EQUIPMENT TRUST OF 1975

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SUPPLEMENTAL AGREEMENT

Dated as of February 1, 1977

to

EQUIPMENT TRUST AGREEMENT

Dated as of October 15, 1975

between

Mercantile-Safe Deposit and Trust Company, Trustee

and

Western Maryland Railway Company

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SUPPLEMENTAL AGREEMENT, dated as of February 1, 1977, between  
MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, a Maryland corporation, as Trustee  
(hereinafter called the Trustee), party of the first part, and WESTERN MARYLAND  
RAILWAY COMPANY, a Maryland and Pennsylvania corporation (hereinafter called  
the Company), party of the second part:

WHEREAS, the Trustee and the Company entered into a certain Equipment  
Trust Agreement (hereinafter called the Trust), dated as of October 15, 1975,  
constituting Western Maryland Railway Equipment Trust of 1975, under which the  
Trustee leased to the Company the railroad equipment therein described or  
referred to (hereinafter called the Trust Equipment); and

WHEREAS, the Company desires to add additional Trust Equipment to  
the Trust pursuant to the provisions of Sections 3.1, 3.2, 3.3, and 3.4 of the  
Trust;

NOW, THEREFORE, THIS INDENTURE WITNESSETH:

FIRST: The Trust is hereby amended by adding to the Trust Equipment the  
following railroad equipment, title to which will be taken in the name of the  
Trustee, to-wit:

One 3000 HP Model GP 40-2 diesel electric locomotive,  
manufactured by General Motors Corporation (Electro-Motive  
Division), to bear the Company's road number 4261

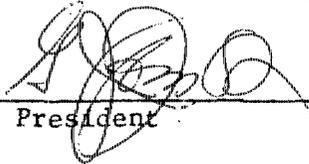
SECOND: All references to the Trust in the Trust shall be deemed to  
mean the Trust as amended by this Supplemental Agreement.

THIRD: In order to facilitate the filing and recording of this Supple-  
mental Agreement, the same may be simultaneously executed in several counter-  
parts, each of which shall be deemed to be an original, and such counterparts

together shall constitute but one and the same instrument which shall for all purposes be sufficiently evidenced by any such original counterpart.

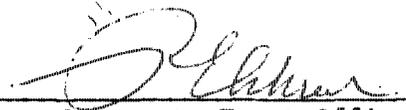
IN WITNESS WHEREOF, the parties hereto, pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of the day and year first above written.

MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY,  
as Trustee

By   
ASSISTANT Vice President

[Corporate Seal]

ATTEST:

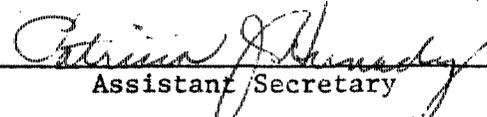
  
Corporate Trust Officer

WESTERN MARYLAND RAILWAY COMPANY

By   
Assistant Vice President and Treasurer

[Corporate Seal]

ATTEST:

  
Assistant Secretary

Witness to  
Legal Act  
  
General Attorney

STATE OF MARYLAND )  
 )  
CITY OF BALTIMORE ) SS:

On this ~~25th~~ <sup>FEBRUARY</sup> day of ~~January~~, 1977, before me personally appeared G. J. Johnston, to me personally known, who, being by me duly sworn, says that he is a Vice President of MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, 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.

*Dorothy E. Scharf*  
\_\_\_\_\_  
Notary Public

DOROTHY E. SCHARF  
NOTARY PUBLIC

My Commission Expires July 1, 1978

[Notarial Seal]

STATE OF OHIO )  
 ) SS:  
COUNTY OF CUYAHOGA )

On this ~~11th~~ day of January, 1977, before me personally appeared L. C. Roig, Jr., to me personally known, who, being by me duly sworn, says that he is Assistant Vice-President and Treasurer of WESTERN MARYLAND RAILWAY COMPANY, 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.

*Clara Masuga*  
\_\_\_\_\_  
CLARA MASUGA

Notary Public, Cuyahoga County, Ohio  
My Commission Expires April 21, 1979

[Notarial Seal]