
ST. LOUIS SOUTHWESTERN RAILWAY COMPANY
EQUIPMENT TRUST

Series A

SUPPLEMENT TO EQUIPMENT TRUST AGREEMENT

Dated as of June 1, 1973

RECORDATION NO. 6941-A Filed & Recorded

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INTERSTATE COMMERCE COMMISSION

The First Pennsylvania Banking and Trust Company

to

St. Louis Southwestern Railway Company

SUPPLEMENT TO EQUIPMENT TRUST AGREEMENT, dated as of the 1st day of June, 1973, between The First Pennsylvania Banking and Trust Company, a corporation duly organized and existing under the laws of the Commonwealth of Pennsylvania, Trustee, as hereinafter mentioned (hereinafter called the "Trustee"), party of the first part, and St. Louis Southwestern Railway Company, a corporation duly organized and existing under the laws of the State of Missouri (hereinafter called the "Company"), party of the second part:

WHEREAS, by a certain Equipment Trust Agreement bearing date as of February 1, 1973, by and between The First Pennsylvania Banking and Trust Company, a Pennsylvania corporation, as Trustee, and the Company (hereinafter called the "Agreement"), there was constituted the "St. Louis Southwestern Railway Company Equipment Trust, Series A", under which railroad equipment was to be leased to the Company; and

WHEREAS, in the Agreement the Company covenanted and agreed that if the aggregate final cost of the Trust Equipment were not at least 125% of the aggregate principal amount of Trust Certificates issued thereunder, it would cause to be transferred to the Trustee additional new Trust Equipment in such amount and of such cost that the aggregate final cost of the Trust Equipment would be at least 125% of the aggregate principal amount of Trust Certificates issued thereunder; and

WHEREAS, the aggregate final cost of the Trust Equipment was less than 125% of the aggregate principal amount of Trust

Certificates issued thereunder; and

WHEREAS, title to the railroad equipment hereinafter specifically described has been, or will be, vested in the Trustee; and

WHEREAS, it was provided in the Agreement that, upon the transfer and delivery of additional Trust Equipment to the Trustee, the same should be and become a part of the Trust Equipment;

NOW, THEREFORE, THIS SUPPLEMENT TO AGREEMENT WITNESSETH:

That The First Pennsylvania Banking and Trust Company, Trustee as aforesaid (acting in pursuance of the Agreement) party of the first part, for and in consideration as well of the sum of one dollar to it paid by the Company, party of the second part, at or before the ensealing and delivery hereof, the receipt of which is hereby acknowledged, as of the rents and covenants provided in the Agreement to be paid, kept and performed by the Company, has let and leased, and does hereby let and lease, to the Company as a part of the railroad equipment of St. Louis Southwestern Railway Company Equipment Trust, Series A (hereinafter collectively called the "Trust Equipment"), and subject to all the terms and conditions of the Agreement, the railroad equipment hereinafter described to wit:

<u>Number of Cars</u>	<u>Description</u>	<u>Estimated Average Cost Per Car</u>
22	70-ton, 50 ft. 7 in., single sheath box cars with hydraulic cushion underframes; PACCAR Inc., (Pacific Car and Foundry Company Division), builder; lettered SSW and numbered 66849 to 66870, both inclusive.	\$18,950
	Estimated total cost:	\$416,900

TO HAVE AND TO HOLD, as part of the Trust Equipment, subject to all the terms and conditions of the Agreement, the said railroad equipment hereinbefore specifically described.

This Supplement to Agreement shall be simultaneously executed in several counterparts, each of which, so executed, shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the Trustee, acting in accordance with the terms and conditions of the Agreement, and the Company, 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.

THE FIRST PENNSYLVANIA BANKING AND TRUST COMPANY, Trustee

By Wm. C. Coker
Vice President

Attest: R. Norman
Assistant Secretary

ST. LOUIS SOUTHWESTERN RAILWAY COMPANY

By J. E. Mingle
Assistant Treasurer

Attest: E. J. Stamm
Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA)
) ss.
City and County of Philadelphia)

On this *18th* day of *June*, 1973, before me personally
appeared *H. M. Krayer* to me personally known, who,
being by me duly sworn, says that he is Vice President of The First
Pennsylvania Banking and Trust Company, that one of the seals
affixed to the foregoing instrument is the corporate seal of said
corporation, and 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.

Elizabeth J. Sabers

Notary Public, Philadelphia, Philadelphia Co.
My Commission Expires March 1, 1976

STATE OF CALIFORNIA)
) ss.
City and County of San Francisco)

On this *5th* day of *JUNE*, 1973, before me personally appeared D. E. ENRIGHT, to me personally known, who being by me duly sworn, says that he is Assistant Treasurer of St. Louis Southwestern Railway Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, and 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.

Gene H. Ellinger

