



An IC Industries Company

John B. Goodrich  
Secretary and Treasurer

Illinois Central  
Gulf Railroad  
Two Illinois Center  
233 North Michigan Avenue  
Chicago, IL 60601  
(312) 565 1600

March 6, 1979

9-078A114

RECORDATION NO. 6955 filed 1425

Date 3-19-79

Fee \$ 10.00

Honorable H. Gordon Homme, Jr.  
Secretary  
Interstate Commerce Commission  
Washington, D. C. 20436

MAR 19 1979 - 12 40 PM

CC Washington, D

INTERSTATE COMMERCE COMMISSION

Re: Illinois Central Gulf Railroad Company Equipment Trust,  
Series 4, dated as of March 1, 1973

Dear Mr. Homme:

Enclosed for recording with the Interstate Commerce Commission is a Supplement dated as of February 12, 1979, to Illinois Central Gulf Railroad Company Equipment Trust, Series 4, which was recorded with the Commission on March 14, 1973, under Recordation No. 6955

Also enclosed is a check for \$10.00 payable to the Interstate Commerce Commission to cover the recording fee.

The parties to this transaction are:

Trustee: Morgan Guaranty Trust Company of New York  
30 West Broadway  
New York, New York 10015

Lessee: Illinois Central Gulf Railroad Company  
233 North Michigan Avenue  
Chicago, Illinois 60601

The equipment covered by the Supplement is new 70-ton Woodchip Hopper Cars bearing identification numbers ICG 867312-867361, both inclusive.

Upon completion of the recording, please deliver to the bearer of this letter all counterparts not required for retention in your files.

Very truly yours,

*John B. Goodrich*  
John B. Goodrich

RECEIVED  
MAR 19 12 32 PM '79  
I.C.G.  
FEE OPERATION BR.

cc: Mr. W. H. Sanders

*Shoanne Movement*

RECORDATION NO. *6955-F* Filed 1425

~~MAR 19 1979 12 40 PM~~

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL EQUIPMENT TRUST AGREEMENT

Dated as of February 12, 1979

to

ILLINOIS CENTRAL GULF RAILROAD  
EQUIPMENT TRUST AGREEMENT, SERIES 4  
DATED AS OF MARCH 1, 1973

MORGAN GUARANTY TRUST COMPANY OF NEW YORK, TRUSTEE

and

ILLINOIS CENTRAL GULF RAILROAD COMPANY

SUPPLEMENTAL EQUIPMENT TRUST AGREEMENT, dated as of Feb. 12, 1979, by and between MORGAN GUARANTY TRUST COMPANY OF NEW YORK, a corporation duly organized and existing under the laws of the State of New York (hereinafter called the Trustee), and ILLINOIS CENTRAL GULF RAILROAD COMPANY (as successor to Illinois Central Railroad Company), a corporation duly organized and existing under the laws of the State of Delaware (hereinafter called the Company):

WHEREAS, in accordance with the provisions of a certain Equipment Trust Agreement, dated as of March 1, 1973, by and between the Trustee and the Company (hereinafter called the Agreement), certain railroad equipment (hereinafter called the Trust Equipment) has been transferred to the Trustee and the title thereto vested in the Trustee; and the Trust Equipment was leased by the Trustee to the Company for the term and the rental and upon the conditions therein provided, which said Agreement constitutes Illinois Central Gulf Equipment Trust, Series 4; and

WHEREAS, said Agreement provides that sums paid to the Trustee (a) under the third full paragraph of Section 3.4 of Article III of the Agreement, together with any deposited cash then held (b) under the second full paragraph of Section 4.9 of Article IV of the Agreement and (c) under the first full paragraph of Section 4.7 of Article IV of the Agreement shall be applied by the Trustee to the Purchase of other railroad equipment; and

WHEREAS, the Trustee now holds sums arising from one or more sources listed in the preceding WHEREAS clause and the Company desires to cause to be vested in the Trustee the title to additional railroad equipment (hereinafter called Additional Trust Equipment), approved by the Company as to its qualification as substitute Equipment, to be acquired with funds in possession of the Trustee as aforesaid;

NOW, THEREFORE, for and in consideration of the rents hereinafter provided for and the covenants herein contained, this Supplemental Equipment Trust Agreement WITNESSETH as follows:

#### ARTICLE I

The Company does hereby cause to be sold, assigned, transferred and set over unto the Trustee, as Trustee for the owners of Illinois Central Gulf Equipment Trust Certificates, Series 4, the Additional Trust Equipment described in ARTICLE II hereof. The Company will deliver or cause to be delivered the said Additional Trust Equipment in accordance with the provisions of Section 3.1 of ARTICLE III of the said Agreement.

#### ARTICLE II

The Trustee, acting in pursuance of the aforesaid Agreement, has let and leased and does hereby let and lease to

the Company the following Additional Trust Equipment (first put into service after December 1, 1978) of Illinois Central Gulf Equipment Trust Series 4, to wit:

<u>Car Number</u>	<u>Description</u>	<u>Present Fair Value</u>
ICG 867312- 867361, both inclusive	70-Ton Woodchip Hopper Cars	\$2,064,000
<u>TOTAL - 50</u>		

### ARTICLE III

The equipment described in ARTICLE II replaces, in whole or in part, certain railroad equipment originally let and leased under the Agreement, which has been destroyed. Such equipment includes in addition to that previously deleted from the Trust, the cars set out in Schedule A, attached hereto.

### ARTICLE IV

The Trustee and the Company covenant and agree that the lease of the Additional Trust Equipment as provided in ARTICLE II hereof shall be upon and subject to the terms and conditions of the said Agreement, and such Additional Trust Equipment shall be part of the Trust Equipment, subject to all the terms and conditions of the said Lease and of the said Agreement in all respects as though it had been part of the original Trust Equipment specifically described in the said Lease.

### ARTICLE V

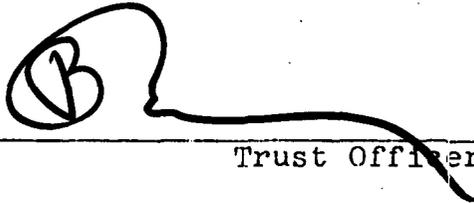
The Company, with all convenient speed, will cause this Supplemental Equipment Trust Agreement to be duly filed and recorded with the Interstate Commerce Commission in accordance with the provisions of Section 20c of the Interstate Commerce Act and will promptly furnish to the Trustee evidence of such filing and recordation and an opinion of counsel for the Company with respect thereto satisfactory to the Trustee. The Company covenants and agrees to pay the expenses connected with the preparation, execution, recording, registration and filing hereof and of any instruments executed under the provisions hereof.

ARTICLE VI

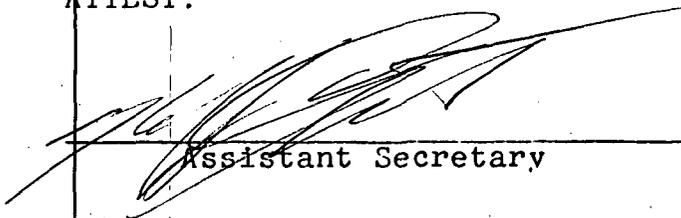
This Agreement may be simultaneously executed in any number of counterparts, each of which, so executed, shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the Trustee and the Company have caused their names to be signed hereto and their respective corporate seals to be hereto affixed, duly attested, as of the day and year first above written.

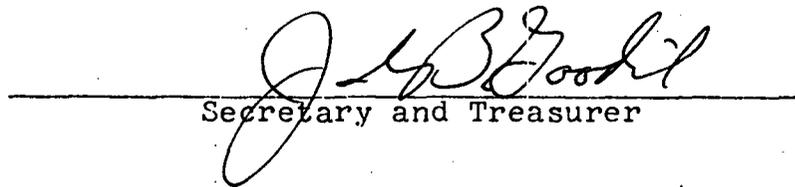
MORGAN GUARANTY TRUST COMPANY OF NEW YORK

  
Trust Officer

ATTEST:

  
Assistant Secretary

ILLINOIS CENTRAL GULF RAILROAD COMPANY

  
Secretary and Treasurer

ATTEST:

  
Assistant Secretary

STATE OF NEW YORK )  
                          ) SS  
COUNTY OF NEW YORK )

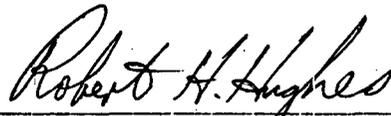
On this 15<sup>th</sup> day of MARCH, 1979, before me personally appeared P. J. CROOKS to me personally known, who, being duly sworn, says that he is a **TRUST OFFICER** of Morgan Guaranty Trust Company of New York, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of the Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Sue Scalcione*  
*Sue Scalcione*  
\_\_\_\_\_  
Notary Public

**SUE SCALCIONE**  
**NOTARY PUBLIC, State of New York**  
No. 31-4649545  
Qualified in New York County  
Commission Expires March 30, 1979

STATE OF ILLINOIS )  
                          ) SS  
COUNTY OF COOK     )

On this 12th day of February , 1979, before me personally appeared JOHN B. GOODRICH, to me personally known, who, being by me duly sworn, says that he is Secretary and Treasurer of Illinois Central Gulf Railroad Company, 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.

  
\_\_\_\_\_  
Notary Public

My Commission expires November 23, 1980

ILLINOIS CENTRAL GULF EQUIPMENT TRUST, SERIES 4  
CARS TO BE DELETED FROM TRUST  
SCHEDULE "A"

<u>Car Number</u>	<u>Description</u>	<u>Fair Value</u>
225653	50-Ton 40' Box Car	\$6,540
225654		6,540
225655		6,540
225657		6,540
225658		6,540
225659		6,540
225662		6,540
225664		6,540
225665		6,540
225666		6,540
225668		6,540
225673		6,540
225677		6,540
225680		6,540
225681		6,540
225682		6,540
225683		6,540
225685		6,540
225688		6,540
225689		6,540
225690		6,540
225691		6,540
225692		6,540
225693		6,540
225694		6,540
225698		6,540
225699		6,540
225700		6,540
225701		6,540
225702		6,540
225703		6,540
225704		6,540
225705		6,540
225708		6,540
225709		6,540
225717		6,566
225718		6,566
225720		6,566
225721		6,566
225727		6,566
225728		6,566
225730		6,566
225731		6,566
225732		6,566
225734		6,566
225735		6,566
225736		6,566
225739		6,566
225740		6,566
225742		6,566

ILLINOIS CENTRAL GULF EQUIPMENT TRUST, SERIES 4  
CARS TO BE DELETED FROM TRUST  
SCHEDULE "A"

<u>Car Number</u>	<u>Description</u>	<u>Fair Value</u>
225744	50-Ton 40' Box Car	\$6,566
225745		6,566
225746		6,566
225747		6,566
225748		6,566
225749		6,566
225750		6,566
225751		6,566
225753		6,566
225756		6,592
225757		6,592
225758		6,592
225759		6,592
225762		6,592
225763		6,592
225765		6,592
225766		6,592
225767		6,592
225769		6,592
225770		6,592
225772		6,592
225777		6,592
225779		6,592
225780		6,592
225785		6,592
225788		6,592
225789		6,592
225793		6,592
225794		6,592
225796		6,592
225798		6,618
225801		6,618
225802		6,618
225803		6,618
225805		6,618
225806		6,618
225807		6,618
225808		6,618
225810		6,618
225811		6,618
225814		6,618
225820		6,618
225822		6,618
225823		6,618
225824		6,618
225825		6,618
225826		6,618
225835		6,618
225838		6,618
225839		6,618

ILLINOIS CENTRAL GULF EQUIPMENT TRUST, SERIES 4  
CARS TO BE DELETED FROM TRUST  
SCHEDULE "A"

<u>Car Number</u>	<u>Description</u>	<u>Fair Value</u>
225852	50-Ton 40' Box Car	\$6,618
225854		6,618
225855		6,618
225857		6,618
225859		6,618
225860		6,618
225863		6,618
225864		6,618
225867		6,618
225868		6,618
225873		6,618
225884		6,644
225886		6,644
225889		6,644
225890		6,644
225891		6,644
225896		6,644
225897		6,644
225901		6,644
225902		6,644
225905		6,670
225906		6,670
225907		6,670
225909		6,670
225910		6,670
225911		6,670
225913		6,670
225915		6,670
225916		6,670
225917		6,670
225920		6,670
225921		6,670
225923		6,670
225928		6,670
225930		6,670
225931		6,670
225933		6,670
225934		6,670
225936		6,670
225938		6,696
225939		6,696
225943		6,696
225945		6,696
225946		6,696
225947		6,696
225953		6,696
225956		6,696
225960		6,696
225962		6,696
225963		6,696

ILLINOIS CENTRAL GULF EQUIPMENT TRUST, SERIES 4  
CARS TO BE DELETED FROM TRUST  
SCHEDULE "A"

<u>Car Number</u>	<u>Description</u>	<u>Fair Value</u>
225964	50-Ton 40' Box Car	\$6,696
225966		6,696
225967		6,696
225968		6,696
225969		6,696
405035	50'Ton 40' Box Car	6,930
405037		6,930
405038		6,930
405042		7,035
405043		7,035
405044		7,035
405045		7,035
405046		7,035
405047		7,035
405049		7,035
405050		7,035
405051		7,035
405052		7,035
405053		7,035
405054		7,035
405055		7,035
405056		7,035
405057		7,035
405058		7,035
405059		7,035
405062		7,035
405065		7,035
405066		7,035
405067		7,035
405068		7,035
405069		7,035
405070		7,035
405071		7,035
405072		7,035
405074		7,035
405076		7,035
405078		7,035

ILLINOIS CENTRAL GULF EQUIPMENT TRUST, SERIES 4  
CARS TO BE DELETED FROM TRUST  
SCHEDULE "A"

<u>Car Number</u>	<u>Description</u>	<u>Fair Value</u>
405080	50-Ton 40' Box Car	\$7,035
405081		7,035
405082		7,035
405083		7,035
405085		7,035
405086		7,035
405087		7,035
405090		7,035
405091		7,035
405093		7,035
405094		7,035
405096		7,035
405097		7,035
405098		7,035
405099		7,035
405101		7,035
405102		7,035
405103		7,035
405104		7,035
405105		7,035
405106		7,035
405108		7,035
405109		7,035
405111		7,035
405113		7,035
405115		7,035
405117		7,035
405118		7,035
405119		7,035
405120		7,035
405121		7,035
405122		7,035
405124		7,035
405125		7,035
405126		7,035
405127		7,035
405128		7,035
405129		7,035
405131		7,035
405132		7,035
405133		7,035
405134		7,035
405136		7,035
405138		7,035
405142		7,139
405143		7,139
405145		7,139
405146		7,139
405148		7,139
405149		7,139

ILLINOIS CENTRAL GULF EQUIPMENT TRUST, SERIES 4  
CARS TO BE DELETED FROM TRUST  
SCHEDULE "A"

<u>Car Number</u>	<u>Description</u>	<u>Fair Value</u>
405159	50-Ton 40' Box Car	\$6,930
405160		6,930
405161		6,930
405168		6,930
405174		7,035
405176		7,035
405177		7,035
405178		7,035
405180		7,035
405181		7,035
405183		7,035
405184		7,035
405187		7,035
405188		7,035
405189		7,035
405191		7,035
405192		7,035
405195		7,035
405196		7,035
405197		7,035
405198		7,035
405199		7,035
405200		7,035
405201		7,035
405204		7,087
405205		7,087
405206		7,087
405207		7,087
405208		7,087
405209		7,087
405210		7,087
405211		7,087
405212		7,087
405213		7,087
405214		7,087
405215		7,087
405216		7,087
405217		7,087
405219		7,087
405220		7,087
405222		7,087
405224		7,087
405225		7,087
405226		7,087
405227		7,087
405228		7,087
405229		7,087
405230		7,087
405231		7,087
405232		7,087

ILLINOIS CENTRAL GULF EQUIPMENT TRUST, SERIES 4  
CARS TO BE DELETED FROM TRUST  
SCHEDULE "A"

<u>Car Number</u>	<u>Description</u>	<u>Fair Value</u>
405233	50-Ton 40' Box Car	\$ 7,087
405234		7,087
405237		7,165
405238		7,165
405239		7,165
405240		7,165
405242		7,165
405243		7,165
405244		7,165
405246		7,165
405247		7,165
405248		7,165
405249		7,165
405250		7,165
405251		7,165
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Total Units 302		Total \$2,060,916.00