

# Southern Railway System

Law Department  
P. O. Box 1808  
Washington, D. C. 20013  
(202) 628-4460

59989

blt

RECORDATION NO. 8736

MAR 14 1977 - 11 50 AM

INTERSTATE COMMERCE COMMISSION

Mr. Robert L. Oswald  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

FEE OPERATION BR.

MAR 14 11 43 AM '77

RECEIVED

Dear Mr. Oswald:

I enclose eight original counterparts of the instrument described in paragraph (1) hereof for recordation pursuant to Section 20c of the Interstate Commerce Act and return, together with two original counterparts thereof for the Commission's files.

In accordance with 49 CFR Part 1116, covering the recordation of documents, I advise you as follows:

- (1) The enclosed document is an amendment to Equipment Trust Agreement No. 2 of 1977 executed in order to rectify certain printing errors in the original agreement which did not accurately reflect the intent of the parties thereto.
- (2) The Equipment Trust Agreement was filed and recorded in your office on March 2, 1977, at 9:55 a.m., and was assigned Recordation No. 8736.
- (3) After recordation, the original documents should be returned to Joseph C. Dimino, Esq., Attorney, Law Department, Southern Railway Company, Post Office Box 1808, Washington, D.C. 20013.
- (4) The recordation fee of \$10.00 is enclosed.

*Countersigned Seal Tupp*

Please acknowledge receipt of these documents on the enclosed copy of this letter.

Yours very truly,

A handwritten signature in cursive script, appearing to read "K.A. Stoecker".

K. A. Stoecker

Enclosures

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

3/14/77

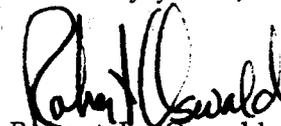
OFFICE OF THE SECRETARY

Joseph C Dimino, Esq. Atty.  
Law Dept.  
Southern RYW. Co.  
P.O.Box 1808  
Washington, D.C. 20013

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 3/14/77 at 11:50am and assigned recordation number(s) 8736-A

Sincerely yours,

  
Robert L. Oswald  
Secretary

Enclosure(s)

SE-30  
(5/76)

Executed in 10 counterparts of  
which this is counterpart No. 10

AN AGREEMENT TO AMEND SOUTHERN RAILWAY EQUIPMENT  
TRUST AGREEMENT NO. 2 of 1977 :

RECORDATION NO. 8736 *A*

W I T N E S S E T H:

MAR 12 1977 - 11 50 AM

THAT

INTERSTATE COMMERCE COMMISSION

WHEREAS, Manufacturers Hanover Trust Company, as trustee (the "Trustee"), and Southern Railway Company ("Southern") entered into an Equipment Trust Agreement dated as of March 15, 1977, constituting Southern Railway Equipment Trust No. 2 of 1977 (the "Agreement"), and

WHEREAS, said Agreement was duly executed, filed and recorded with the I.C.C. pursuant to Section 20c of the Interstate Commerce Act on March 2, 1977 at 9:55 A.M. and was assigned recordation No. 8736, and

WHEREAS, the Agreement, as executed, filed and recorded with the I.C.C., contains printing errors and therefore does not reflect the intent of the parties to the Agreement.

NOW, THEREFORE, it is agreed that the Agreement shall be amended in the following manner:

(1) The words, "that it shall be legally," shall be inserted at the end of the last line of page 7 of the Agreement so that the last line on page 7 of the Agreement reads in its entirety, "unpaid principal and on any unpaid dividends to the extent that it shall be legally " .

(2) The word, "fifteenth", shall be inserted in line one of page 11 of the Agreement in place of the word "first" so that line one of page 11 of the Agreement reads in its entirety, "Due to the bearer hereof on the fifteenth day of".

IN WITNESS WHEREOF, the parties hereto have caused this amendment to be executed and their respective corporate seals to be hereunto affixed and attested by their respective officers

thereunto duly authorized, as of this 15th day of March, 1977.

MANUFACTURERS HANOVER TRUST COMPANY  
Trustee,

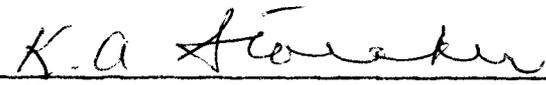
L.S.  
ATTEST:

By   
Assistant Vice President

  
Assistant Secretary

SOUTHERN RAILWAY COMPANY

L.S.  
ATTEST:

By  JED.  
Vice President

  
Assistant Secretary

STATE OF NEW YORK            )  
  )  
COUNTY OF NEW YORK        )        ss:

On this 10<sup>th</sup> day of March, 1977, before me personally appeared P. F. Kearns, to me personally known, who, being by me duly sworn, says that he is an Assistant Vice President of MANUFACTURERS HANOVER TRUST 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 pursuant to due corporate authority, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

.....  
*Francis J. Grippo*  
.....  
FRANCIS J. GRIPPO  
Notary Public, State of New York  
No. 43-4522535  
Qualified in Richmond County  
Certificate filed in New York County  
Commission Expires March 30, 1978

DISTRICT OF COLUMBIA:

On this 14<sup>th</sup> day of March, 1977, before me personally appeared K. A. Stoecker, to me personally known, who, being by me duly sworn, says that he is a Vice President of SOUTHERN RAILWAY 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 pursuant to due corporate authority, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

My Commission Expires August 31, 1979

.....  
*Lawrence D. Cox*  
.....  
Notary Public