

7062-B

RECORDATION NO. _____ Filed & Recorded

OCT 12 1973 - 3 10 PM

THE ATLANTIC NATIONAL BANK OF JACKSONVILLE
West Bay Station INTERSTATE COMMERCE COMMISSION
Jacksonville, Florida 32203

October 12, 1973

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Sir:

Herewith for recording pursuant to Section 20c of the Interstate Commerce Act are six executed counterparts of a Transfer Agreement dated as of October 1, 1973, between The Atlantic National Bank of Jacksonville and First Security Bank of Utah, National Association (as Agent), which transfers security title to equipment being reconstructed pursuant to a Reconstruction and Conditional Sale Agreement dated as of May 1, 1973, among First Security Bank of Utah, National Association (as Agent), as vendor, Louisville and Nashville Railroad Company, as guarantor, L&N Investment Corporation, as builder, and The Atlantic National Bank of Jacksonville, as vendee, filed with you on June 13, 1973, at 3:45 p.m., and assigned recordation number 7062.

The addresses of the parties to the above-listed document are as follows:

The Atlantic National Bank of Jacksonville,
West Bay Station,
Jacksonville, Florida 32203.

RECORDATION No. 7062-B

(Filed pursuant to the Provisions of Section 20c Interstate Commerce Act)

RECEIVED
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I.C.C.
FEE OPERATION BR.

First Security Bank of Utah,
National Association,
79 South Main Street,
Salt Lake City, Utah 84111.

The railroad equipment covered by this document is described in Annex I hereto, and bears the road numbers of Louisville and Nashville Railroad Company shown thereon.

Also enclosed is a check in the amount of \$10 for the required recordation fee.

Please accept for recordation two counterparts of this document, stamp the remaining four counterparts with the appropriate recordation number, and return all four to the delivering messenger, together with your fee receipt, and your letter confirming receipt addressed to The Atlantic National Bank of Jacksonville, West Bay Station, Jacksonville, Florida 32203, attention of the undersigned.

Very truly yours,



Vice President

The Atlantic National Bank of Jacksonville
West Bay Station
Jacksonville, Florida 32203.

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OCTOBER 1, 1973
INTERSTATE COMMERCE COMMISSION

TRANSFER AGREEMENT

First Security Bank of Utah, National Association, as Agent
79 South Main Street
Salt Lake City, Utah 84111

The undersigned has recently acquired the used railroad equipment described in Annex I hereto (hereinafter called the Hulks) from Louisville and Nashville Railroad Company (hereinafter called the Railroad) and desires to have such Hulks reconstructed. The undersigned hereby agrees with you as follows:

1. In order to cause the Hulks to be reconstructed and sold to us by you on conditional sale, the undersigned hereby assigns and transfers to you, without warranties as to title or workmanship, security title to the Hulks.

2. You will hold security title under and pursuant to the Reconstruction and Conditional Sale Agreement dated as of May 1, 1973 (hereinafter called the Agreement), among you, the Railroad, L & N Investment Corporation (hereinafter called the Builder), and us and you will request that the Hulks be reconstructed, pursuant thereto in accordance with the specifications referred to in Schedule A thereto. In accordance with the Agreement the undersigned has caused the Hulks to be delivered to the Builder on your behalf.

3. Upon completion of the reconstruction, the reconstructed Hulks will be delivered and conditionally sold by you to us in accordance with the Agreement.

4. If Hulks are excluded from the Agreement you shall reassign to us your interest in such Hulks, without warranty.

5. It is understood and agreed that this Agreement is being entered into solely to permit you to effectuate the foregoing and your interests in the Hulks, in present form or as reconstructed, is a security interest and that we shall at all times be the beneficial owner of the same.

If the foregoing is in accordance with your understanding, please sign a copy of this letter in the space provided and return it to the undersigned, whereupon this letter shall become a valid and binding agreement between us.

Very truly yours,

THE ATLANTIC NATIONAL BANK
OF JACKSONVILLE

by *Alfred R. Drake*
Vice President

[SEAL]

Attest:

by *W. H. Moore*
Assistant Cashier

ACCEPTED:

FIRST SECURITY BANK OF UTAH, NATIONAL ASSOCIATION, as Agent

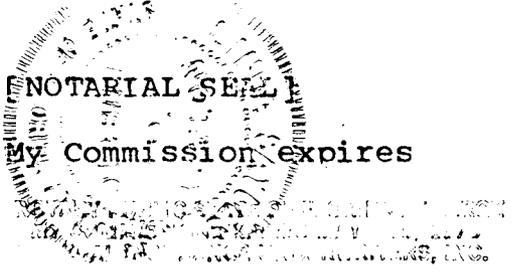
by *[Signature]*
~~Vice President~~
Authorized Officer

STATE OF *Florida*)
) ss.:
COUNTY OF *Duval*)

On this *8th* day of *October* 1973, before me personally appeared *Theodore R. Grabe*, to me personally known, who, being by me duly sworn, says that he is a Vice President of The Atlantic National Bank of Jacksonville, that the seal 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 each of whom acknowledged that the execution of the foregoing instrument was a free act and deed of said corporation.

Linda Sayles

Notary Public



ANNEX I

<u>Quantity</u>	<u>Description</u>	<u>Railroad Road Numbers</u>			
169	Open-top hopper car	73105	73189	73232	73318
		73339	73379	73509	73549
		73632	73642	73701	73787
		73805	73814	73915	73819
		73820	73832	73835	73862
		73880	73908	73950	73970
		73998	74021	74102	74139
		74173	74276	74278	74352
		74356	74387	74414	74462
		74532	74535	74565	74576
		74583	74604	74686	74759
		74778	74795	74799	74822
		74478	74922	74952	74958
		74983	74984	150022	150046
		150058	150061	150109	150130
		150216	150272	150311	150433
		150561	150618	150643	150684
		150799	150806	150917	151012
		151040	151130	151188	151246
		151289	151299	151303	151369
		151454	151495	151684	151703
		151710	151763	151794	151795
		151855	151863	151900	151930
		151961	151968	152024	152026
		152059	152132	152151	152180
		152184	152336	152456	152492
		152509	152521	152531	152535
		152550	152555	152589	152593
		152612	152647	152656	152674
		152696	152744	152793	152820
		152828	152833	152836	152841
		152856	152869	152886	152944
		152946	152982	152989	152998
		153173	153200	153251	153298
		153344	153400	153565	153663
		153700	154061	154087	154122
		154331	154334	154413	154421
		154496	154645	154651	154665
		154879	154915	154916	155075
		155086	155110	155288	155310
		155436	155447	155501	155520
		155596	155682	155712	155722
155947					

<u>Quantity</u>	<u>Description</u>	<u>Railroad Road Numbers</u>			
328	40' box car	7201	7203	7207	7209
		7230	7235	7239	7246
		7247	7250	7252	7214
		7258	7259	7260	7271
		7280	7304	7307	7311
		7318	7231	7324	7329
		7331	7339	7348	7352
		7367	7369	7374	7381
		7384	7388	7391	7398
		7403	7406	7410	7422
		7426	8757	8759	8761
		8762	8766	8772	8791
		8797	8802	8805	8815
		8817	8822	8831	8836
		8847	8856	8857	8868
		8878	8880	8884	8890
		8899	8901	8902	8905
		8908	8910	8911	8914
		8917	8920	8931	8933
		8936	8937	8940	8945
		8947	8954	8956	8961
		8962	8964	8969	8970
		8979	8984	8991	8992
		8998	12381	12385	12398
		12406	12415	12416	12418
		12429	12434	12469	12492
		12537	12605	12615	12617
		12623	12628	12656	12659
		12680	12765	12781	12796
		12817	12943	12961	12979
		12990	91406	91409	91416
		91428	91431	91433	91451
		91471	91507	91533	91553
		91612	91629	91635	91641
		91676	91700	91719	91724
		91752	91755	91778	91792
		91822	91839	91846	91856
		91862	91880	91920	91938
		91940	91941	91963	91993
		91994	91996	92016	92019
		92027	92031	92051	92056
		92060	92063	92081	92089
		92095	92109	92118	92119
		92122	92139	92142	92161
		92165	92167	92178	92193
		92195	92196	92197	92202
		92210	92223	92233	92237

<u>Quantity</u>	<u>Description</u>	<u>Railroad Road Numbers</u>			
328	40' box car (Cont'd)	92239	92242	92263	92269
		92280	92288	92293	92297
		92298	92302	92306	92308
		92310	92317	92318	92320
		92325	92331	92336	92337
		92352	92362	92373	92375
		92380	92381	92383	92386
		92396	92397	92399	92403
		92407	92411	92413	92415
		92421	92425	92449	92471
		92475	92481	92489	92502
		92503	92511	92515	92520
		92521	92522	92526	92529
		92530	92531	92550	92551
		92556	92558	92559	92560
		92567	92568	92582	92584
		92592	92604	92608	92609
		92612	92613	92617	92619
		92620	92622	92629	92631
		92632	92636	92637	92638
		92639	92640	92643	92645
		92984	93626	93668	93670
		93705	93711	93773	93793
		93796	93806	93819	93821
		93840	93906	93915	93935
		93953	93966	99740	99741
		99742	99743	99745	99746
		99747	99748	99749	99751
		99752	99754	99755	99756
		99758	99759	99761	99763
		99764	99767	99770	99771
		99772	99774	99775	99776
		99777	99779	99787	99782
		99784	99785	99793	99788
		99790	99791		99796
		99798			

<u>Quantity</u>	<u>Description</u>	<u>Railroad Road Numbers</u>			
122	50' box car	98100	98105	98108	98115
		98134	98136	98143	98146
		98173	98182	98204	98211
		98222	98224	98228	98245
		98250	98267	98268	98270
		98278	98291	98297	98298
		98322	98328	98331	98332
		98333	98369	98374	98380
		98393	98394	98424	98425
		98429	98431	98436	98438
		98442	98443	98479	98482
		98484	98502	98512	98520
		98521	98531	98536	98541
		98545	98548	98551	98555
		98556	98560	98562	98584
		98590	98622	98626	98634
		98682	98693	98710	98719
		98752	98762	98765	98776
		98795	98798	98815	98826
		98871	98872	98884	98913
		98929	98955	98957	98964
		99013	99018	99044	99048
		99050	99067	99412	99700
		99701	99703	99704	99705
		99706	99707	99708	99709
		99710	99711	99712	99713
		99715	99716	99717	99722
		99724	99725	99726	99728
		99729	99731	99732	99733
		99730	99736	99737	99738
		99735			
		99739			