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RECORDATION NO. 7553 *g* Filed & Recorded
APR 7 1975 - 11 50 AM
INTERSTATE COMMERCE COMMISSION

AMENDMENT AGREEMENT dated as of April 1, 1975, between LOUISVILLE AND NASHVILLE RAILROAD COMPANY (hereinafter called the Seller), and FIRST SECURITY BANK OF UTAH, National Association, as Trustee (hereinafter called the Buyer)..

WHEREAS the Seller and the Buyer have entered into a Hulk Purchase Agreement dated as of June 1, 1974 (hereinafter called the Hulk Agreement);

WHEREAS the Buyer has entered into a Transfer Agreement and amendments thereto with the Mercantile-Safe Deposit and Trust Company, as Agent, and said Transfer Agreement and amendments have been filed with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act, and assigned recordation numbers 7553-C, D and E, respectively;

WHEREAS the Hulk Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on June 27, 1974, at 3:15 p.m., and was assigned recordation number 7553;

WHEREAS the Hulk Agreement provides that in the event that any Hulk (as defined in the Hulk Agreement) is not delivered to the Buyer, the Buyer will assign to the Seller whatever right, title and interest the Buyer may then have in

such Hulk and such Hulk shall thereafter be excluded from the provisions of the Hulk Agreement; and

WHEREAS the parties hereto now desire to amend the Hulk Agreement to exclude the Hulks not in fact so delivered.

NOW, THEREFORE, in consideration of the mutual covenants and agreement herein contained, the parties hereto hereby agree as follows:

1. The Railroad equipment described in Exhibit A hereto shall be collectively all of the Hulks subject to the provisions of the Hulk Agreement, being those Hulks actually delivered. Exhibit A hereto is substituted for and supersedes the original Exhibit A filed with the Hulk Agreement under Recordation No. 7553. The Hulks included in the original Exhibit A not included in the attached Exhibit A are hereby released from all the terms and provisions of the Hulk Agreement.

2. The Seller will promptly cause this Amendment Agreement to be filed and recorded with the Interstate Commerce Commission.

3. Except as amended hereby, the Hulk Agreement shall remain unaltered and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused their names to be signed hereto by their respective officers

thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

LOUISVILLE AND NASHVILLE RAILROAD COMPANY,

by

[Signature]
ASST. VICE PRESIDENT

[Corporate Seal]

Attest:

W. D. Self
ATTESTING OFFICER

FIRST SECURITY BANK OF UTAH, National Association, as Trustee,

by

[Signature]
AUTHORIZED OFFICER

[Corporate Seal]

Attest:

W. Harr Seymour
Assistant Secretary
Authorized Officer *off*

STATE OF UTAH ,)
) ss.:
COUNTY OF SALT LAKE,)

On this *2nd* day of April 1975, before me personally appeared *BRENT W HORTON*, to me personally known, who being by me duly sworn, says that he is an Authorized Officer of First Security Bank of Utah, National Association, 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.

Delbert J. Langford

Notary Public

[Notarial Seal]

My Commission expires *July 22, 1978*

COMMONWEALTH OF KENTUCKY,)
) ss.:
COUNTY OF JEFFERSON ,)

On this ^{3rd} day of April 1975, before me personally appeared M. A. Stier, to me personally known, who being by me duly sworn, says that he is ^{Assistant} Vice President, ~~Secretary and Treasurer~~ of Louisville and Nashville 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.

Janet A. Blaine
Notary Public

[Notarial Seal]

My Commission expires

NOTARY PUBLIC, STATE AT LARGE
My Commission expires June 15, 1977

7553-G

EXHIBIT A

<u>Quantity</u>	<u>Description</u>	<u>Road Numbers</u>
	50-ton Box Cars	7205, 7212, 7213, 7225, 7236, 7238, 7240, 7242, 7255, 7261, 7263, 7278, 7295, 7407, 7409, 7415, 7495, 7497, 7500, 7501, 7516, 7535, 7550, 7560, 7567, 7570, 7577, 7597, 7699, 7703, 7753, 7756, 7766, 7775, 7812, 7818, 7841, 7844, 7850, 7852, 7854, 7870, 7874, 7875, 7897, 7898, 7900, 7902, 7906, 7915, 7918, 7920, 7927, 7931, 7936, 7938, 7943, 7950, 7954, 7956, 7957, 7960, 7961, 7962, 7965, 7968, 7979, 7983, 7986, 7992, 7995, 8001, 8003, 8007, 8010, 8020, 8022, 8026, 8028, 8038, 8045, 8049, 8051, 8056, 8059, 8062, 8063, 8064, 8066, 8067, 8070, 8075, 8077, 8079, 8093, 8758, 8769, 8778, 8782, 8788, 8792, 8811, 8824, 8840, 8849, 8879, 8888, 8893, 8895, 8898, 8900, 8903, 8904, 8921, 8927, 8939, 8941, 8946, 8948, 8957, 8973, 8983, 8989, 8996, 12102, 12131, 12152, 12170, 12188, 12267, 12316, 12388, 12393, 12395, 12408, 12410, 12433, 12470, 12484, 12549, 12564, 12574, 12576, 12578, 12644, 12651, 12652, 12669, 12676, 12756, 12793, 12795, 12818, 12820, 12838, 12856, 12863, 12885, 12916, 12918, 12955, 12966, 12980, 46119, 46135, 46145, 46146, 46161, 46191, 46639, 46642, 46678, 46705, 46716, 46721, 46731, 46744, 46746, 46773, 46786, 46790, 46795, 91404, 91408, 91410, 91412, 91419, 91440, 91441, 91457, 91538, 91555, 91586, 91601, 91640, 91653, 91654, 91667, 91677, 91723, 91726, 91733, 91785, 91790, 91808, 91811, 91818, 91848, 91878, 91883, 91888, 91892, 91911, 91918, 91922, 91925, 91951

Quantity

Description

Road Numbers

50-ton Box Cars (Cont'd)

91975, 91979, 91984, 91990,
92008, 92022, 92029, 92032,
92034, 92036, 92052, 92071,
92088, 92104, 92113, 92114,
92123, 92128, 92131, 92138,
92150, 92166, 92174, 92175,
92183, 92187, 92192, 92208,
92240, 92245, 92255, 92272,
92286, 92307, 92333, 92358,
92384, 92385, 92387, 92388,
92389, 92391, 92448, 92451,
92453, 92455, 92460, 92463,
92470, 92491, 92496, 92524,
92549, 92552, 92572, 92576,
92588, 92590, 92600, 92618,
92641, 92945, 92952, 92962,
92980, 93710, 93772, 93779,
93800, 93818, 93824, 93921,
93970, 93985, 97003, 97005,
97009, 97016, 97020, 97021,
97024, 97025, 97027, 97028,
97029, 97031, 97033, 97034,
97036, 97037, 97050, 97055,
97057, 97059, 97063, 97074,
97078, 97081, 97087, 97088,
97104, 97119, 97131, 97134,
97143, 97147, 97148, 97154,
97155, 97158, 97178, 97213,
97228, 97261, 97271, 97273,
97299, 97320, 97326, 97338,
97340, 97357, 97364, 97367,
97426, 97461, 97462, 97466,
97469, 97471, 97472, 97480,
97481, 97482, 97485, 97486,
97487, 97488, 97489, 97492,
97493, 97495, 97496, 97498,
97512, 97517, 97523, 97525,
97528, 97533, 97535, 97540,
97542, 97544, 97545, 97548,
98000, 98001, 98002, 98005,
98010, 98018, 98038, 98042,
98043, 98050, 98056, 98059,
98061, 98062, 98064, 98066,
98118, 98167, 98184, 98203,
98215, 98241, 98277, 98282,
98305, 98317, 98326, 98338,
98344, 98349, 98368, 98384,
98490, 98501, 98538, 98589,
98608, 98624, 98636, 98739,
98767, 98801, 98821, 98844,
98865, 98876, 98941, 98972,
99046, 99069, 99714, 99720,
99723, 99734, 99750, 99753,
99769, 99781, 99783, 99789,
99792, 106008, 106012, 106014

<u>Quantity</u>	<u>Description</u>	<u>Road Numbers</u>
	50-ton Box Cars (Cont'd)	106016, 106029, 106035, 106038, 106044, 106067, 106070, 106077, 106085, 106089, 106500, 106509, 106512, 106522, 106527, 106528, 106537, 106544, 106546, 106548, 106549, 106552, 106553, 106556, 106560, 106565, 106569, 106572, 106576, 106578, 106583, 106586, 106587, 106593, 106596, 107000, 107008, 107020, 107024, 107036, 107039, 107044, 107050, 107051, 107056, 107066, 107082, 107110, 107111, 107118, 107120, 107124, 107135, 107154, 107155, 107158, 107160, 107162, 107174, 107175, 107185, 107199, 108011, 108038, 108062, 108089, 108098, 108105, 108116, 108147, 108161, 108253, 108257, 108287, 108290, 108294, 108322, 108351, 108395, 108403, 108418, 108420, 108443, 108459, 108461, 108485, 108505, 108510, 108512, 108522, 108536, 108562, 108593, 108623, 108639, 106660, 108680, 108690, 108695, 108708, 108713, 108730, 108736, 108745, 108748, 108750, 108766, 108769, 108777, 108781, 108783, 108790,
40	70-ton Box Cars	100015, 100037, 100057, 100061, 100107, 100119, 100131, 100152, 100155, 100157, 100160, 100174, 100176, 100181, 100198, 100240, 100256, 100273, 100277, 100302, 100378, 100394, 100397, 101001, 101008, 101011, 101016, 101019, 101035, 101080, 102004, 102011, 102012, 102013, 102021, 102029, 102033, 102035, 102046, 102050.
53	80-ton Hopper Cars	182509, 182554, 182961, 183227, 183263, 183474, 186629, 186712, 186739, 187051, 187056, 187124, 187150, 187430, 187501, 187574, 187604, 187609, 187635, 187702, 187707, 187985, 188029, 188099, 188113, 188143, 188219, 188263, 188305, 188394, 188447, 188469, 188634, 188641, 188675, 188678, 188757, 188852, 188973, 189084, 189086, 189121, 189180, 189219, 189370, 189923, 500001, 500025, 500033, 500058, 500062, 500064, 500094

<u>Quantity</u>	<u>Description</u>	<u>Road Numbers</u>
123	70-ton Gondola Cars	36003, 36022, 36033, 36037, 36045, 36076, 36089, 36097, 36106, 36134, 36142, 36156, 36174, 36180, 36188, 36243, 36256, 36262, 36293, 36324, 36361, 36365, 36381, 36400, 36403, 36411, 36414, 36448, 36451, 36461, 36474, 36475, 36503, 36533, 36544, 36548, 36552, 36556, 36560, 36564, 36580, 36599, 36603, 36613, 36614, 36619, 36665, 36690, 36711, 36723, 36727, 36747, 36771, 36822, 36826, 36837, 36848, 36859, 36868, 36870, 36893, 36901, 36908, 36922, 36967, 36980, 36982, 36985, 37002, 37021, 37022, 37059, 37085, 170089, 170139, 170166, 170169, 170172, 170192, 170207, 170218, 170278, 170351, 170624, 170643, 170683, 170703, 170759, 170760, 170771, 170822, 170832, 170941, 170943, 170991, 171007, 171011, 171124, 171158, 171166, 171174, 171193, 171233, 171268, 171276, 171285, 171473, 171503, 171594, 171686, 171713, 171718, 171726, 171806, 171828, 171837, 172005, 172014, 172016, 172017, 172050, 174073, 174090
4	70-ton Covered Hoppers	37400, 37564, 37752, 38589
16	100-ton Covered Hoppers	38612, 38650, 38652, 38659, 38673, 38694, 38703, 38723, 200187, 200343, 200587, 200628, 201006, 201024, 201182, 201266
18	100-ton Box Cars	105000, 105003, 105004, 105005, 105010, 105011, 105016, 105017, 105020, 105021, 105022, 105023, 105024, 105030, 105039, 107536, 107550, 107562
99	50-ton Gondolas	28803, 28810, 28824, 28826, 2883, 28878, 28881, 28893, 28898, 28905, 28906, 28910, 28911, 28914, 28918, 28920, 28931, 28935, 28941, 28956, 28960, 28981, 48515, 48522, 48535, 48543, 48544, 48546, 48548, 48557, 48560, 48561, 48571, 48578, 48583, 48584, 48585, 48601, 48608, 48609, 48613,

<u>Quantity</u>	<u>Description</u>	<u>Road Numbers</u>			
99	50-ton Gondolas (Cont'd)	48617, 48620, 48627, 48632, 48638, 48642, 48648, 48651, 48653, 48673, 48678, 48679, 48687, 48702, 48715, 48727, 48729, 48732, 48737, 48747, 48749, 48754, 48756, 48762, 48763, 48765, 48777, 48778, 48780, 48782, 48786, 48794, 48808, 48810, 48813, 48817, 48821, 48830, 48840, 48844, 48849, 48854, 48858, 48882, 56510, 56520, 56538, 56591, 56606, 56638, 56652, 56655, 56656, 56660, 56666, 56669, 56675, 56696			
192	70-ton Open Top Hoppers	73045, 73092, 73098, 73117, 73128, 73131, 73134, 73166, 73195, 73269, 73308, 73396, 73422, 73469, 73479, 73485, 73585, 73588, 73606, 73608, 73612, 73631, 73673, 73693, 73740, 73797, 73799, 73836, 73850, 73878, 74070, 74115, 74206, 74253, 74307, 74344, 74345, 74349, 74430, 74475, 74505, 74513, 74551, 74573, 74596, 74599, 74608, 74635, 74653, 74660, 74662, 74667, 74672, 74678, 74711, 74712, 74716, 74761, 74823, 74884, 74891, 74980, 150065, 150170, 150329, 150367, 150390, 150398, 150402, 150403, 150416, 150421, 150429, 150553, 150591, 150627, 150654, 150776, 150810, 150814, 150863, 150915, 150924, 151016, 151029, 151052, 151132, 151158, 151170, 151185, 151263, 151347, 151373, 151403, 151430, 151524, 151595, 151663, 151671, 151673, 151720, 151743, 151797, 151824, 151830, 151879, 151921, 151970, 152147, 152150, 152156, 152206, 152256, 152351, 152481, 152486, 152500, 152502, 152517, 152522, 152532, 152537, 152558, 152582, 152586, 152590, 152613, 152615, 152640, 152652, 152663, 152667, 152688, 152703, 152731, 152747, 152751, 152802, 152803, 152861, 152865, 152866, 152879, 152894, 152897, 152909, 152947, 152951, 152978, 152980, 152987, 153033, 153099, 153134, 153181, 153186,			

<u>Quantity</u>	<u>Description</u>	<u>Road Numbers</u>
192	70-ton Open Top Hoppers	153201, 153254, 153264, 153297, 153323, 153404, 153661, 153752, 153760, 153828, 153897, 154127, 154198, 154207, 154341, 154373, 154382, 154471, 154766, 154793, 154891, 154906, 154937, 154938, 154951, 155031, 155105, 155109, 155137, 155301, 155332, 155389, 155542, 155695, 155755, 156084