

OCT 1 1974 3:30 PM

AMENDMENT TO LOAN AND SECURITY AGREEMENT

That certain Loan and Security Agreement dated May 1, 1974, between Track One Company (hereinafter called Borrower) and North Carolina National Bank, Charlotte, North Carolina (hereinafter called Bank) is hereby amended as follows:

- 1. The Loan and Security Agreement shall secure Borrowers liability to Bank under note dated July 29, 1974, in the amount of \$1,324,000.00.
- 2. Borrower represents that the total cost of the freight cars described in paragraph 2 of said Loan and Security Agreement shall be 1,970,000 allocated as follows:

Cars Numbered PICK 55030-55069	\$21,050 each
Cars Numbered PICK 55070-55117	\$23,500 each

- 3. The amount to be advanced to or on behalf of Borrower shall be \$14,500.00 per car on cars numbered PICK 55030-55069 and \$15,500.00 on cars numbered PICK 55070-55117.
- 4. All provisions of said Loan and Security Agreement not inconsistent with this Amendment shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto, each pursuant to due authority, have caused this Amendment to be duly signed in their respective names as of the date first above written.

WITNESS:

ATTEST:

William W. Kehl, Asst Secretary

TRACK ONE COMPANY

BY: STERLING CAPITAL, LTD.

By: John M. Sterling, Jr., President
(GENERAL PARTNER)

WITNESS:

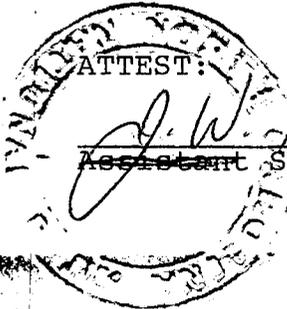
Lois J. Troutman

ATTEST:

Assistant Secretary

NORTH CAROLINA NATIONAL BANK

By: D. Douglas Buchanan, Assistant Vice-President



STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)

On this 29th day of July, 1974, before me personally appeared John M. Sterling, Jr., to me personally known, who, being by me duly sworn, says that he is the President of Sterling Capital, Ltd., General Partner of Track One Company, the Owner of the railroad cars described in the foregoing instrument, and William W. Kehl, to me personally known to be the Assistant Secretary of Sterling Capital, Ltd.; that the seal affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation as General Partner of Track One Company by authority of its Board of Directors and they acknowledged that the execution of the foregoing instrument was its free act and deed.

Carol B. Bennett (L.S.)
Notary Public for South Carolina

My Commission Expires: Nov. 19, 1979.

STATE OF NORTH CAROLINA)
COUNTY OF MECKLENBURG)

On this 29 day of July, 1974, before me personally appeared D. Douglas Buchanan, to me personally known, who, being duly sworn, says that he is Assistant Vice President of North Carolina National Bank; 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.

Lorena C. Joushee (L.S.)
Notary Public for North Carolina

My Commission Expires: 6-19-77.