

RECORDATION NO. 7013-2 Filed & Recorded

APR 24 1975-10 05 AM

INTERSTATE COMMERCE COMMISSION

AGREEMENT

AGREEMENT dated March 31, 1975 by and among AUTO-TRAIN CORPORATION, a Florida corporation, with its principal place of business at 1801 K Street, N.W., Washington, D. C. (hereinafter called the "Mortgagor") and UNITED STATES TRUST COMPANY OF NEW YORK, CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, ATLANTIC NATIONAL BANK OF JACKSONVILLE and SANFORD ATLANTIC NATIONAL BANK (hereinafter collectively called the "Mortgagees").

W I T N E S S E T H :

WHEREAS, pursuant to a certain Chattel Mortgage (the "Chattel Mortgage") dated April 19, 1973, as amended July 5, 1973, as of November 9, 1973 and October 25, 1974, and filed and recorded with the Interstate Commerce Commission, Mortgagor granted Mortgagees a security interest in the Mortgaged Property (as that term is defined in the Chattel Mortgage) subject to existing liens as set forth on Schedule A to the Chattel Mortgage; and

WHEREAS, the Mortgagor and Mortgagees desire to modify the Chattel Mortgage and Schedule A thereto to

include in the term Mortgaged Property one tri-level auto-carrier acquired between October 25, 1974 and the date hereof.

NOW, THEREFORE, in consideration of the premises, the parties hereto agree as follows:

1. Schedule A to the Chattel Mortgage is hereby modified to include therein one tri-level auto-carrier manufactured by and acquired from Southern Iron and Equipment Co., Auto-Train identification number 100, original cost \$145,925, no capital improvements (the "Equipment").

2. The Equipment is hereby included within the term Mortgaged Property, as defined in the Chattel Mortgage, and the Equipment is subject to all of the terms and provisions of the Chattel Mortgage as the same relates to Mortgaged Property.

3. The Chattel Mortgage as herein modified shall continue in full force and effect in accordance with its terms.

IN WITNESS WHEREOF, the Mortgagor and the Mortgagees have caused this instrument to be duly executed

as of the day and year first above written.

[SEAL]

AUTO-TRAIN CORPORATION

By: *Eugene Louis Lyford*

UNITED STATES TRUST COMPANY
OF NEW YORK

By: *D. M. R.*

[SEAL]

CONTINENTAL ILLINOIS NATIONAL
BANK AND TRUST COMPANY OF
CHICAGO

By: _____

[SEAL]

ATLANTIC NATIONAL BANK OF
JACKSONVILLE

By: _____

[SEAL]

SANFORD ATLANTIC NATIONAL
BANK

By: _____

[SEAL]

STATE OF *New York*)
COUNTY OF *New York*) :ss.:

On the *31st* day of March, 1975, before me personally appeared Eugene K. Garfield, to me personally known who being by me duly sworn did depose and say that he resides at *4200 Massachusetts Ave, N.W., Washington, D.C.* that he is the President of Auto-Train Corporation, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is said corporate seal; that it was so affixed by order of the Board of Directors of said corporation, that he signed his name thereto by like order, and that the execution of the foregoing instrument was the free act and deed of said corporation.

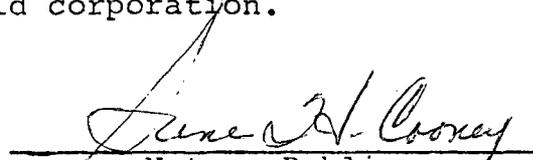

Notary Public

[Notarial Seal]

LAURA FLEISCHMAN
Notary Public, State of New York
No. 31-6332150
Qualified in New York County
Term Expires March 30, 1976

STATE OF *New York*)
COUNTY OF *New York*) :ss.:

On the *31st* day of March, 1975, before me personally appeared David M. Melick, to me personally known who being by me duly sworn did depose and say that he resides at 11 Kendall Avenue, Maplewood, New Jersey that he is the Assistant Vice President of United States Trust Company of New York, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is said corporate seal; that it was so affixed by order of the Board of Trustees of said corporation, that he signed his name thereto by like order, and that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

[Notarial Seal]

IRENE H. COONEY
Notary Public, State of New York
No. 41-5806515 Qual. in Queens Co.
Cert. Filed in New York County
Commission Expires March 30, 1976

STATE OF)
 : ss.:
COUNTY OF)

On the day of March, 1975, before me personally appeared Peter D. Horne, to me personally known who being by me duly sworn did depose and say that he resides at 135 Sequoia Lane, Deerfield, Illinois; that he is the Vice President of Continental Illinois National Bank and Trust Company of Chicago, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is said corporate seal; that it was so affixed by order of the Board of Trustees of said corporation, that he signed his name thereto by like order, and that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

STATE OF)
 : ss.:
COUNTY OF)

On the day of March, 1975, before me personally appeared , to me personally known who being by me duly sworn did depose and say that he resides at ; that he is the of Atlantic National Bank of Jacksonville, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is said corporate seal; that it was so affixed by order of the Board of Trustees of said corporation, that he signed his name thereto by like order and that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

STATE OF)
 : ss.:
COUNTY OF)

On the _____ day of March, 1975, before me personally appeared _____, to me personally known who being by me duly sworn did depose and say that he resides at _____

; that he is the _____ of Sanford Atlantic National Bank, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is said corporate seal; that it was so affixed by order of the Board of Trustees of said corporation, that he signed his name thereto by like order, and that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]