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LAW OFFICES

ALVORD AND ALVORD

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

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REC'D SEP 26 1988

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INTERSTATE COMMERCE COMMISSION

OF COUNSEL
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ELIAS C. ALVORD (1942)
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*NOT A MEMBER OF D.C. BAR
*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN OHIO
*ALSO ADMITTED IN MARYLAND

September 26, 1988

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

No. 8-270A070
Date SEP 26 1988
Fee \$ 26.00

ICC Washington, D.C.

Dear Ms McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are five (5) copies of an Agreement of Amendment dated as of September 1, 1988, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The enclosed document relates to the Trust Indenture and Security Agreement dated as of December 1, 1987, which was duly filed and recorded on December 29, 1987 and assigned Recordation Number 15433, as supplemented.

The names and addresses of the parties to the enclosed document are:

CSX Transportation, Inc.
100 North Charles Street
Baltimore, Maryland 21201

Wilmington Trust Company, as Owner Trustee
Rodney Square North
Wilmington, Delaware 19890

The enclosed document corrects railcar number CSXT 704904 to read CSXT 704804.

Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

C. Bentley
CSX Kappler

SEP 26 12 58 PM '88
MOTEL PERMITS UNIT

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
September 26, 1988
Page Two

Kindly return four (4) stamped copies of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Agreement of Amendment dated as of September 1, 1988 between CSX Transportation, Inc. and Wilmington Trust Company changing car number CSXT 704904 to read CSXT 704804.

Very truly yours,


Charles T. Kappler

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

9/26/88

OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord & Alvord
918 16th St. N.W.
WASHINGTON, D.C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/26/88 at 1:05pm, and assigned recordation number(s). 15433-B & 15434-B

Sincerely yours,

Narta R. McGee
Secretary

Enclosure(s)

1cc Copy

15433-B
15433-B

AGREEMENT OF AMENDMENT

RECORDATION NO.

FILED 1988

SEP 26 1988 - 1 05 PM

INTERSTATE COMMERCE COMMISSION

This Agreement of Amendment dated as September 1, 1988 between Wilmington Trust Company, Owner Trustee (as Lessor), and CSX Transportation, Inc. (as Lessee) amends the description of items of Equipment in Schedule A of that certain Lease of Railroad Equipment, dated as of December 1, 1987 between Lessor and Lessee.

The car numbers as identified in Schedule A under the Lease, and various other schedules under the Trust Indenture and Security Agreement; Reconstruction and Hulk Purchase Agreement (as defined in this Lease) shall now be corrected to reflect the correct CSXT car number 704804, in lieu of the typographical error of CSXT 704904 as evidenced on the original documents.

All other provisions and supplements to the Lease shall remain in full force and effect. All capitalized terms used herein shall have the meanings assigned to them in the Lease.

The Lessee will cause this Instrument to be filed and recorded with the Interstate Commerce Commission pursuant to the provisions of 49 U.S.C. Section 11303.

ATTEST:

CSX Transportation, Inc.

as Lessee

P. J. Hochmuth
Assistant Secretary

By

[Signature]
AVP & Treasurer-Equipment Unit

(Corporate Seal)

ATTEST:

Wilmington Trust Company

as Lessor

[Signature]
Secretary

By

[Signature]
Authorized Officer

(Corporate Seal)

STATE OF Delaware)
COUNTY OF New Castle) SS:

On this 10th day of September, 1988, before me personally appeared John M. Beeson, Jr., to me personally known, who being by me duly sworn, says that he is an Authorized Officer of Wilmington Trust Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said Company, that said instrument was signed and sealed on behalf of said Company 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 Company.

Sharon Fr. Brundee
Notary Public

My Commission expires August 10, 1989

(NOTARIAL SEAL)

STATE OF MARYLAND)
BALTIMORE CITY) SS:

On this 16th day of September, 1988, before me personally appeared Dennis J. Palsard, to me personally known, who being by me duly sworn, says that he is an Authorized Officer of CSX Transportation, Inc., that one of the seals affixed to the foregoing instrument is the corporate seal of said Company, that said instrument was signed and sealed on behalf of said Company 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 Company.

H. Marlene Winickell
Notary Public
H. MARLENE WINICKELL
BALTO. CO., MD.

My Commission expires My Commission Expires July 1, 1990

(NOTARIAL SEAL)