

Pamela B. Loewenstein
Staff Attorney
Transportation Systems &
Industrial Group
The East Tower
2550 Golf Road
Rolling Meadows, Illinois 60008



Telephone: 312/640-7000

RECORDATION NO. 13875-A
Filed 1425

APR - 4 1983 - 9 10 AM

INTERSTATE COMMERCE COMMISSION

March 29, 1983

Mrs. Mildred Lee
Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Mrs. Lee:

I have enclosed 3 originals and 1 copy of the document described below to be recorded pursuant to Section 11303 of Title 49 U.S. Code.

The document enclosed is an Amendment to a Security Agreement, a secondary document dated February 24, 1983.

The primary document to which this is connected is recorded under Recordation No. 13875.

The names and addresses of the parties to the documents are as follows:

Debtors: Atlantic & Western Railway Company
Atlantic & Western Financial Corporation
P.O. Box 1208
Sanford, NC 27330

Secured Party: Evans Railcar Leasing Company
2550 Golf Road
Rolling Meadows, IL 60008

A description of the equipment covered by the document follows:
ATW 11000-11013, gondolas, AAR# 6312; ATW 4000, XM boxcar, AAR# B209; ATW 4165-4199, XP boxcars, AAR# A200.

A fee of \$10.00 is enclosed. Please return 2 originals and 1 copy not needed by the Commission for recordation to Pamela B. Loewenstein, Evans Products Company, 2550 Golf Road, Rolling Meadows, IL 60008.

A short summary of the document to appear in the index follows:
Amendment dated February 24, 1983 to Security Agreement dated
December 31, 1982, Recordation #13875, by Atlantic & Western
Railway Company and Atlantic & Western Financial Corporation
(Debtors) in favor of Evans Railcar Leasing Company covering ATW
4000, 4165-4199, 11000-11013.

Very truly yours,

Pamela B Loewenstein

Pamela B. Loewenstein

PBL:sm

Enclosure

Pamela B. Loewenstein
Staff Attorney
Transportation Systems &
Industrial Group
The East Tower
2550 Golf Road
Rolling Meadows, Illinois 60008

Telephone: 312/640-7000



RECORDATION NO. 13875 Filed 1425

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DEC 21 1982-2 40 PM

INTERSTATE COMMERCE COMMISSION

FEE OPERATION BR.

DEC 21 2 15 PM '82

RECEIVED

December 16, 1982

Mrs. Mildred Lee
Secretary
Interstate Commerce Commission
Washington, DC 20423

No. DEC 21 1982
Date
Fee \$ 50.00

ICC Washington, D. C.

Dear Mrs. Lee:

I have enclosed one original, one certified true copy and two copies of the document described below to be recorded pursuant to Section 11303 of Title 49 U.S. Code.

The document included is a Security Agreement, a primary document dated August 26, 1982.

The names and addresses of the parties to the document are as follows:

Debtors:	Atlantic and Western Railway Company, P. O. Box 1208 Sanford, North Carolina 27330	Atlantic and Western Financial Corp. P.O. Box 1208 Sanford, North Carolina 27330
Secured Party:	Evans Railcar Leasing Company 2550 Golf Road Rolling Meadows, Illinois 60008	

A description of the equipment covered by the document follows:
25 XF Boxcars ATW 1000-1024 AAR # A220
15 XP Boxcars ATW 4150-4164 AAR # A200
25 XM Boxcars ATW 16000-16024 AAR # B209
25 XF Boxcars ATW 62000-62024 AAR # A220
64 XF Boxcars ATW 65000-65063 AAR # A220

A fee of \$50.00 is enclosed. Please return one original and two copies not needed by the Commission for recordation to Pamela B. Loewenstein, Evans Products Company, 2550 Golf Road, Rolling Meadows, Illinois 60008.

A short summary of the document to appear in the index follows:
Security Agreement dated August 26, 1982 between Evans Railcar Leasing Company, Secured Party, and Atlantic and Western Railway Company, and Atlantic and Western Financial Corporation, Debtors, covering 25 XF Boxcars, ATW 1000-1024; 15 XP Boxcars, ATW 4150-4164; 25 XM Boxcars, ATW 16000-16024; 25 XF Boxcars, ATW 62000-62024; and 64 XF Boxcars, ATW 65000-65063.

Very truly yours,

Pamela B. Loewenstein

Pamela B. Loewenstein

PBL:jf

Enclosure

RECORDATION NO. 13875-A
FILED 1455

APR - 4 1983 - 9 10 AM

AMENDMENT

INTERSTATE COMMERCE COMMISSION

AMENDMENT dated as of the 24th day of February, 1983, to Security Agreement dated as of August 26, 1982 by Atlantic & Western Railway Company and Atlantic & Western Financial Corporation (collectively "A & W") in favor of Evans Railcar Leasing Company ("Evans").

W I T N E S S E T H :

WHEREAS, A & W executed a Security Agreement dated August 26, 1982, recorded with the Interstate Commerce Commission on December 21, 1982, recordation #13875 ("Security Agreement") in favor of Evans giving Evans a security interest in certain collateral to secure A & W's obligations under certain railcar lease agreements, as modified, between A & W and Evans; and

WHEREAS, A & W desires to modify and amend the Security Agreement pursuant to the terms and conditions hereinafter set forth.

NOW THEREFORE, A & W hereby agrees as follows:

1. In addition to the railcars identified in Exhibit "A" to the Security Agreement, A & W hereby creates in favor of and grants to Evans a security interest in the railcars identified in Schedule 1 attached hereto and made a part hereof.
2. All other terms and conditions of the Security Agreement are hereby confirmed and shall remain in full force and effect.

IN WITNESS WHEREOF, A & W has executed this Security Agreement as of the day and year first above written.

[Corporate Seal]

ATLANTIC & WESTERN FINANCIAL CORPORATION

ATTEST:

O Tracy Parker
Secretary

By: W. B. Joyce
President

[Corporate Seal]

ATLANTIC & WESTERN RAILWAY COMPANY

ATTEST:

O Tracy Parker
Secretary

By: W. B. Joyce
President

Schedule 1

Reporting Marks and Numbers:

Description of Car:

ATW 11000-11013

Gondolas

ATW 4000

XM Boxcar

ATW 4165-4199

XP Boxcars