



**The Atchison, Topeka and Santa Fe Railway Company**

A Santa Fe Industries Company

80 East Jackson Boulevard, Chicago, Illinois 60604, Telephone 312/427-4900

RECORDATION NO. 7744-E Filed 1426

September 1, 1983

SEP 6 1983 -1 15 PM

INTERSTATE COMMERCE COMMISSION

Ms. Agatha L. Mergenovich  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

No. 322491120  
Date SEP 6 1983  
Fee \$ 10.00  
ICC Washington, D.C.

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SEP 6 1 40 PM '83  
FEE OPERATION BR.

Re: The Atchison, Topeka and Santa Fe Railway Company, Equipment Trust, Series J, Supplement No. 5 dated August 1, 1983

Dear Secretary:

Enclosed herewith please find an original and one counterpart of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is Supplement No. 5 dated as of August 1, 1983, to The Atchison, Topeka and Santa Fe Railway Company Equipment Trust Agreement, dated as of December 15, 1974.

That Equipment Trust is the primary document to which this supplement is connected and is recorded under Recordation No. 7744.

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

The Company, as Lessee:

The Atchison, Topeka and Santa Fe Railway Company  
80 East Jackson Boulevard  
Chicago, IL 60604

The Trustee, as Trustee and Lessor:

Harris Trust and Savings Bank  
111 West Monroe Street  
Chicago, IL 60690

The equipment covered by Equipment Trust Agreement, Series J, is described on Exhibit 1.

For the convenience of the parties, I have enclosed five additional counterparts of the supplement, which I should like to have returned to me bearing the recordation information.

*Handwritten signatures and notes on the left margin.*

Iterstate Commerce Commission  
Page Two  
September 1, 1983

A check in the amount of \$10 is also enclosed in payment of the Commission's prescribed recordation fee.

Very truly yours,

*Gus Svolos*

Gus Svolos  
Vice President-Law

JQG/LBM/kad  
Enclosures

Revised in accordance with  
Supplement No. 5, dated as of August 1, 1983

## [EQUIPMENT TRUST, SERIES J]

## SCHEDULE A

<u>Quantity</u>	<u>Type</u>
200	52'6" 70-ton insulated box cars with roller bearing trucks, Pacific Car and Foundry Company, builder; Nos. 522600 to 522799, both inclusive
20	U-36-C 3600 HP Diesel Locomotive Units, General Electric Company, builder; Nos. 8774 to 8793, both inclusive
23	GP-39-2 2300 HP Diesel Locomotive Units, Electro-Motive Division, General Motors Corporation, builder; Nos. 3617 to 3626 inclusive (10 units) and 3656 to 3668, inclusive (13 units)
100	89'4" 70-ton Flat Cars with roller bearing trucks, Bethlehem Steel Corporation, builder; Nos. 296568 to 296575 (8 cars), 291902 to 291915 (14 cars), 291917 to 291947 (31 cars), 291949 to 291953 (5 cars), 291955 to 291960 (6 cars), 291962 to 291971 (10 cars), 291973 to 291997 (25 cars), and 291999 (1 car)
50	50'6" 100-Ton Box Cars, Pullman Incorporated, builder; Nos. 45785 to 45834, both inclusive
500	61'100-Ton Insulated Box Cars, Santa Fe Rail Equipment Company, builder; Nos. 621600 to 622099, both inclusive
600	4,750 Cu. Ft. 100-Ton Covered Hopper Cars, Pullman Incorporated, builder; Nos. 315200 to 315799, both inclusive
100	70'10" 100-Ton Hopper Cars, Greenville Steel Car Company, builder; Nos. 165000 to 165099, both inclusive
84	60'9" 100-Ton Box Cars, Pullman Incorporated, builder; Nos. 611616 to 611699, both inclusive
75	100-Ton Triple Cross Hopper Cars, Santa Fe Rail Equipment Company, builder; Nos. 179000 to 179074, both inclusive

25

89'4" 70-ton Flat Cars for trailer or container service, with roller bearing trucks (Class Ft-91), Bethlehem Steel Corporation, builder; Nos. 295275 to 295299, both inclusive

5

60' Box Cars, 70-ton capacity with roller bearing trucks (Class Bx-194), Fruit Growers Express Company, builder; Nos. 600745 to 600749, both inclusive

THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY  
EQUIPMENT TRUST, SERIES J

RECORDATION NO. 7744-F  
SEP 6 1983 11 53 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT No. 5, dated as of August 1, 1983, to Equipment Trust Agreement, dated as of December 15, 1974, (the "Agreement"), between The Atchison, Topeka and Santa Fe Railway Company (the "Company") and Harris Trust and Savings Bank, as Trustee (the "Trustee"), by which The Atchison, Topeka and Santa Fe Railway Company Equipment Trust, Series I, is created.

1. In accordance with Section 4.6 of the Agreement, the Company hereby states that certain identifying numbers assigned to the railroad equipment included in said Equipment Trust have been changed, as set forth on the Statement of New Identifying Numbers, dated August 1, 1983, attached hereto as Exhibit 1.

2. The Agreement is hereby amended by substituting a new Schedule A, revised in accordance with this Supplement, for the present Schedule A. A copy of the revised Schedule A is attached hereto as Exhibit 2.

3. The Trustee hereby acknowledges receipt of said Statement and Schedule.

4. The Company shall cause this Supplement together with said Statement and Schedule to be filed and recorded with the Interstate Commerce Commission in the manner provided by Section 6.4 of the Agreement.

IN WITNESS WHEREOF, the Company and the Trustee have caused the Supplement to be executed by their respective duly authorized officers and have affixed their duly attested corporate seals, as of the date first above written.

THE ATCHISON, TOPEKA AND  
SANTA FE RAILWAY COMPANY

By *D. G. Rugg*  
Executive Vice President

ATTEST:

*T. M. Mc Govern*  
Assistant Secretary

HARRIS TRUST AND SAVINGS BANK,  
as Trustee

By *P. J. Mason*  
Vice President

ATTEST:

*J. B. Baitel*  
Assistant Secretary

August 1, 1983

STATEMENT OF NEW IDENTIFYING NUMBERS  
(SERIES J)

<u>Number of Units</u>	<u>Description</u>	<u>Original Numbers</u>	<u>New Numbers</u>
8	89'4" 70-ton Flat Cars with roller bearing trucks, Bethlehem Steel Corporation, builder; Nos. 291900 to 291999, both inclusive	291900 291901 291916 291948 291954 291961 291972 291998	296568 296569 296570 296571 296572 296573 296574 296575

Revised in accordance with  
Supplement No. 5, dated as of August 1, 1983

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STATE OF ILLINOIS )  
                          ) SS  
COUNTY OF COOK    )

On this 21<sup>st</sup> day of August, 1983, before me personally appeared D. G. Ruegg, to me personally known, who, being by me duly sworn, says that he is Executive Vice President of The Atchison, Topeka and Santa Fe Railway Company, 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 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.

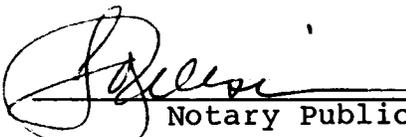
  
\_\_\_\_\_  
Notary Public

(Notarial Seal)

My Commission Expires \_\_\_\_\_

STATE OF ILLINOIS )  
                          ) SS  
COUNTY OF COOK    )

On this 31<sup>st</sup> day of August, 1983, before me personally appeared R. G. MASON, to me personally known, who, being by me duly sworn, says that he is Vice President of Harris Trust and Savings Bank, 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 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.

  
\_\_\_\_\_  
Notary Public

(Notarial Seal)

My Commission Expires DECEMBER 7, 1985