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General Counsel

John C. Danielson
General Attorney

Dennis W. Krakow
Senior Trial Attorney

John A. Ponitz
Trial Attorney

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Attorney

Mary P. Sclawy
Attorney

Christopher A. Rodgers
Attorney

RECORDATION NO. 6534/B Filed 1425

AUG 14 1981 10 31 AM

INTERSTATE COMMERCE COMMISSION



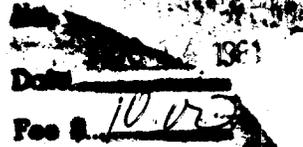
Grand Trunk Western Railroad Co.

Law Department

131 West Lafayette Boulevard
Detroit, Michigan 48226
(313) 962-2260

August 11, 1981
File: 352-Sep.

Mrs. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
12th St. and Constitution Ave., N.W.
Washington, D.C. 20423



Washington, D. C.

Dear Mrs. Mergenovich:

Enclosed for recordation under Section 11303 of the Interstate Commerce Act are three counterparts of an Agreement for Redesigna-
tion of Railroad Car Numbers, dated August 4, 1981, between Grand
Trunk Western Railroad Company, as lessee, and Trust Company for
USL, Inc., not in its individual capacity but as Trustee under a
Trust Agreement dated as of September 8, 1971, as lessor. This
agreement was made pursuant to an Equipment Lease, Assignment,
Chattel Mortgage and Security Agreement, dated as of March 1, 1972,
and filed with the Commission on March 30, 1972, with recordation
number 6534.

The addresses of the parties to this Agreement for Redesigna-
tion are:

Lessor: Trust Company for USL, Inc.
633 Battery Street
San Francisco, California, 94111

Lessee: Grand Trunk Western Railroad Company
131 West Lafayette Boulevard
Detroit, Michigan, 48226

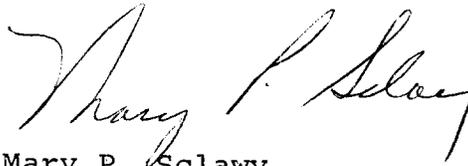
The equipment covered by this Agreement are 53 flat cars to be
renumbered as shown on Schedule A, attached hereto and to the Agree-
ment.

Enclosed is our check No. 263 for \$10.00 for the recordation

Mrs. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
August 11, 1981 - Page Two

of this agreement. Please accept for filing one counterpart of the Agreement, stamp the remaining two with your recordation number and return them with the fee receipt to the undersigned.

Sincerely,



Mary P. Sclawy
Attorney

MPS:bjm
Enclosures

cc: Mr. Peter Ashby, USL, Inc.
Mr. A. C. Robinson

SCHEDULE A

Existing Series 304239-304293 to 504378-504430

<u>From</u>	<u>To</u>	<u>From</u>	<u>To</u>	<u>From</u>	<u>To</u>
304249	504378	304256	504396	304275	504414
254	379	257	397	276	415
293	380	258	398	277	416
239	381	259	399	278	417
240	382	260	400	279	418
241	383	261	401	280	419
242	384	262	402	281	420
243	385	263	403	282	421
244	386	264	404	283	422
245	387	265	405	284	423
246	388	266	406	285	424
247	389	267	407	286	425
248	390	268	408	287	426
250	391	269	409	289	427
251	392	270	410	290	428
252	393	272	411	291	429
253	394	273	412	292	430
255	395	274	413		

Interstate Commerce Commission
Washington, D.C. 20423

8/14/81

OFFICE OF THE SECRETARY

Mary P. Sclawy, Atty.
Grand Trunk Western RR. Co.
131 West Lafayette Blvd.
Detroit, Michigan 48226

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 **8/14/81** at **10:55am**, and assigned re-
recording number(s). **6534-B**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

AUG 14 1981 10 52 AM

AGREEMENT FOR REDESIGNATION OF RAILROAD CAR NUMBERS INTERSTATE COMMERCE COMMISSION

ICC File No.: 6534
ICC Filing Date: March 30, 1972

Trust Company for USL, Inc., not in its individual capacity but as Trustee under a Trust Agreement dated as of September 8, 1971, and Grand Trunk Western Railroad Company, as Lessor and Lessee respectively, are parties to an Equipment Lease, Assignment, Chattel Mortgage and Security Agreement, dated as of March 1, 1972.

Pursuant to Section 4.2 of said Agreement Lessor and Lessee hereby agree that Lessee may renumber certain flat cars subject to said Agreement as shown on Schedule A, attached hereto and made a part hereof.

Executed on behalf of the parties hereto on August
4, 1981.

Attest:

Lucy E. ...

TRUST COMPANY FOR USL, INC.,
not in its individual capacity
but as Trustee under a Trust
Agreement dated as of
September 8, 1971

(Seal)

By [Signature]
Its Vice President

Attest:

[Signature]
Its Assistant Secretary

GRAND TRUNK WESTERN RAILROAD COMPANY

By [Signature]

(Seal)

Its Vice President - Finance

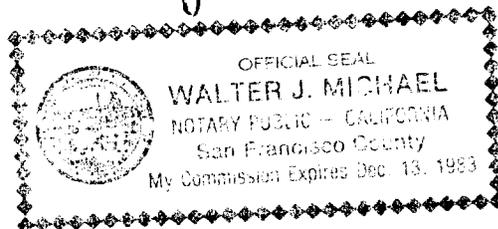
STATE OF CALIFORNIA)
)
) SS
CITY & COUNTY OF SAN FRANCISCO)

On this 4th day of August, 1981,
before me personally appeared P.R. Ackby,
to me personally known, who being by me duly sworn says that
he is Vice President of TRUST COMPANY FOR
USL, INC.; that one of the seals affixed to the foregoing
instrument is the corporate seal of said corporation; that
said instrument was signed and sealed on behalf of said corpora-
tion 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.

My commission expires:

Walter J. Michael

(Seal)



STATE OF MICHIGAN)
)
) SS
COUNTY OF WAYNE)

On this 29th day of July, 1981,
appeared P.E. Tatro, to me personally known,
who being by me duly sworn, says that he is a Vice President
of GRAND TRUNK WESTERN RAILROAD COMPANY, that one of the seals
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 cor-
poration.

My commission expires:

J. A. Brown

J. A. Brown
Notary Public, Wayne County, Mich.
My Commission Expires Dec. 16, 1981

(Seal)

SCHEDULE A

Existing Series 304239-304293 to 504378-504430

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