



**Illinois
Central
Gulf**

An **IC Industries** Company

RECORDATION NO. *6539-8* Filed 1425

FEB 13 1980 - 11:30 AM

INTERSTATE COMMERCE COMMISSION

Dennis N. Melin
Vice President
Financial Planning
and Treasurer

Illinois Central
Gulf Railroad
Two Illinois Center
233 North Michigan Avenue
Chicago, IL 60601
(312) 565 1600

0-044A056

No. _____
Date **FEB 13 1980**
Fee \$ 10.00

February 5, 1980

ICC Washington, D. C.

Honorable Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D. C. 20436

Re: Gulf, Mobile and Ohio Railroad Company Equipment Trust,
Series U, dated as of April 1, 1972, recorded on
April 3, 1972, Recordation No. 6539

Dear Ms. Mergenovich:

Enclosed for recording with the Interstate Commerce Commission is a Supplement dated as of January 30, 1980, to the above Agreement, which was recorded as shown above. Illinois Central Gulf Railroad Company is the successor in interest to both Gulf, Mobile and Ohio Railroad Company and Illinois Central Railroad Company.

Also enclosed is a check payable to the Interstate Commerce Commission to cover the recording fee for this Supplement.

The parties to this transaction are:

Trustee-Lessor or
Vendor's Assignee: St. Louis Union Trust Company
510 Locust Street
St. Louis, Missouri 63101

Lessee or
Purchaser: Illinois Central Gulf Railroad Company
233 North Michigan Avenue
Chicago, Illinois 60601

The Equipment covered by the Supplement is seven (7) 83-ton open hopper cars, numbered ICG 340461 through 340467, both inclusive.

Upon completion of the recording, please deliver to the bearer this letter all counterparts not required for retention in your files.

Very truly yours,

R. H. Hughes
Assistant to the Treasurer

cc: Mr. W. H. Sanders

Vertical handwritten note:
Completed - [Signature]

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

R. H. Hughes
Illinois Central Gulf RR Co.
Two Illinois Center
233 North Michigan Avenue
Chicago, IL 60601

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 2/13/80 at 11:50AM , and assigned re-
recording number(s). 6995-G, 6106-C, & 6539-

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

6587-B
REGISTRATION NO. ~~1111~~ Filed 1425

FEB 13 1980 - 11 50 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT NO. 1 dated as of January 30, 1980, between GULF, MOBILE AND OHIO RAILROAD EQUIPMENT TRUST AGREEMENT, Series U, dated as of April 1, 1972, between St. Louis Union Trust Company, a national banking association duly organized and existing under the laws of the United States of America, as Trustee (hereinafter called Trustee) and ILLINOIS CENTRAL GULF RAILROAD COMPANY (as successor in interest to GULF, MOBILE AND OHIO RAILROAD COMPANY), a corporation duly organized and existing under the laws of the State of Delaware (hereinafter called the Railroad).

WHEREAS, since April 1, 1972, the Trust Equipment described on Schedule A attached became worn out or unsuitable for use, or was lost or destroyed; and

WHEREAS, pursuant to Section 4.9 of the Equipment Trust Agreement, the Railroad has from time to time paid to the Trustee the Fair Value of each unit of said Trust Equipment; and

WHEREAS, in consideration of the payment by the Railroad to the Trustee of the Fair Value of each unit of said Trust Equipment, the Trustee has released from the terms and conditions of the Equipment Trust Agreement the units of Trust Equipment hereinabove described; and

WHEREAS, the Trustee as of January 30, 1980, had on hand funds accumulated from said payments in the total amount of Two Hundred Forty-Two Thousand, Nineteen and No/100 Dollars (\$242,019.00); and

WHEREAS, the Railroad desires to purchase substitute Equipment for the purpose of replacing in part the Trust Equipment which has become worn out or unsuitable for use and desires to have a portion of said funds applied to such purchase;

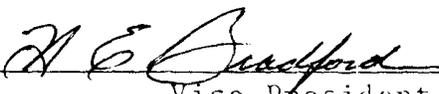
NOW, THEREFORE, in consideration of the mutual covenants and promises herein and in the Equipment Trust Agreement contained, the parties hereto agree as follows:

The Trustee shall release funds in the amount of \$236,488.00 pursuant to Sections 4.9 and 3.4 of the Equipment Trust Agreement and there shall be included as part of the Trust Equipment under and subject to all the terms and conditions of Gulf, Mobile and Ohio Railroad Equipment Trust Agreement, Series U, dated as of April 1, 1972, between said parties, in all respects as though it had been part of the Trust Equipment therein specifically described, the following units of substitute Equipment:

Seven (7) 83-ton Open Hopper Cars
Numbered 340461-340467, both inclusive

IN WITNESS WHEREOF, the parties hereto have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first written.

ST. LOUIS UNION TRUST COMPANY
TRUSTEE

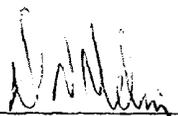
By 
Vice President

(SEAL)

ATTEST: .


~~Assistant Cashier~~
Assistant Secretary

ILLINOIS CENTRAL GULF RAILROAD COMPANY
(Successor in interest to GULF, MOBILE
AND OHIO RAILROAD COMPANY)

By 
Vice President-Financial Planning
and Treasurer

(SEAL)

ATTEST:


Secretary

GULF, MOBILE AND OHIO EQUIPMENT TRUST, SERIES U
Cars to be Deleted from Trust

Schedule A

<u>Car Number</u>	<u>Description</u>
866301	70-ton Woodchip Hopper
866303	" " "
866305	" " "
866309	" " "
866316	" " "
866318	" " "
866322	" " "
866338	" " "
866339	" " "
866347	" " "
866348	" " "
866358	" " "
866363	" " "
866370	" " "
866374	" " "
866388	" " "
866394	" " "
866396	" " "

Total Units 18