

The Kansas City Southern Railway Company *11873-N*
 Louisiana & Arkansas Railway Company

114 West 11th Street, Kansas City, Missouri 64105

RICHARD P. BRUENING
 General Counsel

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

No. *1-057A-028*
 Date FEB 26 1981
 Fee \$ *10.00*
 INTERSTATE COMMERCE COMMISSION
 February 25, 1981
 ICC Washington, D. C.

RE: Lease Amendment No. 12, Schedule B No. 102, dated February 3, 1981, Lease Amendment No. 13, Schedule B No. 103, dated February 19, 1981, Lease Amendment No. 14, Schedule B No. 103A, dated February 22, 1981, amending Lease No. 1000 dated May 1, 1980, between The Kansas City Southern Railway Company, Louisiana & Arkansas Railway Company and Carland, Inc.

Dear Ms. Mergenovich:

Pursuant to Section 11303 of the Interstate Commerce Act, and the Interstate Commerce Commission's Rules and Regulations (as amended) promulgated thereunder, Louisiana & Arkansas Railway Company transmits herewith six (6) executed counterparts of each of Schedules B Nos. 102, 103 and 103A which are Amendments to its previously recorded Lease No. 1000, filed and recorded with the Commission on June 4, 1980, under Recordation No. 11873. Said Lease has been previously amended, the last amendment to the Lease having been filed and recorded on January 27, 1981, under Recordation No. 11873-L.

The names and addresses of the parties to the Lease Amendments Nos. 12 (Schedule B No. No. 102), 13 (Schedule B No. 103) and 14 (Schedule B No. 103A) are:

Lessor: Carland, Inc.
 1221 Baltimore Avenue
 Kansas City, MO 64105

Lessee: Louisiana & Arkansas Railway Company
 114 West 11th Street
 Kansas City, MO 64105

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A general description of the equipment covered by the Lease Amendments Nos. 12, 13 and 14 are:

	<u>TYPE</u>	<u>QUANTITY</u>	<u>RAILROAD ROAD NO.</u>
No. 12	EMD Locomotives	3	KCS 4227, KCS 4228, KCS 4229

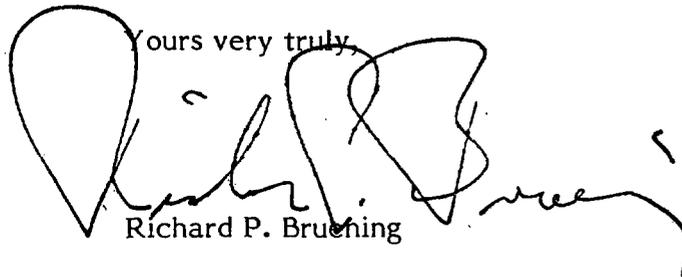
	TYPE	QUANTITY	RAILROAD ROAD NO.
No. 13	Open Top Hopper Cars	76	KCS 11600 through KCS 11675
No. 14	Open Top Hopper Cars	44	KCS 11676 through KCS 11719

The above identified Lease No. 1000 (which is being amended by Schedule B, Nos. 102, 103 and 103A) was previously recorded with the Interstate Commerce Commission on June 4, 1980, under recordation No. 11873, and the last previous amendment was filed on January 27, 1981, under Recordation No. 11873-L.

A Kansas City Southern Lines draft in the amount of \$30.00 is enclosed to cover the filing fee for this amendment.

We request that all copies of the Lease Amendment not required for your files be marked with the Commission filing stamp and returned to the party tendering same.

Yours very truly,

A handwritten signature in black ink, appearing to read "Richard P. Bruening". The signature is written in a cursive style with a large initial "R" and "B".

Richard P. Bruening

RPB:sk
Encl.

11873-a

RECORDATION NUMBERS - PREVIOUS ICC FILINGS
Lease 1000
Security Agreement and Assignment: May 22, 1980
Consent and Agreement: May 22, 1980

FEB 26 1981 11 23 AM

INTERSTATE COMMERCE COMMISSION Date February 19, 1981

SCHEDULE B. No. 103

Attached to and made a part of Lease No. 1000 entered into the 1st day of May, 1980, by and between CARLAND, INC. and LOUISIANA & ARKANSAS RAILWAY COMPANY.

The following described Unit or Units have been delivered by Lessor to Lessee on the above date subject to the terms of said Lease.

Description	No. of Units	Identification Number	Unit No.	Place	Delivery Date	Rental per Unit		Lease Extension Periods
						Amount	Monthly	
Used 70 Ton Open Hopper Cars	76	11600 through and including 11675		Kansas City	2-19-81	\$377.93	Each for 36 Months	

Date of Delivery: 2-19-81
Prime at Delivery: 19 1/2%

The Unit or Units hereinabove described, the aforesaid Lease, all rentals due or to become due in respect of such Unit(s), and all proceeds of the foregoing are subject to a security interest and assignment in favor of City Bank and Trust Company of Kansas City, pursuant to Security Agreement and Assignment and Consent and Agreement between the undersigned parties and said Bank, all dated May 22, 1980.

CARLAND, INC. (Lessor)

LOUISIANA & ARKANSAS RAILWAY COMPANY (Lessee)

ATTEST:


By Marshall H. Dean, President
(Seal)

ATTEST:


By E. F. James, Vice-President
(Seal)

STATE OF MISSOURI)
) SS
COUNTY OF JACKSON)

On this 23 day of February, 1981, before me personally appeared Marshall H. Dean, to me personally known, who, being duly sworn, says that he is President of CARLAND, 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 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.

BETTY L. HUTSLER
Notary Public - State of Missouri
Commissioned in Jackson County
My Commission Expires October 28, 1983

Betty L. Hutsler
Notary Public

STATE OF MISSOURI)
) SS
COUNTY OF JACKSON)

On this 23rd day of February, 1981, before me personally appeared Donald L. Graf, to me personally known, who, being duly sworn says that he is a Vice President of Louisiana & Arkansas Railway 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 Corporation

Dennis C. Woolard
Notary Public
DENNIS C. WOOLARD
NOTARY PUBLIC STATE OF MISSOURI
CLAY CO.
MY COMMISSION EXPIRES APR. 22 1983