

G-112A030

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April 21, 1986

\*ADMITTED IN MA. ONLY

RECORDATION NO. 14868-A  
APR 22 1986 - 9 15 AM  
INTERSTATE COMMERCE COMMISSION

G-112A030

No. \_\_\_\_\_  
Date APR 22 1986  
Fee \$ 10.00  
ICC Washington, D.C.

Mr. James H. Bayne  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Mr. Bayne:

I have enclosed an original and one counterpart of the document described below, to be recorded pursuant to Section 10303 of Title 49 of the U.S. Code.

This document is a supplement to a mortgage. The primary document to which this is connected is recorded under Recordation No. 14868. The names and addresses of the parties to the documents are as follows:

Mortgagor: Chicago, Central & Pacific Railroad  
Company  
1006 East Fourth Street  
Waterloo, Iowa 50701

Mortgagee: General Electric Credit Corporation  
1600 Summer Street  
Stamford, Connecticut 06905

APR 22 9 23 AM '86  
NOTICE OF RECORDATION

*Counterpart Ellen M. Burger*

Mr. James H. Bayne

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April 21, 1986

A description of the equipment covered by the document follows:

<u>CC&amp;P Locomotive Number</u>	<u>EMD (Manufacturer) Chassis Serial Number</u>
964	5552-1
965	5372-1
966	5366-2
967	5367-3
968	5368-4
969	5428-1
970	5428-2
971	5428-3
972	5428-4
973	5428-5
974	5428-6
975	5428-7
976	5428-8
977	5354-1
978	5350-1
979	5350-2
980	5350-3
981	5353-1

Pursuant to 49 C.F.R. Part 1177, please stamp the document described above with the date and hour of recordation, a recordation number and a notation to the effect that it has been filed pursuant to the provisions of Section 11303 of Title 49 of the U.S. Code. After performing these tasks, please retain the counterpart copy of this document in the Commission's files and return the original thereof to:

Weiner, McCaffrey, Brodsky  
& Kaplan, P.C.  
1350 New York Avenue, N.W.  
Suite 800  
Washington, D.C. 20005-4797

Attn: Ellen M. Burger

WEINER, MCCAFFREY, BRODSKY & KAPLAN, P.C.

Mr. James H. Bayne

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April 21, 1986

A short summary of the document to appear in the index as follows:

Supplement to Annex I of the Mortgage dated as of December 23, 1985 by and between Chicago, Central & Pacific Railroad Company (CC&P), an Iowa corporation, and General Electric Credit Corporation, a New York corporation, evidencing that the 18 locomotives CC&P acquired during January and February of 1986 are included as additional collateral under the Mortgage pursuant to an after-acquired property clause in the Mortgage.

A check drawn to the order of the Interstate Commerce Commission for filing fees is enclosed.

Sincerely,



Ellen M. Burger  
Attorney for Chicago, Central  
& Pacific Railroad Company

Enclosure

PAG/skf/1306D/6560

SUPPLEMENT TO ANNEX I OF THE MORTGAGE

REGISTRATION NO. 14868 A  
FORM 1425

APR 22 1986 -9 15 AM

INTERSTATE COMMERCE COMMISSION

WHEREAS CHICAGO, CENTRAL & PACIFIC RAILROAD COMPANY ("Railway Company") has executed a Mortgage, Assignment, Security Agreement and Financing Statement ("Mortgage") dated as of December 23, 1985, in favor of GENERAL ELECTRIC CREDIT CORPORATION ("Mortgagee") in order to secure the Obligations (as defined in the Mortgage); and

WHEREAS the Granting Clauses of the Mortgage include as Collateral (as defined in the Mortgage) any and all property and rights, of every kind and description, including all equipment acquired by the Railway Company after the time of execution of the Mortgage; and

WHEREAS the Railway Company has, subsequent to execution of the Mortgage, acquired certain equipment described as eighteen (18) General Motors rebuilt GP20 type diesel-electric road switcher locomotives; and

WHEREAS Railway Company acknowledges that such locomotives are subject to the Mortgage by virtue of the above-mentioned after-acquired property clause; and

WHEREAS the Railway Company desires to evidence that such locomotives are subject to the lien of the Mortgage by supplementing Annex I to the Mortgage to identify such locomotives and desires to perfect the Mortgagee's security interest therein and lien thereon by filing this Supplement pursuant to Section 1.4 of the Mortgage;

NOW, THEREFORE, WITNESSETH the Railway Company hereby supplements Annex I to the Mortgage; and Annex I to the Mortgage is hereby supplemented to include as additional collateral, without limiting or otherwise affecting the Mortgagee's lien on and security interest in the other collateral subject to the Mortgage, the equipment identified below.

Eighteen General Motors rebuilt GP20 type diesel electric road switcher locomotives, as follows:

<u>CC&amp;P</u> <u>Locomotive Number</u>	<u>EMD (Manufacturer)</u> <u>Chasis Serial Number</u>
964	5552-1
965	5372-1
966	5366-2
967	5367-3
968	5368-4
969	5428-1

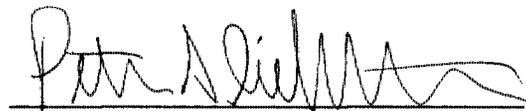
CC&P  
Locomotive Number

EMD (Manufacturer)  
Chasis Serial Number

970	5428-2
971	5428-3
972	5428-4
973	5428-5
974	5428-6
975	5428-7
976	5428-8
977	5354-1
978	5350-1
979	5350-2
980	5350-3
981	5353-1

CHICAGO, CENTRAL & PACIFIC  
RAILROAD COMPANY

By:



NAME: Peter A. Gilbertson

TITLE: Vice President and Secretary

DATE:

April 21, 1986

0933D/656

State of ~~Washington~~  
County of ~~District of Columbia~~

On this 21<sup>st</sup> day of April, 1986 before me personally appeared Peter A. Gilbertson to me personally known, who being by me duly sworn, says that he is the Vice President and Secretary of the Chicago, Central & Pacific Railroad Company, that the foregoing 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.

Signature of notary public

Mary Pinner

My Commission expires

May 14, 1990