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INTERSTATE COMMERCE COMMISSION

THE FIRST NATIONAL BANK IN ALBUQUERQUE

1-113A035

VIA REGISTERED MAIL
RETURN RECEIPT REQUESTED

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

NO. APR 23 1981
Date.....
Fee \$..10.00
ICC Washington, D. C.

RE: Amendment to Security Agreement dated as of January 28, 1981 from S. P. Johnson, et ux., as Debtor, to The First National Bank in Albuquerque, as Secured Party

Gentlemen:

Pursuant to 49 C.F.R. §1116.1, et seq., we are submitting to you herewith for recording the original and two fully executed and acknowledged counterparts of the above-referenced Amendment to Security Agreement.

In accordance with 49 C.F.R. §1116.4(e) the following information regarding the Amendment to Security Agreement is submitted:

(a) Mortgage - Secured Party:

The First National Bank in Albuquerque
P.O. Box 1305
Albuquerque, New Mexico 87102

(b) Mortgagor - Debtor:

S. P. Johnson, III, and Barbara Johnson
414 South Main Street
Roswell, New Mexico 88201

(c) Recording Information Regarding Amended Security Agreement:

Security Agreement dated August 17, 1979 by and between Debtor and Secured Party recorded on August 30, 1979 at 3:30 p.m. as Recordation No. 10780.

INTERSTATE
COMMERCE COMMISSION

APR 22 1981

ADMINISTRATIVE SERVICES
MAIL UNIT

RECEIVED
APR 23 10 21 AM '81
I.C.C.
FEE OPERATION BR.

Secretary
Interstate Commerce Commission
Page Two --

Also enclosed herewith is the required recordation fee of \$10.00 pursuant to 49 C.F.R. §1116.3(d)(2).

Upon recordation, the original of the above-referenced Amendment to Security Agreement should be returned as follows:

The First National Bank in Albuquerque
P.O. Box 1305
Albuquerque, New Mexico 87102

Attention: Mr. Len Scalzi

Thank you for your assistance in this matter.

Very truly yours,

THE FIRST NATIONAL BANK IN ALBUQUERQUE

By:


Len Scalzi
Vice President

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INTERSTATE COMMERCE COMMISSION

AMENDMENT TO SECURITY AGREEMENT

This Amendment to Security Agreement dated as of the 28th day of January, 1981 by and between S. P. Johnson, III and Barbara Johnson whose address is 414 South Main Street, Roswell, New Mexico, 88201 (the "Debtor") and First National Bank in Albuquerque, a national banking association organized and existing under and by virtue of the laws of the United States of America, whose address is P.O. Box 1305, Albuquerque, New Mexico, 87102 (the "Secured Party").

WITNESSETH:

1. Debtor and Secured Party have previously entered in that certain security agreement described on Schedule "A" attached hereto (the "Security Agreement") whereby the Debtor granted to the Secured Party a security interest in and to each of those railroad cars described on Schedule "B" attached hereto (the "Collateral").
2. By Bill of Sale of even date herewith, Debtor has transferred and conveyed the Collateral to Johnson Enterprises Limited Partnership, a New Mexico limited partnership, which has assumed all obligations of the Debtor under the Security Agreement.
3. Debtor hereby acknowledges that the Security Agreement creates a first and prior security interest in the Collateral which security interest shall not be impaired by any transfer or conveyance of the Collateral to Johnson Enterprises Limited Partnership.
4. Debtor hereby authorizes the Secured Party, in its absolute discretion, to extend and renew any or all of the obligations secured by the Security Agreement in the name of Johnson Enterprises Limited Partnership, without further notice to or the consent of Debtor and Debtor hereby agrees that the Security Agreement and the Collateral shall continue in full force and effect and shall stand as security for any such extended or renewed obligations.
5. To better evidence and perfect the interest of the Secured Party in and to the Collateral, the Secured Party and Johnson Enterprises Limited Partnership have by instrument of even date herewith entered into a security agreement whereby Johnson Enterprises Limited Partnership has granted the Secured

Schedule A , Page 1

Security Agreement dated as of August 17, 1979 by and between The First National Bank in Albuquerque, as Secured Party, and S. P. Johnson, III, as Debtor.

Recorded August 30, 1979 as Recordation No. 10780

SCHEDULE B

<u>Rail Car Number</u>	<u>Class, Size and Type</u>	<u>Manufacturer</u>
RUSX 4884	100-Ton, 4,650 cubic foot capacity covered hopper car	ACF Industries, Incorporated
RUSX 4885	100-Ton, 4,650 cubic foot capacity covered hopper car	ACF Industries, Incorporated
RUSX 4886	100-ton, 4,650 cubic foot capacity covered hopper car	ACF Industries, Incorporated
RUSX 4887	100-Ton, 4,650 cubic foot capacity covered hopper car	ACF Industries, Incorporated
RUSX 4888	100-Ton, 4,650 cubic foot capacity covered hopper car	ACF Industries, Incorporated

CERTIFICATE OF ORIGINAL DOCUMENT COPY

STATE OF TEXAS §

COUNTY OF BEXAR §

On this 28th day of August 1979, I have compared the attached copy with the original document and believe that it is a true and correct copy in all respects.

THE ALAMO NATIONAL BANK

BY: Kerry Keisling
Kerry Keisling, Vice President

Before me this 28th day of August, 1979 personally appeared Kerry Keisling, Vice President of The Alamo National Bank whose signature appears above and who by me being duly sworn upon oath says that the statement set forth above is true and correct.

Subscribed and sworn to before me this 28th day of August, 1979.

Carolyn N. Deel
Notary Public in and for Bexar County, Texas
CAROLYN N. DEEL
Notary Public, Bexar County, Texas