

REGISTRATION NO. 12834-B
FORM 1025

JUN 27 1986 -10 30 AM

Valley Bank Leasing, Inc.

A Subsidiary of The Valley National Bank of Arizona

INTERSTATE COMMERCE COMMISSION

June 23, 1986

Interstate Commerce Commission
12th & Constitution Avenue N.W.
Room 2303
Washington, D. C. 20423

6/27/86
Fee \$ 10.00
ICC Washington, D. C.

Gentlemen:

Enclosed please find an Amendment to an Assignment and Assumption Agreement along with a check for \$10.00 as a recording fee for this document to be filed with the I.C.C.. Also enclosed is a copy of the Assignment and Assumption Agreement which the Amendment relates to and which was filed with the I.C.C. on January 8, 1986 at 1:30 PM., recordation No.12834-A.

If you have any questions, please don't hesitate to contact me at 602/261-1999.

Sincerely,

Cecilia M. Russell
Lease Administrator

CR/fn
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

6/27/86

OFFICE OF THE SECRETARY

Cecilia M. Russell
Valley Bank Leasing, Inc.
15 East Monroe
P.O. Box 71
Phoenix, Ariz. 85001

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 6/27/86 at 10:30am, and assigned re-
recording number(s) 12834-B.

Sincerely yours,

Noreta R. McGee
Secretary

Enclosure(s)

SE-30
(7/79)

12834-B
Filed 1986

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INTERSTATE COMMERCE COMMISSION

Amendment

This Amendment, dated May 15, 1986, by and between Diamond Shamrock Chemicals Company ("DSCC") and Valley Bankers Leasing 81-1 Partnership, a general partnership ("Valley").

WHEREAS, Valley, as Lessor, and The B.F. Goodrich Company ("BFG"), as Lessee, entered into that certain Equipment Lease, dated as of January 5, 1981 (the "Lease").

WHEREAS, Pursuant to the Assignment, Assumption and Consent Agreement, dated November 27, 1985, DSCC was assigned all of BFG's rights, title, and interest in the Lease and assumed all of BFG's obligations and duties under the Lease;

WHEREAS, Pursuant to Section 4.2 of the Lease, DSCC desires to change the markings of the equipment subject to the Lease to reflect the assignment to and assumption by DSCC of all of BFG's rights, title, obligations, duties and interests in the Lease; and

WHEREAS, Valley consents to such change in markings.

NOW, THEREFORE, the parties hereto agree as follows:

(1) DSCC shall change the marking on the 57 tank cars subject to the Lease from BFGX 7050 through 7099 inclusive, and BFGX 7101 through 7107, inclusive, to DAX 7050 through 7099, inclusive, and DAX 7101 through 7107, inclusive.

(2) The description of railroad equipment currently contained in Instrument No. 12834, filed with the Interstate Commerce Commission (the "ICC") on January 28, 1981 and Instrument No. 12834-A filed with the ICC on January 3, 1986 is hereby amended to include the equipment described on Schedule A attached hereto.

IN WITNESS WHEREOF, each party hereto has caused this Amendment to be duly executed and delivered by its duly authorized officer as of the date first written above.

DIAMOND SHAMROCK CHEMICALS COMPANY

By: _____

GEORGE B. SHAW

Its: _____

General Manager

("DSCC")

Transportation & Distribution

STATE OF Texas)
) ss.
County of Harris)

The foregoing instrument was acknowledged before me this 30th
day of May, 1986, by George B. Shaw,
of Diamond Shamrock Chemicals Company.

Dolores Livanec
Notary Public

My Commission expires:

10/27/86

VALLEY BANKERS LEASING 81-1 PARTNERSHIP

By: Valley Bank Leasing, Inc.
"General Manager"

By: Allen E. Wilson

Its: Vice President & General Manager
("Valley")

STATE OF Arizona)
) ss.
County of Maricopa)

The foregoing instrument was acknowledged before me this 15th
day of May, 1986, by Allen E. Wilson,
V.P. & General Mgr. of Valley Bank Leasing, Inc., "General Manager" of
Valley Bankers Leasing 81-1 Partnership.

Notary Public
Notary Public

My Commission expires: