



SEABOARD COAST LINE RAILROAD COMPANY

Treasury Department
P. O. Box 27581
Richmond, Virginia 23261

LEONARD G. ANDERSON
VICE PRESIDENT AND TREASURER

RECORDATION NO. 9421-B Filed 1425

July 11, 1980

JUL 14 1980 - 8 09 PM

INTERSTATE COMMERCE COMMISSION

0-156A 046

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

No. JUL 14 1980
Date
Fee \$ 10.00
ICC Washington, D. C.

RECEIVED
JUL 14 2 19 PM '80
FEE OPERATION BR.
I.C.C.

Dear Mrs. Mergenovich:

I am enclosing for filing and recordation under the provisions of 49 U.S.C. § 11303 counterparts Nos. 1 through 6 of an amendment dated July 1, 1980, to the Transfer Agreement dated as of April 1, 1978, filed with your Commission on June 2, 1978, at 2:55 p.m., and assigned Recordation No. 9421. Such document by its terms provides that each counterpart shall be deemed an original and, accordingly, counterpart No. 2 may be treated as the original and the others as counterparts thereof.

1. Names and addresses of the parties to the amendment to the Transfer Agreement

- (a) Transferor - First Security State Bank,
P. O. Box 30007, Salt Lake City, Utah 84125
- (b) Transferee - First Security Bank of Utah, N.C.,
79 South Main Street, Salt Lake City, Utah 84111

2. Description of the equipment

| <u>General Description</u> | <u>Type of Equipment</u> | <u>A.A.R.Mech. Design.</u> | <u>Number</u> | <u>Road Numbers</u> |
|----------------------------|--------------------------|----------------------------|---------------|---------------------|
| Box cars | 50' 70-ton | XL | 50 | See document |
| Covered hopper cars | 77-ton | LO | 100 | See document |

*Thurs
is 9421-B*

C. Dunlap & W. H. Harrison

Honorable Agatha L. Mergenovich - 2

July 11, 1980

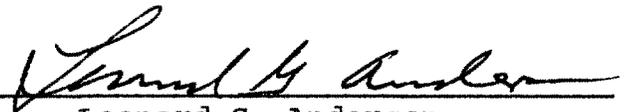
Counterparts Nos. 2 through 6 of the above mentioned document should be returned to Mr. W. M. Price, 1000 Connecticut Avenue, N.W., Washington, D. C. 20036, representing the undersigned.

I am enclosing this company's draft in the amount of \$10.00 payable to the Commission covering the recordation fee for the above-mentioned document.

Very truly yours,

SEABOARD COAST LINE RAILROAD COMPANY

By



Leonard G. Anderson

Vice President and Treasurer

9421-B

RECORDATION NO. 9421-B Filed 1980

JUL 14 1980 - 8 42 PM

INTERSTATE COMMERCE COMMISSION

AMENDMENT TO TRANSFER AGREEMENT

As of July 1, 1980

First Security Bank of Utah, N.A.,
not in its individual capacity
but solely as Agent
79 South Main Street
Salt Lake City, Utah 84111

Attention of Trust Department, Corporate Trust Division

Gentlemen:

We have entered into a Transfer Agreement dated April 1, 1978 (hereinafter called the Transfer Agreement) which was filed and recorded with the Interstate Commerce Commission on June 2, 1978, at 2:55 p.m., and assigned Recordation No. 9421. Attached to the Transfer Agreement as Annex I is a description and list of groups of road numbers from which the Hulks were to be selected and reconstructed. Inasmuch as the parties hereto desire to amend the Transfer Agreement to describe only those Hulks which were sold pursuant to the Hulk Purchase Agreement on or before December 28, 1978, the last date on which reconstruction could be completed for equipment sold pursuant to the terms of that agreement, the Transfer Agreement is hereby amended by deleting Annex I thereto and substituting Annex I hereto in lieu thereof.

Except as amended hereby, the Transfer Agreement remains unaltered and in full force and effect.

This Amendment may be executed in any number of counterparts, which together shall constitute but one instrument.

If the foregoing is in accordance with your understanding, please sign a copy of this letter in the space provided and return it to the undersigned, whereupon this letter shall become a valid and binding amendment to the agreement between us as of the date hereof.

Very truly yours,

FIRST SECURITY STATE BANK, not
personally but solely as Trustee,

[Corporate Seal]

By *J. R. Fay*

Attest:

By *R. Schultz*

ACCEPTED:

FIRST SECURITY BANK OF UTAH, N.A.,
not in its individual capacity
but solely as Agent,

By *Franklin G. Richards*

[Corporate Seal]

Attest:

By *Bandy B. M. amount*

STATE OF UTAH)
)
) SS.:
COUNTY OF SALT LAKE)

On this 10th day of July, 1980, before me personally appeared John R. Sager, to me personally known, who, being by me duly sworn, says that he is ~~Trust Officer~~ Trust Officer of FIRST SECURITY STATE BANK, 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.

Casey H. Kordel
Notary Public

[Notarial Seal]

My commission expires 7-17-82

STATE OF UTAH)
)
) SS.:
COUNTY OF SALT LAKE)

On this day of July, 1980, before me personally appeared Fuchia B. Eiders, to me personally known, who, being by me duly sworn, says that she is Trust Officer of FIRST SECURITY BANK OF UTAH, N.A., that one of the seals affixed to the foregoing instrument is the corporate seal of said national banking association, that said instrument was signed and sealed on behalf of said national banking association by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.

Casey H. Kordel
Notary Public

[Notarial Seal]

My commission expires 7-17-82

TRANSFER AGREEMENT
ANNEX I

| <u>Quantity</u> | <u>Description</u> | | <u>Railroad Road Numbers</u> | |
|-----------------|----------------------------------|-----|----------------------------------|--------|
| 50 | 50' 70-ton Box Cars | SCL | 815009 | 815121 |
| | | | 815012 | 815123 |
| | | | 815024 | 815131 |
| | | | 815031 | 815132 |
| | | | 815033 | 815137 |
| | | | 815036 | 815141 |
| | | | 815038 | 815143 |
| | | | 815046 | 815144 |
| | | | 815050 | 815150 |
| | | | 815053 | 815153 |
| | | | 815059 | 815154 |
| | | | 815062 | 815156 |
| | | | 815063 | 815161 |
| | | | 815065 | 815163 |
| | | | 815066 | 815166 |
| | | | 815072 | 815172 |
| | | | 815076 | 815174 |
| | | | 815077 | 815178 |
| | | | 815081 | 815179 |
| | | | 815091 | 815184 |
| 815094 | 815189 | | | |
| 815095 | 815190 | | | |
| 815098 | 815193 | | | |
| 815109 | 815195 | | | |
| 815116 | 815196 | | | |
| 100 | 77-ton Covered Hopper Cars | SCL | 747233 | 747527 |
| | | | 747306 | 747536 |
| | | | 747326 | 747548 |
| | | | 747340 | 747593 |
| | | | 747352 | 747602 |
| | | | 747388 | 747621 |
| | | | 747397 | 747634 |
| | | | 747405 | 747638 |
| | | | 747407 | 747650 |
| | | | 747415 | 747671 |
| | | | 747452 | 747674 |
| | | | 747475 | 747681 |

| <u>Quantity</u> | <u>Description</u> | <u>Railroad</u> | |
|-----------------|--------------------|---------------------|---------------|
| | | <u>Road Numbers</u> | |
| | 77-ton | SCL | 747684 747971 |
| | Covered | | 747687 747972 |
| | Hopper Cars | | 747691 747975 |
| | | | 747706 747977 |
| | | | 747715 748480 |
| | | | 747718 748537 |
| | | | 747722 748561 |
| | | | 747723 748564 |
| | | | 747748 748594 |
| | | | 747750 748602 |
| | | | 747800 748675 |
| | | | 747839 748678 |
| | | | 747842 748703 |
| | | | 747856 748714 |
| | | | 747872 748736 |
| | | | 747890 748755 |
| | | | 747908 748791 |
| | | | 747924 748798 |
| | | | 747938 748845 |
| | | | 747954 |
| | | | 830024 830271 |
| | | | 830037 830283 |
| | | | 830040 830325 |
| | | | 830089 830328 |
| | | | 830093 830353 |
| | | | 830096 830355 |
| | | | 830105 830413 |
| | | | 830119 830424 |
| | | | 830129 830436 |
| | | | 830186 830437 |
| | | | 830196 830465 |
| | | | 830198 830474 |
| | | | 830203 830480 |
| | | | 830215 830482 |
| | | | 830223 830487 |
| | | | 830230 830497 |
| | | | 830248 830508 |
| | | | 830257 830547 |
| | | | 830266 |