



The Atchison, Topeka and Santa Fe Railway Company

A Santa Fe Industries Company

80 East Jackson Boulevard, Chicago, Illinois 60604, Telephone 312/427-4900

June 27, 1980

RECORDATION NO. 11821-B Filed 1425

0-179A191

Ms. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D.C. 20423

JUN 30 1980 12 10 PM

JUN 26 1980

INTERSTATE COMMERCE COMMISSION

Date _____
Fee \$ 10.00

ICC Washington, D. C.

Re: Leverage Lease Financing of
750 One Hundred-Ton Steel
Covered Hopper Cars

Dear Ms. Mergenovich:

Enclosed herewith for filing with the Interstate Commerce Commission, pursuant to 49 U.S.C. §11303 of the Interstate Commerce Act, are two executed counterparts of the Amendment To Lease Of Railroad Equipment dated as of June 26, 1980 between Exchange National Bank of Chicago, as Trustee ("Vendee") for Security Pacific Equipment Leasing, Inc. ("Owner"), as Lessor, and The Atchison, Topeka and Santa Fe Railway Company ("Lessee"), as Lessee, for the leasing of 750 one hundred-ton steel covered hopper cars, Lessee's road numbers ATSF 316150-316899, inclusive.

The enclosed Amendment amends the Lease of Railroad Equipment dated as of March 15, 1980 between the Vendee and Lessee to correct a typographical error appearing in Annex A thereto. Such Lease was filed with the Interstate Commerce Commission on May 21, 1980 (Recordation No. 11821-B).

The names and addresses of the parties named above are as follows:

Vendee

Exchange National Bank of Chicago
130 South LaSalle Street
Chicago, Illinois 60690

Owner

Security Pacific Equipment Leasing, Inc.
One Embarcadero Center
San Francisco, California 94111

RECEIVED
JUN 30 12 05 PM '80
I.C.C.
FEE OPERATION BR.

Handwritten signatures and initials on the left margin.

Ms. Agatha L. Mergenovich

Page Two

June 27, 1980

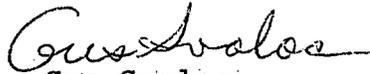
Lessee

The Atchison, Topeka and Santa Fe Railway Company
80 East Jackson Boulevard
Chicago, Illinois 60604

We are enclosing eight additional counterparts of the amendment and ask that you stamp such counterparts with the recordation information.

The appropriate amount has also been forwarded to you in payment of the required recordation fee.

Very truly yours,


Gus Svolos
General Counsel

MAO/LBM/pf

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

6/30/80

OFFICE OF THE SECRETARY

Gus Svolos
The Atchison, Topeka and Santa Fe RYW. Co.
80 East Jackson Boulevard
Chicago, Illinois 60604

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 6/30/80 at 12:10pm, and assigned re-
recording number(s). 11821-D

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

RECORDATION NO. 11821-2 ✓
Filed 1425

JUN 30 1980 - 12 10 PM

INTERSTATE COMMERCE COMMISSION

AMENDMENT

TO

LEASE OF RAILROAD EQUIPMENT

between

EXCHANGE NATIONAL BANK OF CHICAGO,
not in its individual capacity but solely
as Trustee under a Trust Agreement
dated as of March 15, 1980 with
Security Pacific Equipment Leasing, Inc.,
as Lessor

and

THE ATCHISON, TOPEKA AND SANTA FE
RAILWAY COMPANY,
as Lessee

750 ONE HUNDRED-TON
STEEL COVERED HOPPER CARS

Amendment to Lease of Railroad Equipment dated as of June 26, 1980 between EXCHANGE NATIONAL BANK OF CHICAGO, not in its individual capacity but solely as Trustee (hereinafter, together with its successors and assigns, called "Lessor") under a Trust Agreement dated as of March 15, 1980 with SECURITY PACIFIC EQUIPMENT LEASING, INC. and THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY (hereinafter called "Lessee").

WHEREAS, Lessor and Lessee have entered into a Lease of Railroad Equipment dated as of March 15, 1980 (the "Lease") filed with the Interstate Commerce Commission pursuant to 49 United States Code §11303(a) (recordation No. 11821-B); and

WHEREAS, Lessor and Lessee desire to correct a typographical error appearing on Annex A to the Lease;

NOW, THEREFORE, Lessor and Lessee agree as follows:

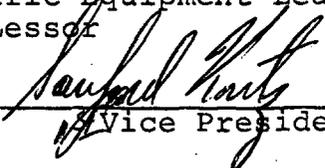
SECTION 1. Annex A to the Lease be and it hereby is amended by changing the Lessee's Road Numbers shown thereon from ATSF 416150 - 416899 to ATSF 316150 - 316899.

SECTION 2. The Lease shall be and remain in full force and effect in accordance with its terms, except only as amended as set forth in SECTION 1 of this Amendment.

IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused this Amendment to Lease of Railroad Equipment to be signed in their

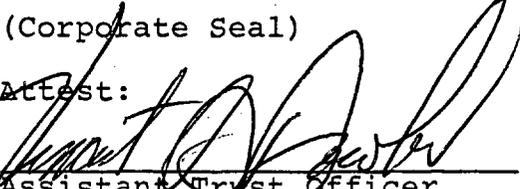
respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the date first above written.

EXCHANGE NATIONAL BANK OF CHICAGO,
not in its individual capacity
but solely as Trustee under a
Trust Agreement dated as of
March 15, 1980 with Security
Pacific Equipment Leasing, Inc.,
as Lessor

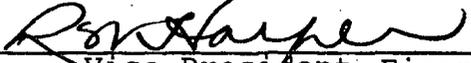
By 
Vice President

(Corporate Seal)

Attest:


Assistant Trust Officer

THE ATCHISON, TOPEKA AND SANTA
FE RAILWAY COMPANY, as Lessee

By 
Vice President - Finance

(Corporate Seal)

Attest:


ASSISTANT Secretary

