

RECORDATION NO. **10313-T** Filed 1425

MAR 21 1980 - 11 25 AM

INTERSTATE COMMERCE COMMISSION

GREENBERG IRWIN PELLMAN & SLADE
COUNSELORS AT LAW

RECORDATION NO. **10313-U** Filed 1425

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INTERSTATE COMMERCE COMMISSION

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No. **0-081A046**

March 20, 1980

Date **MAR 21 1980**

Fee \$ **20.00**

ICC Washington, D. C.

Office of the Secretary
Division of Recordations
Interstate Commerce Commission
12th Street & Constitution Avenue N.W.
Washington, D.C.

Re: Emons Industries, Inc.
Equipment Trust Agreement
Recorded on April 26, 1979
Recordation No. 10313

RECEIVED
MAR 21 11 24 AM '80
T.O.C.
FEE OPERATION BR.

Gentlemen:

In accordance with the provisions of Section 11303 of the Revised Interstate Commerce Act, 49 U.S.C. §11303, and Part 1116 of Title 49 of the Code of Federal Regulations, we request that the enclosed documents be recorded and filed by the Interstate Commerce Commission (the "Commission").

Enclosed herewith are four originals of the documents listed below. We request that one original of each document be recorded and filed in the order listed below. We request that the additional originals be stamped by your office and returned to us.

1. Bill of Sale from Emons Railcar Corp. to The Chase Manhattan Bank (National Association), as Trustee under the Equipment Trust Agreement dated as of April 1, 1979, which was recorded by the Commission on April 26, 1979, and assigned Recordation No. 10313 (the "Agreement"). This document should be recorded as document 10313-T.

2. Equipment Trust Agreement Supplement No. 5, between Emons Industries, Inc. and The Chase Manhattan Bank (National Association) pursuant to the Agreement. This document should be recorded as document 10313-U.

Completed - Donna Kelly

Office of the Secretary
Interstate Commerce Commission

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A check in the amount of \$20 has been enclosed with this letter of transmittal to cover the recordation fee.

Please stamp and return the enclosed copy of this letter of transmittal.

If there are any questions with respect to the enclosed, please telephone the undersigned, collect.

Very truly yours,



Amy S. Kaplan

ASK:bac
Enclosures

EQUIPMENT TRUST AGREEMENT
SUPPLEMENT NO. 5

RECORDATION NO. 10313-U
Filed 1425
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INTERSTATE COMMERCE COMMISSION

EQUIPMENT TRUST AGREEMENT SUPPLEMENT NO. 5, dated March 21, 1980, between THE CHASE MANHATTAN BANK (NATIONAL ASSOCIATION), a national banking association (hereinafter called the "Trustee"), as Trustee under the Equipment Trust Agreement hereinafter referred to, and EMONS INDUSTRIES, INC., a New York corporation (hereinafter called the "Company").

The Trustee and the Company have heretofore entered into the Equipment Trust Agreement dated as of April 1, 1979 (the "Original Equipment Trust Agreement", and as the same may be supplemented or modified from time to time, the "Equipment Trust Agreement").

The Equipment Trust Agreement provides for the execution and delivery from time to time of Equipment Trust Agreement Supplements for the purpose of evidencing the subjection and the leasing of specific equipment under the Equipment Trust Agreement as and when delivered by the Trustee to the Company in accordance with the terms thereof.

The Equipment Trust Agreement relates to the equipment described below, and a counterpart of the Original Equipment Trust Agreement was recorded by the Interstate Commerce Commission (the "ICC") on April 26, 1979 and assigned Recordation No. 10313; a counterpart of Supplement No. 1 to the Original Equipment Trust Agreement was recorded by the ICC on August 27, 1979 and assigned Recordation No. 10313-J; a counterpart of Supplement No. 2 to the Original Equipment Trust Agreement was recorded by the ICC on September 26, 1979 and assigned Recordation No. 10313-M, a counterpart of Supplement No. 3 to the Original Equipment Trust Agreement was recorded by the ICC on November 2, 1979 and assigned Recordation No. 10313-P, and a counterpart of Supplement No. 4 to the Original Equipment Trust Agreement was recorded by the ICC on January 28, 1980 and assigned Recordation No. 10313-S.

NOW, THEREFORE, the Trustee and the Company hereby agree as follows:

1. The Trustee hereby delivers and leases to the Company under the Equipment Trust Agreement, and the Company hereby accepts and leases from the Trustee under the Equipment Trust Agreement, the following equipment (the "Delivered Equipment"):

twenty-eight (28) seventy ton, fifty foot boxcars bearing the following markings: MPA 37905 through 37913, inclusive; MPA 37916; MPA 37926 through 37943, inclusive.

2. The delivery date of the Delivered Equipment is the date of this Equipment Trust Agreement Supplement, as set forth in the opening paragraph hereof.

3. The Delivered Equipment shall be held by the Trustee, pursuant to the terms and conditions set forth in the Equipment Trust Agreement, in trust for the equal and ratable benefit of the registered holders of the Trust Certificates (as defined in the Equipment Trust Agreement) issued pursuant to the Equipment Trust Agreement.

4. The term for the Delivered Equipment shall commence on the delivery date referred to above and shall end on April 1, 1994, unless earlier terminated in accordance with the provisions of the Equipment Trust Agreement.

5. The Company hereby agrees to pay the Trustee rental for the Delivered Equipment throughout the terms therefor in accordance with Section 5.04 of the Equipment Trust Agreement.

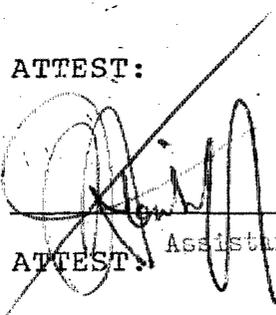
6. By virtue of the execution and delivery of this Equipment Trust Agreement Supplement, the Trustee has (and is hereby granted by the Company) a security interest in the Delivered Equipment enforceable in accordance with the terms of the Equipment Trust Agreement.

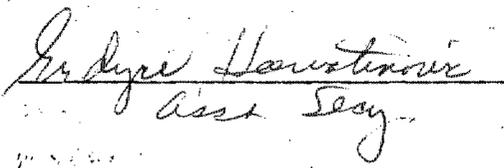
7. All of the terms and provisions of the Equipment Trust Agreement are hereby incorporated by reference in this Equipment Trust Agreement Supplement to the same extent as if fully set forth herein.

IN WITNESS WHEREOF, the Trustee and the Company have caused this Equipment Trust Agreement Supplement to be duly executed as of the day and year first above written and to be delivered in the State of New York.

ATTEST:

ATTEST:


Assistant Secretary

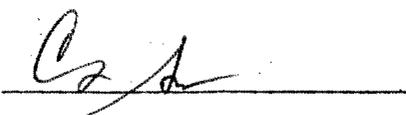

Ass. Secy.

THE CHASE MANHATTAN BANK
(NATIONAL ASSOCIATION),
as Trustee

By:


Vice President
EMONS INDUSTRIES, INC.

By:



COMMONWEALTH OF PENNSYLVANIA)

: ss.:

COUNTY OF YORK)

On this *20th* day of March 1980, before me personally appeared CARL L. SMITH, to me personally known, who, being by me duly sworn, says that he is the Vice-President - Administration of EMONS INDUSTRIES, INC., one of corporations described in and which executed the foregoing instrument; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of the Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Gedye Horvath
NOTARY PUBLIC

My Commission Expires:

MY COMMISSION EXPIRES
JANUARY 31, 1981
YORK, YORK COUNTY, PA.

