

SLOVER & LOFTUS

ATTORNEYS AT LAW

1224 SEVENTEENTH STREET, N. W.

WASHINGTON, D. C. 20036

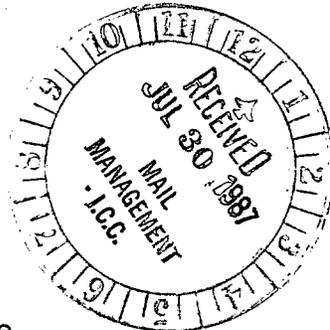
WILLIAM L. SLOVER  
C. MICHAEL LOFTUS  
DONALD G. AVERY  
JOHN H. LE SEUR  
KELVIN J. DOWD  
ROBERT D. ROSENBERG  
PAULINE E. WASCHKE

RECORDATION NO. 9449-0 Filed 1425

JUL 30 1987 -1 45 PM 202 347-7170

INTERSTATE COMMERCE COMMISSION

July 30, 1987



No. 7-211A028  
JUL 30 1987  
Date .....  
Fee \$ 10.00  
ICC Washington, D. C.

Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
12th & Constitution Avenue  
Washington, D.C. 20423

Re: Utility Fuels, Inc. Security Agreement Dated  
as of July 21, 1978

Dear Ms. McGee:

I have enclosed an original and two copies of the documents described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a supplement, a secondary document, dated July 16, 1987. The primary document to which this supplement is connected is recorded under Recordation No. 9449.

The names and addresses of the parties to the document are as follows:

Trustee

United States Trust Company of New York  
130 John Street  
New York, New York 10038

Lessee

Utility Fuels, Inc.  
P.O. Box 539  
Houston, Texas 77001

100 OFFICE OF  
THE SECRETARY  
JUL 30 1 37 PM '87  
MOTOR OPERATING UNIT

*C. Michael Loftus*

Ms. Noreta R. McGee  
July 30, 1987  
Page 2

The equipment covered by this document consists of 82 105-ton 4200 cubic feet gondola-type coal cars; AAR mechanical Designation GTS; bearing the Lessee's identifying mark of UFIX, and identifying numbers as follows: 1020, 1034, 2040, 2064, 2082, 3026, 3030, 3042, 3059, 4027, 4061, 4078, 5002, 5040, 5072, 5108, 6008, 6049, 6057, 6063, 6098, 7019, 7039, 7043, 7053, 7068, 7074, 8018, 8023, 9001, 9084, 9093, 10046, 10050, 10068, 10078, 10082, 10086, 10118, 10131, 11033, 11046, 11048-11054, 11056-11070, 11072-11089.

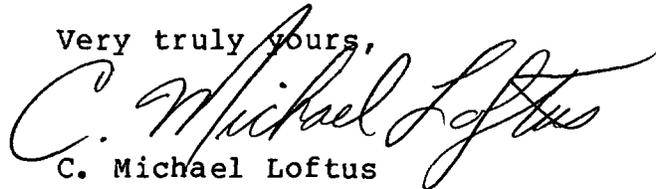
A short summary of the document to appear in the index follows:

Supplement to Security  
Agreement with Recordation No. 9449,  
dated July 16, 1987, and covering 82  
gondola-type cars.

A fee of \$10 is enclosed. Please stamp the original and one copy with your official recording stamp, retain one copy for recordation by the Commission, and return the original and all extra copies to the bearer of this letter, along with your fee receipt.

Thank you for your attention to this matter.

Very truly yours,



C. Michael Loftus  
As Agent for  
Utility Fuels, Inc.

Enclosures



# UTILITY FUELS, INC.

A Subsidiary of Houston Industries Incorporated

P. O. BOX 539 • HOUSTON, TEXAS 77001 • (713)888-4500

RECORDATION NO. 9449-A Filed 1426

JUL 30 1987 -1 45 PM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS

July 16, 1987

Interstate Commerce Commission  
12th & Constitution Avenue  
Washington, D. C. 20423

Attention: Mr. James H. Bayne

Gentlemen:

On July 21, 1978, at 9:00 a.m., a Security Agreement dated as of June 15, 1978, between Utility Fuels, Inc. ("the Company") and the United States Trust Company of New York, as Trustee, was filed in your office. The recordation number on the Security Agreement is 9449. The transmittal letter from the Company dated June 20, 1978, accompanying said filing, stated that the Security Agreement was intended to cover 1,150 railroad cars, only 450 of which had been delivered prior to June 20, 1978. By letter dated December 19, 1978, the Company informed you of the road numbers of the remaining 700 cars which were delivered subsequent to June 20, 1978.

The Company has now replaced forty-one (41) cars which replacements constitute collateral pursuant to the terms of the Security Agreement. The road numbers of said cars are as follows:

Mr. James H. Bayne  
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July 16, 1987

Cars Removed From  
Security Agreement  
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Replacement Cars Added  
to Security Agreement  
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1020	11046
1034	11048
2040	11049
2064	11050
2082	11051
3026	11052
3030	11053
3042	11054
3059	11056
4027	11057
4061	11058
4078	11059
5002	11060
5040	11061
5072	11062
5108	11063
6008	11064
6049	11065
6057	11066
6063	11067
6098	11068
7019	11069
7039	11070
7043	11072
7053	11073
7068	11074
7074	11075
8018	11076
8023	11077
9001	11078
9084	11079
9093	11080
10046	11081
10050	11082
10068	11083
10078	11084
10082	11085
10086	11086
10118	11087
10131	11088
11033	11089

Mr. James H. Bayne  
Page 3

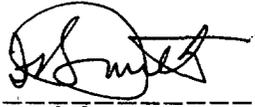
July 16, 1987

Enclosed is our company check number 104579  
for the \$10.00 filing fee in connection with the  
Supplement to Security Agreement #9449.

Very truly yours,

UTILITY FUELS, INC.

BY

  
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President

Subscribed before me the  
undersigned authority this  
14<sup>th</sup> day of July 1987

  
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Notary Public, In And For The  
County of Harris, State of  
Texas

MARTHA A. CLARK  
Notary Public, State of Texas  
My Commission Expires 10-7-87

SECURITY AGREEMENT #9449 BETWEEN UTILITY FUELS, INC.  
AND THE UNITED STATES TRUST COMPANY OF NEW YORK.