

Robert F. Hochwarth  
General Attorney



Chessie  
System  
Railroads  
Law Department  
Terminal Tower  
P.O. Box 6419  
Cleveland, Ohio 44101  
216-623-2405

Date 5/30/86  
Fee \$ 10.00

CC Washington, D.C. May 28, 1986

RECORDATION NO. 13200-A Filed 1425

MAY 30 1986 - 1 45 PM

INTERSTATE COMMERCE COMMISSION

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

Dear Sir:

Enclosed are 4 executed counterparts of a Supplemental Agreement dated as of May 18, 1986, which amends that certain Equipment Trust Agreement dated as of May 15, 1981 between Mercantile-Safe Deposit and Trust Company, P. O. Box 2258, 2 Hopkins Plaza, Baltimore, Maryland 21203 (Trustee) and The Baltimore and Ohio Railroad Company, P. O. Box 6419, Cleveland, Ohio 44101 (B&O). The equipment covered by this Supplemental Agreement consists of one 3,000-H.P. Model GP40-2 Locomotive bearing Substituted New Road Number 6344. The aforesaid Equipment Trust Agreement was recorded with the Commission on July 23, 1981 at 12:30 P.M. and assigned Recordation No. 13200.

Also enclosed is a draft of The Baltimore and Ohio Railroad Company in the amount of \$10.00 which covers the required recordation fee. Pursuant to the Commission's rules and regulations, you are hereby requested to file 2 of the enclosed counterparts for record in your office and return the remaining 2 counterparts to me at the above address.

Very truly yours,

*R. F. Hochwarth*

RFH:cc  
Encls.



REGISTRATION NO. 15200-A Filed 1485

MAY 30 1986 - 1 45 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT dated as of May 15, 1986 between Mercantile-Safe Deposit and Trust Company, as Trustee (hereinafter called Trustee), party of the first part, and The Baltimore and Ohio Railroad Company (hereinafter called Lessee), party of the second part.

WITNESSETH:

WHEREAS, the said Lessor and Lessee heretofore entered into an Equipment Trust Agreement dated May 15, 1981 (hereinafter called the Agreement), covering twenty-six (26) certain 3,000-H.P. Model GP40-2 Locomotives; and

WHEREAS, Lessee desires to change its identifying numbers of one of the said Locomotives and substitute its new identifying number therefor.

NOW, THEREFORE, THIS INDENTURE WITNESSETH:

FIRST: The Agreement is hereby amended by eliminating, with respect to the following-described locomotive, Lessee's number therein set forth and substituting therefor new Lessee's number as set forth below:

<u>Eliminated Old Number</u>	<u>Substituted New Number</u>
4446	6344

SECOND: All references to the "Agreement" in the Agreement shall be deemed to mean the Agreement as amended by this Supplemental Agreement, and the term "Locomotives" as used in the Agreement shall be deemed to include the aforesaid renumbered Locomotive.

THIRD: In order to facilitate the filing and recording of this Supplemental Agreement, the same may be simultaneously executed in several counterparts, each of which shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument, which shall for all purposes be sufficiently evidenced by any such original counterpart.



STATE OF OHIO            )  
                                  ) SS:  
CUYAHOGA COUNTY        )

On this 28th day of May, 1986, before me personally appeared Richard B. Allen, to me personally known, who, being by me duly sworn, says that he is Vice President of The Baltimore and Ohio Railroad Company; that the seal 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 President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[NOTARIAL SEAL]

*Margaret M. Yarcusko*  
Notary Public

**MARGARET M. YARCUSKO**  
Notary Public, State of Ohio, Cuya. Cty.  
My Commission Expires March 16, 1991