

C. GRANVILLE WYCHE
ALFRED F. BURGESS
C. THOMAS WYCHE
DAVID L. FREEMAN
JAMES C. PARHAM, JR.
JAMES M. SHOEMAKER, JR.
WILLIAM W. KEHL
CHARLES W. WOFFORD
LARRY D. ESTRIDGE
D. ALLEN GRUMBINE
CARY H. HALL, JR.
CARL F. MULLER
HENRY L. PARR, JR.
BRADFORD W. WYCHE
ERIC B. AMSTUTZ*

WYCHE, BURGESS, FREEMAN & PARHAM

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

GREENVILLE, SOUTH CAROLINA 29603

POST OFFICE BOX 10207
44 EAST CAMPERDOWN WAY
CABLE ADDRESS: JURAL
TELEPHONE 803-242-3131

June 7, 1983

RECORDATION NO. 10484-F FILED 1425

JUN 13 1983 - 1 05 PM

INTERSTATE COMMERCE COMMISSION

*ADMITTED TO D. C. BAR ONLY

Mrs. Lee
Interstate Commerce Commission
Constitution Avenue at 12th St., N.W.
Room 1227
Washington, D. C. 20023

Re: Certificate of Acceptance dated June 11, 1979 issued
under a Management Agreement dated as of June 11, 1979
between National Railway Utilization Corporation and
Andrew Goldstein

and

Security Agreement dated as of June 11, 1979 between
National Railway Utilization Corporation and
Andrew Goldstein

Dear Mrs. Lee:

Enclosed for filing under Section 20c of the Interstate Commerce Act are original Amendments dated as of May 15, 1981 for each of the above-referenced documents. The Certificate of Acceptance was filed previously with the Interstate Commerce Commission on June 11, 1979 and bears recordation number 10484-B. The Security Agreement was filed previously with the Interstate Commerce Commission on June 11, 1979 and bears recordation number 10484.

The address of National Railway Utilization Corporation is 100 North 20th Street, Second Floor, Philadelphia, Pa. 19103. The address of Andrew Goldstein is 11220 Chestnut Grove Square, Apartment 122, Reston, Virginia 22090.

I enclose a check in the amount of \$20.00 payable to the Interstate Commerce Commission as the cost of filing these additional instruments under documents previously recorded.

I also enclose copies of each Amendment which I would ask that you stamp and return to me at the address on this letterhead.

Very truly yours,


Carl F. Muller

CFM/bjm
Enclosures

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AMENDMENT dated as of May 15, 1981 to that certain INTERSTATE COMMERCE COMMISSION
CERTIFICATE OF ACCEPTANCE dated June 11, 1979 issued under a
MANAGEMENT AGREEMENT dated as of June 11, 1979 between
Andrew P. Goldstein (termed "Owner") and NATIONAL RAILWAY
UTILIZATION CORPORATION (termed "Manager").

WHEREAS, Owner and Manager have determined that certain of
the 50'6" Type XM Railroad Boxcars which are subject to this
Management Agreement should be remarked in order to maximize their
utilization and earnings;

NOW, THEREFORE, in consideration of this benefit to the
parties and in further consideration of \$1.00 in hand paid by each
party to the other, the parties hereto agree as follows:

The Certificate of Acceptance under the Management Agreement
is amended by changing the Equipment Numbers from the following:

NSL 156121
to the following:
MISS 156121

IN WITNESS WHEREOF, Owner and Manager, each pursuant to due
authority, have caused these presents to be duly executed.

Rita M. McDonald
Witness
Audrey S. Johnson
Witness

Andrew P. Goldstein
Andrew P. Goldstein