

# CRAVATH, SWAIN & MOORE

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MAR 5 1980

FEE 10.00  
RECORDATION NO. 10639-A  
Filed 1425

MAR 5 1980 9 45 AM

No. 0-065A020

Date MAR 5 1980

Fee \$ 10.00

ICC Washington, D. C.

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*Ms. Tol -  
I think this  
one is  
10639-A*

February 25, 1980

Railbox Company  
Equipment Trust Financing Dated as of June 1, 1979  
10.20% Equipment Trust Certificates Series 5

Dear Ms. Mergenovich:

Pursuant to 49 U.S.C. § 11303(a) and the Commission's rules and regulations thereunder, I enclose herewith on behalf of Railbox Company, for filing and recordation as an amendment to the filings under recordation number 10639, counterparts of the following document:

*(in the nature of a Partial Release)*

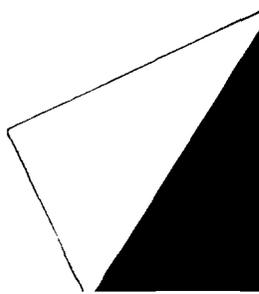
Amendment Agreement dated as of February 12, 1980, among Mercantile-Safe Deposit and Trust Company and Railbox Company.

The names and addresses of the parties to the aforementioned Amendment Agreement are as follows:

(1) Trustee:

Mercantile-Safe Deposit and  
Trust Company  
P. O. Box 2258  
Baltimore, Maryland 21203

*Handwritten signature/initials*



(2) Company:

Railbox Company  
300 South Wacker Drive  
Chicago, Illinois 60606

Please file and record the documents referred to in this letter and cross-index them under the names of the Trustee and the Company.

The equipment covered by the aforementioned document is listed in Schedule I to the Amendment Agreement.

There is also enclosed a check for \$10 payable to the Interstate Commerce Commission, representing the fee for recording the Amendment Agreement.

Please stamp all counterparts of the enclosed document with your official recording stamp. You will wish to retain one copy of the instruments for your files. It is requested that the remaining counterparts be delivered to the bearer of this letter.

Very truly yours,

*Laurance V. Goodrich*

Laurance V. Goodrich,  
As Agent for Railbox Company

Ms. Agatha L. Mergenovich, Secretary,  
Interstate Commerce Commission,  
Washington, D. C. 20423

Encls.

28N

PARTIAL RELEASE

MAR 5 1980 - 9 45 AM

AMENDMENT AGREEMENT dated ~~February 12, 1980~~ <sup>February 12, 1980</sup>,  
between MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY,  
a Maryland banking corporation ("Trustee"), and  
RAILBOX COMPANY, a Delaware corporation ("Company").

WHEREAS the Trustee and the Company have entered into an  
Equipment Trust Agreement dated as of June 1, 1979 ("Equipment  
Trust Agreement"), filed and recorded with the Interstate Commerce  
Commission pursuant to 49 U.S.C. § 11303 on July 18, 1979, at  
12:40 p.m., and assigned recordation number 10639; and

WHEREAS the parties hereto desire to enter into a  
supplement to the Equipment Trust Agreement as contemplated by the  
proviso in the first paragraph of Section 4.01 thereto;

NOW, THEREFORE, in consideration of the mutual agreements  
herein contained, the parties hereto agree as follows:

1. Schedule I to the Equipment Trust Agreement is hereby  
deleted and restated in its entirety as set forth in Schedule I  
attached hereto.
2. Except as amended hereby, the Equipment Trust  
Agreement shall remain in full force and effect.
3. The Company will promptly cause this Amendment  
Agreement to be filed and recorded with the Interstate Commerce  
Commission pursuant to 49 U.S.C. § 11303.
4. This Amendment Agreement may be executed in several  
counterparts, such counterparts together constituting but one and  
the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused  
their names to be signed hereto by their respective officers  
thereunto duly authorized and their respective corporate seals,  
duly attested, to be hereunto affixed as of the day and year  
first above written.

MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY,

(Corporate Seal)

Attest:

*A. Palmer*  
Corporate Trust Officer

by

*[Signature]*  
Assistant Vice-President

RAILBOX COMPANY,

(Corporate Seal)

Attest:

*[Signature]*  
Assistant Secretary

by

*[Signature]*  
Treasurer

STATE OF MARYLAND )  
 ) ss.:  
COUNTY OF BALTIMORE )

On this <sup>26<sup>th</sup></sup> day of February 1980, before me personally appeared R. E. SCHREIBER, to me personally known, who, being by me duly sworn, says that he is an Assistant Vice President of MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, that one of the seals 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 Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Patricia A. Shilow

(Notarial Seal)

My Commission expires: 7-1-82

STATE OF ILLINOIS )  
 ) ss.:  
COUNTY OF COOK )

On this day <sup>22<sup>nd</sup></sup> day of February 1980, before me personally appeared R. E. Zimmerman, to me personally known, who, being by me duly sworn, says that he is the Treasurer of RAILBOX COMPANY, that of the seals 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 Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

J. P. H. Quinn

(Notarial Seal)

My Commission expires:

My Commission Expires December 27, 1983

SCHEDULE I

<u>DESCRIPTION</u>	<u>MANUFACTURER</u>	<u>QUANTITY</u>	<u>COMPANY'S CAR NUMBERS (ALL INCLUSIVE)</u>	<u>AAR MECHANICAL DESIGNATION</u>
50'6" 70-ton capacity, general service box car with 10' door	Pullman Incorporated (Pullman Standard Division)	794	33555-33599 35000-35748	XM
50'6" 70-ton capacity, general service box car with 10' door	ACF Industries, Incorporated	472	33600-33626 33628-33665 33667-33672 33674, 33676 33678-33682 33684-33688 33690-33694 33696-33700 33702, 33704-33739 33741-33837 33839-33960 33962-34009 34011-34013 34015-34019 34022-34034 34036-34048 34050-34059 34061-34064 34066-34072 34074-34083 34086-34090 34092, 34095, 34097-34099	XM
		<u>1,266</u>		