



CSX RAIL TRANSPORT
Law Department

500 Water Street
Jacksonville, FL 32202
(904) 359-3100
Writer's direct telephone line:

July 20, 1988

(904) 359-3673

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

JUL 25 1988 11-10 AM

RECORDATION NO. 13239-D Filed 1425

100 OFFICE OF
THE SECRETARY
JUL 25 11 07 AM '88
MOTOR OPERATING UNIT

Dear Secretary:

I have enclosed four copies of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U. S. Code.

This document is a Supplement dated July 15, 1988, a secondary document.

The primary document to which this document is connected is recorded under Recordation No. 13239.

The name and address of the party to the document are as follows:

CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

A description of the equipment covered by the document follows:

3 100-ton covered hopper cars bearing the following road numbers:

SBD 246612, 248201 and 248210

July 20, 1988
Page 2

A fee of \$13.00 is enclosed. Please return all copies not needed by the Commission for recordation to:

Mr. David Yearwood
Senior Counsel
CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

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

Addition to lease of 3 hopper cars.

Yours very truly,

CSX Transportation, Inc.

By: *David M. Yearwood*
Senior Counsel

DMY/crg

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

7/25/88

Mr. David Yearwood
Senior Counsel
CSX Transportation, Inc
500 Water Street
Jacksonville, FL 32202

Dear

Sir

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 7/25/88 at 11:10AM, and assigned recordation number(s). 13239-D & 13240-E

Sincerely yours,

Narta L. McEa

Secretary

Enclosure(s)

SUPPLEMENT

JUL 25 1988 11:10 AM

RECORDATION NO. 13239-1 FILED 1425

SUPPLEMENT, made this 15th day of July 1988, to Leasing Agreement dated as of September 18, 1981, between Lloyds International Leasing Limited ("Lessor") and CSX Transportation, Inc. ("Lessee"), successor corporation to Louisville and Nashville Railroad Company.

WHEREAS, Lessor and Lessee have entered into the above-mentioned Leasing Agreement, which was filed with the Interstate Commerce Commission on September 18, 1981, and assigned Recordation Number 13239; and

WHEREAS, cars bearing road numbers LN 551738, SBD 350647 (LN 551937) and SBD 350663 (LN 551953), which were subject to said Leasing Agreement, were destroyed and declared a casualty; and

WHEREAS, the Lessor and Lessee desire to include additional equipment in substitution for the destroyed equipment;

NOW, THEREFORE, the Lessor and Lessee do hereby agree that three (3) 100-ton covered hopper cars, bearing road numbers SBD 246612, 248201 and 248210, respectively, which have been sold by the Lessee to the Lessor pursuant to a Bill of Sale which is attached hereto as Exhibit "A", shall be leased by the Lessor to the Lessee in accordance with the terms and conditions of the Leasing Agreement dated as of September 18, 1981.

IN WITNESS WHEREAS, the Lessee has executed this instrument as of the date first above written.

CSX TRANSPORTATION, INC.

By: *B. H. Schurges*
Vice President - CSX Rail
Transport

ATTEST:

David M. Yearwood
Assistant Secretary

[Corporate Seal]

STATE OF FLORIDA)
)
COUNTY OF DUVAL) ss:

On this 15th day of July, 1988, before me personally appeared B.A. Schwinger, to me personally known, who, being by me duly sworn, says, that he is a Vice President-CSX Rail Transport of CSX Transportation, Inc.; 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.

Cathy R. Hudson
Notary Public

(Notarial Seal)

My Commission expires:

NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Jan. 26, 1992
Bonded thru Patterson-Becht Agency



BILL OF SALE

To Purchaser: Lloyds International Leasing, Limited
40-66 Queen Victoria Street
London EC4P4EL
England

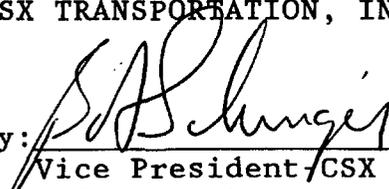
CSX Transportation, Inc. ("Seller"), in consideration of the payment of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, sells and transfers to you, as purchaser named above, all of Seller's right, title and interest in and to three (3) 100-ton covered hopper cars bearing road numbers SBD 246612, 248201, and 248210, respectively, (the "Equipment"), to have and to hold the same unto you, your successors and assigns forever.

Warranties

The Seller warrants that the Seller has not done, or knowingly suffered to be done, anything whereby the Equipment has been encumbered in any way whatsoever.

IN WITNESS WHEREOF, Seller has caused this instrument to be executed in its name by a duly authorized representative, this 15th day of July 1988.

CSX TRANSPORTATION, INC.

By: 
Vice President CSX Rail
Transport

[Corporate Seal]