



# Funding Systems Railcars, Inc.

TRI-STATE CENTER • SUITE 370 • 2215 SANDERS RD. • NORTHBROOK, IL 60062 • (312) 272-8350

October 1, 1984

Mr. James H. Bayne  
Secretary  
Interstate Commerce Commission  
Washington, DC 20423

13784-H  
RECORDATION NO. .... Filed 1425

OCT 5 1984 2 05 PM  
INTERSTATE COMMERCE COMMISSION

No. 4-279A025  
Date OCT 5 1984  
Fee \$ 10.00  
ICC Washington, D. C.

Dear Sir:

Enclosed for recordation pursuant to the provisions of Section 11303 of Title 49 of the U.S. Code and the regulations thereunder are the original and one copy of the Amendment to Management Agreement, a secondary document under the Management Agreement dated July 28, 1982.

The primary document to which this is connected is recorded under the Recordation Number 13784.

Manager: Funding Systems Railcars, Inc.  
Suite 370  
2215 Sanders Road  
Northbrook, IL 60062

Owner: Heleasco Six ,Inc.  
Suite 101, Hagley Building  
3411 Silverside Road  
Wilmington, DE 19810

A general description of railroad equipment covered by the enclosed document is as follows:

Three (3) covered hopper cars bearing the identification marks WSOX; one (1) covered hopper car bearing the identification mark WSOR; and two (2) destroyed cars.

The original and all extra copies of the enclosed documents should be returned to Ms. Sharon Schumacher of Funding Systems Railcars, Inc., 2215 Sanders Road, Suite 370, Northbrook, IL 60062

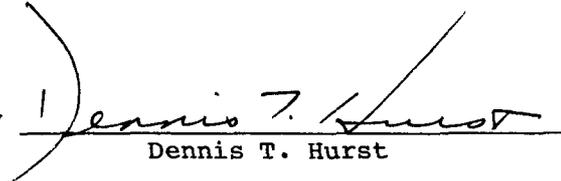
Also enclosed is a remittance in the amount of \$10.00 for payment of recordation fees.

ICC OFFICE OF  
THE SECRETARY  
OCT 5 1 56 PM '84  
MOTOR OPERATING UNIT

Mr. James H. Bayne  
Interstate Commerce Commission  
October 1, 1984  
Page 2

I am an officer of Funding Systems Railcars, Inc. and have knowledge of the matters set forth herein.

Very truly yours,

By   
Dennis T. Hurst

DTH:pb  
encl.

SENT VIA: Certified Mail

10/5/84

**Interstate Commerce Commission**  
Washington, D.C. 20423

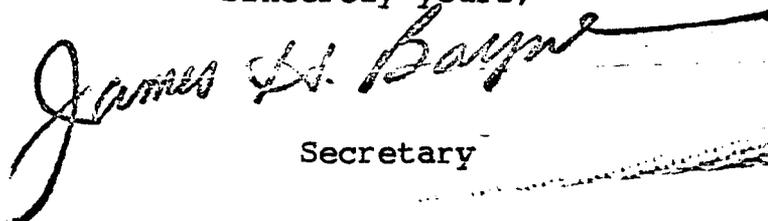
OFFICE OF THE SECRETARY

Sharon Schumacher  
Funding System Railcars, Inc. 1  
2215 Sanders Rd. Suite 370  
Northbrook, Illinois 60062

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 10/5/84 at 3:05pm and assigned re-  
recording number(s). 13784-H & 14099-H

Sincerely yours,

  
Secretary

Enclosure(s)

SE-30  
(7/79)

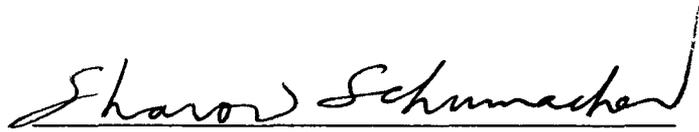
STATE OF ILLINOIS )  
 )  
COUNTY OF DU PAGE )

RECORDATION NO. 13784-H Filed 1425

OCT 5 1984 2 05 PM

INTERSTATE COMMERCE COMMISSION

On this 1st day of October, 1984, I hereby certify that I have compared the attached copy of Amendment to Management Agreement relating to the Management Agreement between Funding Systems Railcars, Inc. and Heleasco Six, Inc. dated August 22, 1984 with the original and have found the copy to be complete and identical in all respects to the original document.

  
Notary Public



My commission expires:

My Commission Expires Jan. 27, 1985

13784-H

---

---

AMENDMENT

TO

MANAGEMENT AGREEMENT

Dated as of July 28, 1982

Between

Heleasco Six, Inc.

as Owner

AND

Funding Systems, Railcars, Inc.

as Manager

---

---

AMENDMENT TO  
MANAGEMENT AGREEMENT

THIS AMENDMENT is dated as of the 22<sup>ND</sup> day of AUGUST, 1984 and amends that certain Management Agreement dated as of July 28, 1982 (the "Agreement") between Heleasco Six, Inc. (the "Owner") and Funding Systems Railcars, Inc. (the "Manager").

WHEREAS the parties hereto are parties to the Management Agreement which was filed with the Interstate Commerce Commission at Recordation Number 13784 on August 31, 1982; and

WHEREAS, the parties hereto now desire to amend the Management Agreement as hereinafter provided.

NOW, THEREFORE, intending to be legally bound hereby, the parties hereto do agree as follows:

1. Equipment The Management Agreement covers certain covered hopper railroad cars (the "Equipment") more fully described on Exhibit A to the Agreement. The parties hereto agree that the Manager may change the equipment numbers on certain items of the Equipment and that the Agreement and Exhibit A thereto are hereby amended to change the equipment numbers of the following items of equipment:

<u>The item of equipment bearing the number</u>	<u>Shall be changed to equipment number</u>
WSOR 301347	WSOX 301347, effective 7/20/84
WSOR 301385	WSOX 301385, effective 7/16/84
WSOR 301443	WSOX 301443, effective 7/16/84
WSOX 301292	WSOR 301292, effective 4/11/84

2. The items of equipment bearing the identification number WSOX 301298 and WSOR 301334 shall be deleted from Exhibit A and no longer subject to the terms and conditions of the Management Agreement.

3. Further Modifications Except as expressly set forth herein, the Agreement shall remain in full force and effect, unamended and unmodified.

IN WITNESS WHEREOF, the Owner and the Manager have executed this Amendment as of the day and year above written.

FUNDING SYSTEMS RAILCARS INC.

By Jennis T. Amos  
Title: Executive Vice President - Finance

ATTEST:

Sharon L. Schumaker

HELEASCO SIX, INC.

By Robert A. Lewis  
Title: President

ATTEST:

Sharon L. Schumaker

STATE OF Delaware )  
COUNTY OF New Castle )

ss.

On this 25<sup>th</sup> day of September, 1984, before me personally appeared Philip C. Jansen, to me personally known, who, being by me duly sworn, said that he/she is an authorized officer of Hellasa Six, 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/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Paul C. Armstrong  
Notary Public

[Notary Seal]

My commission expires:

My Commission expires March 2, 1986

STATE ILLINOIS )  
 )  
 ) SS.  
COUNTY OF DU PAGE )

On this 22<sup>ND</sup> day of AUGUST, 1984, before me personally appeared Dennis T. Hurst, to me personally known, who, being by me duly sworn, says that he/she is Executive Vice President - Finance of Funding Systems Railcars, Inc., that the foregoing instrument was signed on behalf of said corporation by proper authority therefor, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sharon Schumaker

Notary Public

(Notarial Seal)

My commission expires:

My Commission Expires Jan. 27, 1985