

13833A
RECORDATION NO. Filed 1425

2-312A046

New Number
250 - A

NOV 8 1982 12 15 PM No.

INTERSTATE COMMERCE COMMISSION Date NOV 8 1982
Fee \$ 50.00

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

13833
ICC Washington, D. C.
RECORDATION NO. Filed 1425

RECEIVED
NOV 8 12 04 PM '82
I.C.C.
FEE OPERATION BR.

Re: Southern Pacific N84-2 1982-12 15 PM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Mergenovich:

Enclosed for recordation under Section 11303(a) of Title 49 of the U.S. Code are the original and two counterparts of each of a Security Agreement dated as of October 15, 1982 and a Security Agreement Supplement No. 1 dated November 1, 1982. This Security Agreement is a primary document and the Security Agreement Supplement is a secondary document.

A general description of the railroad maintenance-of-way equipment covered by the enclosed documents and intended for use related to interstate commerce is set forth in Schedule A attached to this letter and made a part hereof.

The names and addresses of the parties to these documents are as follows:

| | |
|----------------|---|
| Debtor: | Steiner Financial Corporation One Market Plaza San Francisco, California 94105 |
| Secured Party: | Aid Association for Lutherans 4321 North Ballard Road Appleton, Wisconsin 54919 |

The undersigned is the Debtor mentioned in the enclosed documents and has knowledge of the matters set forth therein.

Please return the original and one copy of each of these documents to Ms. Janice Wajda, Chapman and Cutler, 111 West Monroe Street, Chicago, Illinois 60603.

Also enclosed is a check in the amount of \$60 covering the required recording fee.

A short summary of the enclosed documents to appear in the Index follows:

Security Agreement dated as of October 15, 1982, and Security Agreement Supplement No. 1 dated November 1, 1982 each between Steiner Financial Corporation, as Debtor, One Market

Counterpart CT. Name Co.

Plaza, San Francisco, California 94105, and Aid Association for Lutherans, as Secured Party, 4321 North Ballard Road, Appleton, Wisconsin 54919, covering maintenance-of-way equipment.

Very truly yours,

STEINER FINANCIAL CORPORATION

By 
Its President

DEBTOR

NOV 8 1982 12 15 PM

SECURITY AGREEMENT SUPPLEMENT
INTERSTATE COMMERCE COMMISSION

SECURITY AGREEMENT SUPPLEMENT NO. 1, dated November 1, 1982, from STEINER FINANCIAL CORPORATION, a Utah corporation (the "Debtor"), to AID ASSOCIATION FOR LUTHERANS (the "Secured Party") under the Security Agreement dated as of October 15, 1982, from the Debtor to the Secured Party (the "Security Agreement").

W I T N E S S E T H:

WHEREAS, the Security Agreement provides for the execution and delivery from time to time of Security Agreement Supplements substantially in the form hereof each of which shall particularly describe Items of Equipment (such term and other defined terms in the Security Agreement being herein used with the same meaning) included in the Collateral and subject to the security interest of the Security Agreement;

NOW, THEREFORE, TO SECURE THE PAYMENT when and as due and payable of the principal of and the premium, if any, and interest on the Notes, and to secure the payment of all other indebtedness which the Security Agreement by its terms secures and compliance with all the terms of the Security Agreement and of such Notes, the Debtor does hereby create and grant to the Secured Party and to its successors and assigns a security interest in the following properties:

(a) all the items of property and equipment described in Schedule A annexed hereto;

(b) all additional or substituted items of property or equipment which hereafter may be subjected to the security interest of the Security Agreement by operation thereof; and

(c) all rents, income, revenues, issues, profits and proceeds arising from or in connection with any of the foregoing except for rents and other sums excluded under Section 1.5 of the granting clauses of the Security Agreement.

SAVING AND EXCEPTING, however, from the properties in which a security interest is hereby created and granted, all property saved and excepted from the coverage of the granting clauses of the Security Agreement by the excepted properties clause immediately following the granting clauses thereof and all rents, income, revenues, issues, profits and proceeds arising from or in connection with such properties so saved and excepted.

The Debtor hereby binds itself, its successors and assigns, to warrant and forever defend to the Secured Party and its successors and assigns the security interest hereby created and granted.

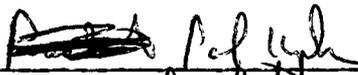
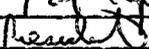
This Supplement shall be construed as supplemental to the Security Agreement and shall form a part of it and the Security Agreement is hereby incorporated by reference herein and is hereby ratified, approved and confirmed.

This Supplement may be executed in any number of counterparts, each of which shall be an original, but all of which together shall constitute one and the same instrument.

This Supplement shall in all respects be governed by, and construed in accordance with, the laws of the State of California, including all matters of construction, validity and performance.

IN WITNESS WHEREOF, the Debtor and the Secured Party have caused this Supplement to be executed, as of the day and year first above written.

STEINER FINANCIAL CORPORATION

By 
Its 

DEBTOR

AID ASSOCIATION FOR LUTHERANS

By 
Its JAMES G. ORMSON
VICE PRESIDENT AND DIRECTOR OF INVESTMENTS

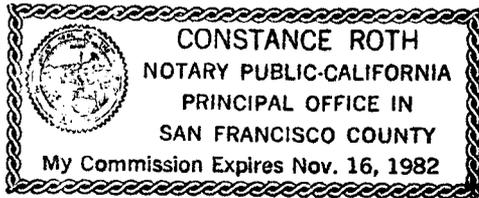
SECURED PARTY

By 
Its JOHN H. PENDER
SENIOR VICE PRESIDENT-
FINANCE AND TREASURER

SECURED PARTY

STATE OF CALIFORNIA)
) SS
COUNTY OF SAN FRANCISCO)

On this 29th day of October, 1982, before me personally appeared Paul Kerner, to me personally known, who being by me duly sworn, says that he is President of STEINER FINANCIAL 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.



Constance Roth
Notary Public

(SEAL)

My commission expires: 11-16-82

STATE OF WISCONSIN)
) SS
COUNTY OF Outagamie)

On this 27th day of October, 1982, before me personally appeared James H. Ormon & John H. Pender to me personally known, who being by me duly sworn, says that he is a Vice President of AID ASSOCIATION FOR LUTHERANS; that said instrument was signed and sealed on behalf of said Association 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 Association.

Arthur J. Roman
Notary Public

(SEAL)

My commission expires:
3/1/84

DESCRIPTION OF EQUIPMENT

| <u>Acceptance Supplement No.</u> | <u>Description</u> | <u>Vendor</u> | <u>Serial No.</u> |
|--------------------------------------|--------------------------|-------------------------|----------------------|
| 1 | Caterpillar Lift Truck | Peterson Tractor Co. | 89W644 |
| 2 | Caterpillar Lift Truck | Peterson Tractor Co. | 89W638 |
| 3 | Caterpillar Lift Truck | Peterson Tractor Co. | 89W636 |
| 4 | Caterpillar Lift Truck | Peterson Tractor Co. | 89W637 |
| 5 | Ballast Regulator | Plasser American Corp. | 1416 |
| 6 | Ballast Regulator | Plasser American Corp. | 1417 |
| 6 | Pallet Truck | Eaton Corporation | 373919 |
| 7 | Caterpillar Lift Truck | Peterson Tractor Co. | 89W646 |
| 8 | Forklift Truck | Eaton Corporation | 373600 |
| 10 | Caterpillar Lift Truck | Peterson Tractor Co. | 40X2130 |
| 11 | Clark Forklift Truck | Clark Equipment Company | NST245- 0196-4725 |
| 12 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-224 |
| 13 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-222 |
| 14 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-223 |
| 15 | Kalamazoo Platform Truck | Simkins Company, Inc. | 28HA-40 |
| 16 | Kalamazoo Platform Truck | Simkins Company, Inc. | 28HA-39 |
| 17 | Kalamazoo Platform Truck | Simkins Company, Inc. | 28HA-45 |
| 18 | Kalamazoo Platform Truck | Simkins Company, Inc. | 28HA-47 |
| 19 | Kalamazoo Platform Truck | Simkins Company, Inc. | 28HA-46 |
| 20 | Kalamazoo Platform Truck | Simkins Company, Inc. | 28HA-50 |
| 21 | Kalamazoo Platform Truck | Simkins Company, Inc. | 28HA-48 |
| 22 | Kalamazoo Platform Truck | Simkins Company, Inc. | 28HA-49 |
| 23 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-251 |
| 24 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-252 |
| 25 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-249 |
| 26 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-253 |
| 27 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-250 |
| 28 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-254 |
| 29 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-262 |
| 30 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-259 |
| 31 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-258 |
| 32 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-257 |
| 33 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-256 |
| 34 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-255 |
| 35 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-260 |
| 36 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-261 |
| 37 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-268 |
| 38 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-267 |
| 39 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-263 |
| 40 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-265 |
| 41 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-264 |
| 42 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-266 |
| 43 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-274 |

| <u>Acceptance Supplement No.</u> | <u>Description</u> | <u>Vendor</u> | <u>Serial No.</u> |
|--------------------------------------|-----------------------|-----------------------|-------------------|
| 44 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-273 |
| 45 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-270 |
| 46 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-269 |
| 47 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-271 |
| 48 | Kalamazoo Speed Truck | Simkins Company, Inc. | 21HA-272 |
| 49 | Fork Lift Truck | Western Lift Trucks | 379331 |
| 50 | Fork Lift Truck | Western Lift Trucks | 379332 |