



Funding Systems Railcars, Inc.

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

November 3, 1983

RECORDATION NO. 14103 A Filed 1983

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

NOV 8 1983 3 05 PM

INTERSTATE COMMERCE COMMISSION

Fee \$

11/8/83
10.00

ICS Washington, D. C.

Dear Madam:

Enclosed for recordation pursuant to the provisions of Section 11303 of Title 49 of the United States Code and the regulations thereunder are two originals of the Amendment to Management Contract, a secondary document, under the Management Contract dated June 1, 1983.

The primary document to which this is connected is recorded under Recordation Number 14103.

The names and addresses of the parties to the enclosed documents are:

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

Owner: Refco Management Services, Inc.
Suite 999
222 West Adams Street
Chicago, Illinois 60606

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

Ten (10) Gondolas bearing reporting marks WSOR 5264-WSOR 5273.

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, Illinois 60062.

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

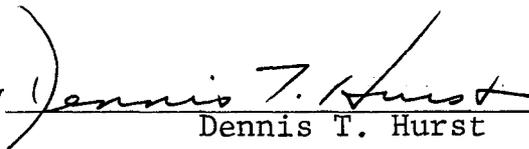
Ms. Agatha Mergenovich
Interstate Commerce Commission
November 3, 1983
Page 2

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

Very truly yours,

Funding Systems Railcars, Inc.

By


Dennis T. Hurst

DTH/rlm

Enclosures

SENT VIA: Certified Mail

Interstate Commerce Commission
Washington, D.C. 20423

11/9/83

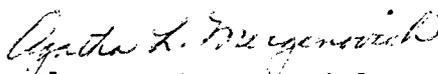
OFFICE OF THE SECRETARY

Sharon Schumacher
Funding Systems Railcars, Inc.
2215 Sanders Road Suite 370
Northbrook, Illinois 60062

Dear **Ms. Schumacher:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **11/8/83** at **3:05pm** and assigned re-
recording number(s). **14103-A & 14189**

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

AMENDMENT

RECORDATION NO. 14103-A
Filed 1425

NOV 8 1983 3 03 PM
INTERSTATE COMMERCE COMMISSION

TO

MANAGEMENT CONTRACT

Dated as of June 1, 1983

Between

FUNDING SYSTEMS RAILCARS, INC.

as Manager

AND

REFCO MANAGEMENT SERVICES, INC.

as Owner

100 ONE HUNDRED-TON

GONDOLA CARS

AMENDMENT
TO
MANAGEMENT CONTRACT

THIS AMENDMENT is dated as of the 8th day of September, 1983 and amends that certain Management Contract dated as of the 1st day of June, 1983 (the "Agreement") between Refco Management Services, Inc. (the "Owner") and Funding Systems Railcars, Inc. (the "Manager").

WHEREAS the parties hereto are parties to the Agreement which was filed with the Interstate Commerce Commission at Recordation Number 14103 on July 21, 1983; and

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

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

1. The Agreement names certain current Operating Leases or Assignments of Gondola railroad cars described on Exhibit B to the Agreement. The Operating Lease dated January 22, 1982 between Manager and Lenawee County Railroad Company, Inc. has been terminated. Therefore the parties hereto agree that the Agreement and Exhibit B thereto are hereby amended deleting,

"10 Cars marked LCRC (Lenawee County Railroad) on utilization lease terminating approximately January 22, 1988."

2. Equipment The Agreement covers certain gondola 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:

| The item of Equipment bearing the number | Shall be changed to equipment number |
|---|---|
| LCRC 5086 | WSOR 5264 |
| LCRC 5096 | WSOR 5265 |
| LCRC 5115 | WSOR 5266 |
| LCRC 5117 | WSOR 5267 |
| LCRC 5124 | WSOR 5268 |
| LCRC 5136 | WSOR 5269 |
| LCRC 5138 | WSOR 5270 |
| LCRC 5149 | WSOR 5271 |
| LCRC 5161 | WSOR 5272 |
| LCRC 5169 | WSOR 5273 |

Manager further agrees to provide to Owner within 60 days after the execution of this Amendment these new equipment numbers.

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 Manager and the Owner have executed this Amendment as of the day and year first above written.

ATTEST:

FUNDING SYSTEMS RAILCARS, INC.

Earl P. Nelson

By Dennis T. Lust
Title: VICE PRESIDENT - CONTROLLER

ATTEST:

REFCO MANAGEMENT SERVICES, INC.

Kenneth L. Stowski

By M. Coy
Title: President

**COMMISSION EXPIRES
JULY 28, 1986**

STATE Illinois)
COUNTY OF Cook)

ss.

On this 15th day of September, 1983, before me personally appeared Dennis T. Hurst, to me personally known, who, being by me duly sworn, says that he/she is Vice President - Controller of Funding Systems Railcars, 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 proper authority therefor, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Rebecca L. Maughan
Notary Public

[Notarial Seal]

My commission expires:
December 28, 1983

STATE OF ILLINOIS)
)
COUNTY OF COOK)

ss.

On this 15th day of SEPTEMBER, 1983, before me personally appeared William F. Cox, to me personally known, who, being by me duly sworn, said that he/she is an authorized officer of Refco Management Services, 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.

Sharon Schumacker
Notary Public



[Notary Seal]

My commission expires:

My Commission Expires Jan. 27, 1985