



BURLINGTON NORTHERN

176 East Fifth Street
St. Paul, Minnesota 55101
Telephone (612) 298-2121

247973

LAW DEPARTMENT
No. *U-1170003*

RECORDATION NO. *11231-A*
Filed & Recorded

July 30, 1980

Date AUG 4 1980

AUG 4 1980 -10 40 AM

Fee \$ *50.00*

INTERSTATE COMMERCE COMMISSION

ICC Washington, D.C.

RECEIVED
AUG 4 10 31 AM '80
I.C.C. OPERATION BR.
FEE OPERATION BR.

Office of the Secretary
Interstate Commerce Commission
Washington, DC 20423

Gentlemen:

There is submitted herewith, for filing with the Commission pursuant to 49 CFR 1116.1 et seq. ten original counterparts of an Amendment Agreement, dated as of July 1, 1980, by and between Burlington Northern Inc., The Chase Manhattan Bank, and Transportation Products Company.

Enclosed is a check payable to the order of the Commission for \$50.00 in payment of the recordation.

The names and addresses of the parties to the above Amendment Agreement and the respective capacities of said parties thereto are as follows:

Vendor - Manufacturer: Transportation Products Company
80 East Jackson Boulevard
Suite 307
Chicago, IL 60604

Vendee: Burlington Northern Inc.
176 East Fifth Street
St. Paul, MN 55101

Agent - Assignee: The Chase Manhattan Bank
(National Association)
Land Transportation Division
One Chase Manhattan Plaza
New York, NY 10081

A general description of the equipment covered by the enclosed Amendment Agreement is as follows:

One-Ohio #DE250 40/50 Ton Diesel Electric
Locomotive Crane with identifying number
BN 975426

[Handwritten signatures and initials]

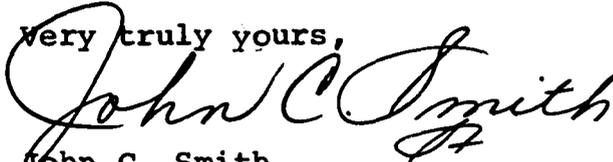
Office of the Secretary
July 30, 1980
Page 2

Each unit of the above-described equipment will have marked on both sides thereof in letters not less than one inch in height:

"Unit Subject to Security Interest of the Agent
Bank Under Conditional Sale Agreement Recorded
With the ICC."

Please return to the individual presenting these documents for recordation, Mrs. Carolyn Kunkel, eight of the enclosed documents, stamped and bearing notation as provided in 49 CFR 1116.5.

Very truly yours,

A handwritten signature in cursive script that reads "John C. Smith". The signature is written in dark ink and is positioned above the typed name.

John C. Smith
Associate General Counsel

JCS/s

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

12/26/79

OFFICE OF THE SECRETARY

John C. Smith
Burlington Northern
176 East Fifth St.
St. Paul, Minnesota 55101

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 _____ at _____, and assigned re-
recording number ~~(7)~~ 10:40am

11231

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

AUG 4 1980 -10 40 AM

INTERSTATE COMMERCE COMMISSION

AMENDMENT AGREEMENT dated as of July 1, 1980, among BURLINGTON NORTHERN INC., ("Railroad"), THE CHASE MANHATTAN BANK (NATIONAL ASSOCIATION) ("Assignee"), and TRANSPORTATION PRODUCTS COMPANY ("Manufacturer").

WHEREAS the Railroad and the Manufacturer have entered into a Conditional Sale Agreement dated as of October 1, 1979 ("Conditional Sale Agreement");

WHEREAS the Manufacturer and the Assignee have entered into an Agreement and Assignment dated as of October 1, 1979 ("Agreement and Assignment");

WHEREAS the Conditional Sale Agreement and Agreement and Assignment were filed with the Interstate Commerce Commission pursuant to 49 U.S.C. § 11303 on December 26, 1979, at 10:40 a.m. and were assigned recordation number 11231 and were deposited in the Office of the Registrar General of Canada pursuant to Section 86 of the Railway Act of Canada on December 31, 1979.

WHEREAS the parties hereto desire to amend the Conditional Sale Agreement to change the description and identifying number of one Locomotive Crane as it appears on the Schedule A thereto;

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

1. Schedule A to the Conditional Sale Agreement is hereby amended and restated in its entirety as shown in Exhibit A hereto.
2. The Railroad will promptly cause this Amendment Agreement to be filed and recorded in accordance with the provisions of Section 20 of the Conditional Sale Agreement.
3. Except as amended hereby, the Conditional Sale Agreement and the Agreement and Assignment shall remain in full force and effect.

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.

BURLINGTON NORTHERN INC.

By *R. C. Burton*
Title: Vice President
and Treasurer

[Corporate Seal]

Attest:

G. F. Seunikhel
Title: ASST. SECRETARY

TRANSPORTATION PRODUCTS COMPANY

By *John D. Miller*
Title: Chairman of Board

[Corporate Seal]

Attest:

James Stumeling
Title: Secretary

THE CHASE MANHATTAN BANK
(NATIONAL ASSOCIATION)

By *Step L. J. Paccaro*
Title: ASSISTANT Treasurer

[Corporate Seal]

Attest:

Patricia B. Anderson
Title: Assistant Treasurer

SCHEDULE A
(to Conditional Sale Agreement)

MANUFACTURER..... Ohio Locomotive Crane

VENDOR..... TRANSPORTATION PRODUCTS
COMPANY

DESCRIPTION OF EQUIPMENT..... One-Ohio#DE250 40/50 Ton
Diesel Electric
Locomotive Crane with
identifying number BN 975426

SPECIFICATIONS..... Per Burlington Northern Inc.
Letter of Intent dated
November 27, 1979

BASE PRICE..... \$600,000 per item

DELIVER TO..... BURLINGTON NORTHERN INC.

PLACE OF DELIVERY..... FOB MANUFACTURER'S PLANT,
or such other place as
agreed to between Transportation
Products Company and
Burlington Northern Inc.

ESTIMATED DELIVERY DATES..... August, 1980

OUTSIDE DELIVERY DATE..... December 31, 1980

Interstate Commerce Commission
Washington, D.C. 20423

8/4/80

OFFICE OF THE SECRETARY

John C. Smith
Burlington Northern
176 East fifth Street
St. Paul, Minnesota 55101

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 **8/4/80** at **10:40am**, and assigned re-
recording number (s).

11231-A

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)