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CLIFFORD A. WILPON +
DAWN V. WHITE +
DAVID H. COX

* ALSO ADMITTED IN MARYLAND
* ALSO ADMITTED IN VIRGINIA

RECORDATION NO. 11937 ^C September 10, 1980
Filed 1420

SEP 10 1980 - 3 25 PM

0-2504106

INTERSTATE COMMERCE COMMISSION

SEP 10 1980

Date 10.00

ICC Washington, D. C.

RECEIVED
SEP 10 3 18 PM '80
I.C.C.
FEE OPERATION BR

Ms. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Room 2215
Washington, D.C. 20423

Dear Ms. Mergenovich:

I have been requested by the below-named parties to ask that you file the enclosed document:

A Corrective Amendment, dated as of July 1, 1980, by and between Maryland and Pennsylvania Railroad Company, Emons Industries, Inc., and The Chase Manhattan Bank, National Association, which effectuates an amendment of the following documents filed with the Interstate Commerce Commission on June 27, 1980:

1. A Bill of Sale, dated as June 6, 1980, by and between the Maryland and Pennsylvania Railroad Company, a Pennsylvania and Maryland Corporation, as Seller, and Emons Industries, Inc., a New York Corporation, as Purchaser, filed under Recordation Number 11937.
2. A Lease of Railroad Equipment, dated as of June 6, 1980, by and between Emons Industries, Inc., as Lessor, and the Maryland and Pennsylvania Railroad Company, as Lessee, filed under Recordation Number 11937-A.
3. A Chattel Mortgage, Assignment and Security Agreement, dated as of June 6, 1980, by and between Emons Industries, Inc., and the Chase Manhattan Bank, National Association, filed under Recordation Number 11937-B.

Richard W. Boyan
Co. Owner Emons Industries

Ms. Agatha L. Mergenovich
September 10, 1980
Page two

The effect of the amendment of the above three documents is to remove from Exhibit A annexed to each document the boxcar bearing serial number MPA 15190 and to change the number of boxcars subject to each document from forty-six to forty-five.

The names and addresses for the parties to the transaction are:

EMONS INDUSTRIES, INC.
490 East Market Street
York, Pennsylvania 17403

MARYLAND AND PENNSYLVANIA RAILROAD COMPANY
490 East Market Street
York, Pennsylvania 17403

THE CHASE MANHATTAN BANK, NATIONAL ASSOCIATION
1441 Broadway
New York, New York 10013

The aforementioned Corrective Amendment should be filed in Recordation File Number 11937 in light of the fact that the documents which it amends are filed under that Recordation Number.

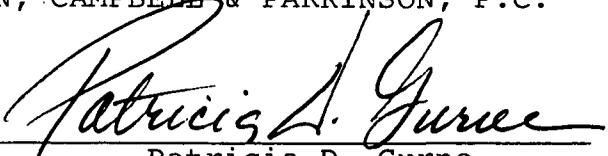
I am delivering a total of four (4) manually executed copies of the aforementioned Corrective Amendment. I would appreciate it if you would have three (3) copies stamped as recorded and returned to me.

Thank you for your assistance and I look forward to hearing from you at your earliest convenience.

Very truly yours,

JACKSON, CAMPBELL & PARKINSON, P.C.

By:


Patricia D. Gurne

PDG/lg

Enclosures As Stated.

cc: Elliot D. Hefler

Interstate Commerce Commission
Washington, D.C. 20423

9/10/80

OFFICE OF THE SECRETARY

Patricia D. Gurne
Jackson, Campbell & Parkinson, P.C.
One Lafayette Centre, Suite 300 South
1120 20th Street, N.W.
Washington, D.C. 20036

Dear Ms. Gurne:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/10/80 at 3:25pm, and assigned re-
recording number(s). 11957-C

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

ACKNOWLEDGEMENT OF NOTICE
OF CHATTEL MORTGAGE,
ASSIGNMENT AND
SECURITY AGREEMENT

The Maryland and Pennsylvania Railroad Company hereby acknowledges due notice of the foregoing Chattel Mortgage, Assignment and Security Agreement dated as of June 6, 1980, from Emons Industries, Inc., to The Chase Manhattan Bank, N.A. which is incorporated herein by reference, and shall be deemed a part hereof, and acknowledges that its interest under a certain Lease of Railroad Equipment dated as of the day of June 6, 1980 between Emons Industries, Inc., as Lessor and the Maryland and Pennsylvania Railroad Company, as Lessee (the "Lease"), is and shall be subordinate to the interest of Chase under the foregoing Chattel Mortgage, Assignment and Security Agreement.

Dated: June 6, 1980

MARYLAND AND PENNSYLVANIA
RAILROAD COMPANY

By: 

Robert Grossman
Chairman of the Board

STATE OF PENNSYLVANIA

)

: ss.:

COUNTY OF YORK

)

On the 6th day of June, 1980 before me came ROBERT GROSSMAN, to me known, who, being by me duly sworn, did depose and say that he resides at 865 Hickory Hill Lane, York, Pennsylvania; that he is the Chairman of the Board of Maryland and Pennsylvania Railroad Company, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

Judge Novatine
Notary Public

CORRECTIVE AMENDMENT

SEP 10 1980 - 3 25 PM

INTERSTATE COMMERCE COMMISSION

WHEREAS, pursuant to Bill of Sale dated June 6, 1980 (the "Bill of Sale") from Maryland and Pennsylvania Railroad Company ("M & P"), whose address is 490 East Market Street, York, Pennsylvania to Emons Industries, Inc. ("Emons"), whose address is 490 East Market Street, York, Pennsylvania which Bill of Sale was filed with the Interstate Commerce Commission on June 27, 1980 under Recordation Number 11937, M & P conveyed to Emons 46 fifty ton, forty foot six inch, woodlined, general purpose boxcars, Class "XM", which included among them a boxcar having serial number MPA 15109; and

WHEREAS, pursuant to Lease of Railroad Equipment dated as of June 6, 1980 (the "Lease") between Emons, as lessor, and M & P, as lessee, which Lease was filed with the Interstate Commerce Commission on June 27, 1980 under Recordation Number 11937-A, Emons leased to M & P the aforesaid 46 boxcars, including the boxcar bearing serial number MPA 15109; and

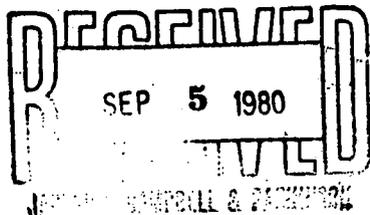
WHEREAS, pursuant to a Chattel Mortgage, Assignment and Security Agreement dated June 6, 1980 (the "Chattel Mortgage") between Emons and The Chase Manhattan Bank, National Association ("Chase") with an office at 1441 Broadway, New York, New York, which Chattel Mortgage was filed with the Interstate Commerce Commission on June 27, 1980 under Recordation Number 11937-B, Emons granted to Chase a security interest in and a lien upon the aforesaid 46 boxcars, including the boxcar bearing serial number MPA 15109; and

WHEREAS, M & P, Emons and Chase acknowledge and agree that the boxcar bearing serial number MPA 15109 was inadvertently included in the Bill of Sale, the Lease and the Chattel Mortgage and the parties hereto wish to amend such documents and to remove from Exhibit A annexed to each such document, the boxcar bearing serial number MPA 15109;

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

1. The Bill of Sale, Lease and Chattel Mortgage are each hereby amended by removing from Exhibit A annexed to each such document any reference to the boxcar bearing serial number MPA 15109 and by changing the number of boxcars subject to each such document from 46 to 45.

IN WITNESS WHEREOF, each of the parties hereto has caused this instrument to be executed in its corporate name by one of



its corporate officers and its corporate seal to be hereunto
affixed and attested by one of its secretaries, as of the 1st
day of July, 1980.

MARYLAND AND PENNSYLVANIA
RAILROAD COMPANY

ATTEST:

J. H. M. [Signature]
Secy.

By [Signature]
Title Chairman

EMONS INDUSTRIES, INC.

ATTEST:

J. H. M. [Signature]
Secy.

By [Signature]
Title Chairman

THE CHASE MANHATTAN BANK
(NATIONAL ASSOCIATION)

ATTEST:

Juan W. Popick
A.T.

By [Signature]
Title Second Vice President

STATE OF PENNSYLVANIA)
 : SS.:
COUNTY OF *York*)

On the *14th* day of July, 1980, before me came ROBERT GROSSMAN, to me known, who, being by me duly sworn, did depose and say that he resides at 865 Hickory Hill Lane, York, Pennsylvania 17402; that he is the Chairman of the Board of Emons Industries, Inc., the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

Edythe J. Johnson

MY COMMISSION EXPIRES

JANUARY 31, 1981

YORK, YORK COUNTY, PA

STATE OF NEW YORK)
 : SS.:
COUNTY OF NEW YORK)

On the *27th* day of ^{*AUGUST*} July, 1980, before me came *Deborah M. O'Haire* to me known, who, being by me duly sworn, did depose and say that she resides at *Essex County, N.J.* that she is the *Second Vice President* of The Chase Manhattan Bank (National Association), the corporation described in and which executed the foregoing instrument; that she knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that she signed ^{*her*} his name thereto by like order.

William Forster

WILLIAM FORSTER

Notary Public, State of New York
No. 52-6361224

Qualified in Suffolk County
Certificate Filed in New York County
Term Expires March 30, 1980

