

RECORDATION NO. 11940-A Filed 1425

7610
Rec. No 11940-A

AUG 31 1981 -9 40 AM

LAW OFFICES

ALVORD AND ALVORD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1954)

ROBERT W. ALVORD
ALBERT H. GREENE
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE
MILTON C. GRACE*
GEORGE JOHN KETO**
RICHARD N. BAGENSTOS

INTERSTATE COMMERCE COMMISSION

200 WORLD CENTER BUILDING
918 SIXTEENTH STREET, N.W.

WASHINGTON, D. C.
20006

OF COUNSEL
JESS LARSON
JOHN L. INGOLDSBY
URBAN A. LESTER

CABLE ADDRESS
"ALVORD"

TELEPHONE
AREA CODE 202
393-2266

TELEX
440348 CDAA UI

* NOT A MEMBER OF D. C. BAR
** ALSO A MEMBER OF OHIO BAR

August 28, 1981

No. **1-243A030**
AUG 31 1981
Date.....
Fee \$ **10.00**
FIS Washington, D. C.

Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D.C. 20434

Dear Madam:

Enclosed for recordation pursuant to the provisions of §11303(a) of Title 49 of the U.S.C. and the regulations thereunder is a Letter Agreement dated June 27, 1980 with reference to the Lease and Management Agreement dated June 27, 1980 between Funding Systems Railcars, Inc. and the Upper Merion and Plymouth Railroad Company, which was duly filed and recorded at 11:20 a.m. on June 27, 1980 and assigned Recordation Number 11940.

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

35 Rebuilt Boxcars (70-ton) bearing Upper Merion and Plymouth Railroad Company Road Numbers UMP 1287 to UMP 1321 (both inclusive).

45 Rebuilt Boxcars (70-ton) bearing Hillsdale County Railway Company Road Numbers HCRC 1047, 1048, 1049, 1050, 1053, 1059, 1062-1100 (all inclusive).

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

Lessor/Addressor:

Funding Systems Railcars, Inc.
1000 RIDC Plaza
Pittsburgh, Pennsylvania 15238

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Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
August 28, 1981
Page Two

Lessee/Addressor:

Upper Merion and Plymouth Railroad
Company
P.O. Box 404
Conshohocken, Pennsylvania 19428

Addressee:

American National Bank and Trust
Company of Chicago
33 North LaSalle Street
Chicago, Illinois 60690

The undersigned is agent for the Addressee mentioned in the enclosed document for the purpose of submitting the enclosed document for recordation and has knowledge of the matters set forth therein.

Also enclosed is a remittance in the amount of \$10 in payment of the required recordation fee.

Very truly yours,

ALVORD AND ALVORD

By: Charles T. Kappler

Charles T. Kappler

CTK/lac
Enclosures

FUNDING SYSTEMS RAILCARS, INC.
1000 RIDC Plaza
Pittsburgh, PA 15238

11940

June 27, 1980

RECORDATION NO. 11940-A
Filed 1423

TO: American National Bank and
Trust Company of Chicago
33 North LaSalle Street
Chicago, IL 60690

AUG 31 1981 -9 40 AM
INTERSTATE COMMERCE COMMISSION

ATTENTION: Jonathan P. Hecht
Vice President

Gentlemen:

Reference is made to Lease and Management Agreement, dated June 27, 1980, between Funding Systems Railcars, Inc. as Lessor and Upper Merion and Plymouth Railroad Company, as Lessee and the Description of Equipment (Schedule A) attached thereto, which was recorded at the Interstate Commerce Commission, on June 27, 1980, Recordation Number 11940, and was assigned to you under Security Agreement, also dated June 27, 1980, between Lessor as Debtor and you as Secured Party.

The word, "Owner", contained therein means Refco Transport Equipment, Inc. with respect to railcar numbers, HCRC 1047, 1048, 1049, 1050, 1053, 1059 1062-1100 (inclusive). The word, "Owner", with respect to railcar numbers UMP 1287 - UMP 1321 (inclusive) means Refco Rail Equipment, Inc.

Very truly yours,

FUNDING SYSTEMS RAILCARS, INC.

ATTEST:

Donald F. Sawchuk

By

John F. Mcenery
Name: JOHN F. McENERY
Title: ATTORNEY-IN-FACT

ATTEST:

Donald F. Sawchuk

UPPER MERION AND PLYMOUTH RAILROAD
COMPANY

By

John F. Mcenery
Name: JOHN F. McENERY
Title: ATTORNEY-IN-FACT

Agreed and Accepted as of the
date first above written.

AMERICAN NATIONAL BANK AND TRUST
COMPANY OF CHICAGO

By

Jonathan P. Hecht
Name: JONATHAN P. HECHT
Title: VICE PRESIDENT

B/DD6

STATE OF PA)
COUNTY OF Allegheny)SS:

On this 9th day of July, 1980, before me, personally appeared John F. McEnery to me personally known, who being by me duly sworn, says that he is a attorney-in-fact 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 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.

Patricia L. Hines
Notary Public

(SEAL)

PATRICIA L. HINES, NOTARY PUBLIC
PITTSBURGH, ALLEGHENY COUNTY
MY COMMISSION EXPIRES OCT. 6, 1980
Member, Pennsylvania Association of Notaries

STATE OF Illinois)
COUNTY OF Cook)SS:

On this 27th day of June, 1980, before me, personally appeared Jonathan P. Wecht to me personally known, who being by me duly sworn, says that he is a Vice President of American National Bank and Trust Company of Chicago 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 acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Marilyn Pichota
Notary Public

(SEAL)

