

RECORDATION NO. 11915-A Filed 1425

Alan A. Rudnick
Assistant General Solicitor

AUG 29 1980-10 30 AM

INTERSTATE COMMERCE COMMISSION



August 29, 1980

Law Department
Terminal Tower
P. O. Box 6419
Cleveland, Ohio 44101
216 623 2471

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

Attention: Mrs. M. R. Lee, Room 2303
Recordation Unit

No. 11915-A
Date 8/29/80
Fee \$ 10.00
ICC Washington, D.C.

Re: Amendment dated as of August 25, 1980,
to Agreement dated as of June 1, 1980
between Fruit Growers Express Company and
The Baltimore and Ohio Railroad Company

REC'D
AUG 29 11 23 AM '80
FEE COLLECTED

Dear Ms. Mergenovich:

Enclosed are executed counterparts Nos. 1, 2, and 3 (of 6) of an Amendment dated as of August 25, 1980 to Agreement dated as of June 1, 1980, between The Baltimore and Ohio Railroad Company ("B&O"), 100 North Charles Street, Baltimore, Maryland 21201 (as Bailee) and Fruit Growers Express Company, 1625 K Street, N.W., Washington, D. C. 20006 (as Bailor).

The equipment covered by the above documents consists of:

- 94 All Steel Bay Window Cabooses to be manufactured by Fruit Growers Express Company, 1625 K Street, N.W., Suite 700, Washington, D. C. 20006, and to bear B&O's road numbers 904000 - 904093, inclusive.

AAR Mechanical Designation: NE

The above equipment will be lettered "Chessie System", "B&O", or in some other appropriate manner, and will also be marked with the following legend:

"OWNERSHIP SUBJECT TO A
SECURITY AGREEMENT FILED WITH THE
INTERSTATE COMMERCE COMMISSION."

Also enclosed is a remittance in the amount of \$10 representing the required recording fee.

The Agreement dated as of June 1, 1980, to which this Amendment refers was recorded with the Secretary of the Interstate Commerce Commission on June 18, 1980 at 10:45 a.m. and assigned Recordation Number 11915.

Pursuant to the Commission's rules and regulations for the recordation of certain documents under 49 USC Sec. 11303 (formerly Sec. 20c of the Interstate Commerce Act), as currently administered, you are hereby requested to file one of the enclosed counterparts for record in your office and to return the remaining copies to me at my above address.



The Chessie System railroads are the C&O, B&O, WM and affiliated lines. Chessie System, Inc. is the parent for the railroads, Chessie Resources, Inc., Western Pocahontas Corp. and The Greenbrier.

Thank you in advance for your cooperation.

Sincerely,

A handwritten signature in black ink that reads "Alan A. Rudnick". The signature is written in a cursive style with a large, prominent initial "A".

Alan A. Rudnick

AAR:aj
Enclosures

RECORDATION NO. 11915-A
Filed 1425

AUG 29 1980-10 30 AM

EXECUTED IN 6 COUNTERPARTS
OF WHICH THIS IS NO. 2

INTERSTATE COMMERCE COMMISSION

AMENDMENT

Dated as of August 25, 1980,

To

AGREEMENT

Dated as of June 1, 1980

between

FRUIT GROWERS EXPRESS COMPANY

and

THE BALTIMORE AND OHIO RAILROAD COMPANY

Covering

94 All Steel Bay Window Cabooses

THIS AGREEMENT, dated as of June 1, 1980, by and between FRUIT GROWERS EXPRESS COMPANY, a Delaware corporation ("Manufacturer"), and THE BALTIMORE OHIO RAILROAD COMPANY, a Maryland corporation ("B&O").

* * * * *

The Manufacturer and B&O entered into a Purchase Agreement, dated on or about October 6, 1978, as amended and modified by various correspondence and by such agreements as have been made or may be made between the parties (which Purchase Agreement, as amended and modified, whether now or in the future, is made a part hereof by reference, whereunder the Manufacturer agreed (among other things) to construct at its Alexandria, Virginia, plant and deliver to B&O at Alexandria, Virginia, or at such other point or points as directed by B&O, and B&O agreed to accept and pay for the following railroad equipment ("Cabooses")

- 94 All Steel Bay Window Cabooses, bearing B&O road numbers 904000 through 904093, inclusive.

The Manufacturer and B&O entered into a certain Agreement dated as of June 1, 1980, providing for use by B&O of said Cabooses pending completion of financing arrangements, by virtue of which Agreement Manufacturer agreed to give B&O temporary custody and possession of the Equipment on their completion, solely as a bailee of said Cabooses.

Inasmuch as financing arrangements for certain of the Cabooses have not yet been consummated, the parties hereby agree that the terms and conditions of that certain Agreement dated as of June 1, 1980, by and between the parties is amended so that all of the terms and conditions contained therein are extended and kept in full force and effect as to all Cabooses which have not yet been accepted and paid for

until December 1, 1980, or the date of consummation of the financing arrangements referred to, whichever occurs earlier.

FRUIT GROWERS EXPRESS COMPANY

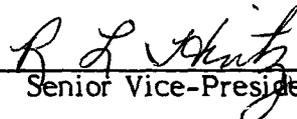
By 
PRESIDENT

(Corporate Seal)

Attest:

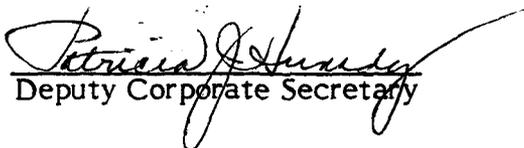

Secretary

THE BALTIMORE AND OHIO
RAILROAD COMPANY

By 
Senior Vice-President

(Corporate Seal)

Attest:


Deputy Corporate Secretary

