



SEABOARD SYSTEM RAILROAD

500 Water Street • Jacksonville, Florida 32202 • (904) 359-3100

October 22, 1984

Law Department
Writer's direct telephone line:
359-3674

RECORDATION NO. *13240-A* Form 1425

OCT 24 1984 - 1 15 PM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee
Recordation Section
Interstate Commerce Commission
12th & Constitution, N.W.
Washington, D. C. 20423

Dear Ms. Lee:

I enclose two signed counterparts of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U. S. Code.

This document is Supplement dated as of October 1, 1984. It is supplemental to a Leasing Agreement dated September 18, 1981.

The primary document to which this Supplement is connected is recorded under Recordation No. 13240.

The names and addresses of the parties to the Indenture are as follows:

Seaboard System Railroad, Inc.
500 Water Street
Jacksonville, Florida 32202

Lloyds International Leasing, Limited
40-66 Queen Victoria Street
London EC4P4EL
England

A check in the amount of \$10 is enclosed to cover the recordation fee.

Ms. Mildred Lee
October 22, 1984
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Please return a recorded counterpart to:

Mr. Edward C. Tannen
Assistant General Solicitor
Seaboard System Railroad, Inc.
500 Water Street
Jacksonville, Florida 32202

A short summary of the document to appear in the index follows:

Adds one (1) 100-ton XL box car bearing road number LN104700.

Very truly yours,


Edward C. Tannen
Assistant General Solicitor

Interstate Commerce Commission
Washington, D.C. 20423

10/24/84

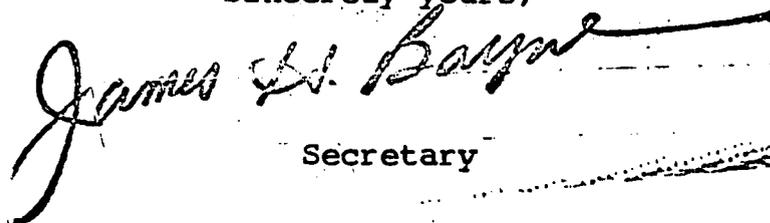
OFFICE OF THE SECRETARY

Edward C. Tannen
Seaboard System RR. Co.)
500 Water Street
Jacksonville, Florida 32202

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 10/24/84 at 1:15pm and assigned re-
recording number(s). 13240-A

Sincerely yours,


Secretary

Enclosure(s)

RECORDATION NO. 13240-A

OCT 24 1984 1:15 PM

SUPPLEMENT

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, made this 1st day of October, 1984 to Leasing Agreement dated as of September 18, 1981, between Lloyds International Leasing Limited ("Lessor") and Seaboard System Railroad, Inc. ("Lessee") successor corporation to Seaboard Coast Line Railroad Company.

WHEREAS, Lessor and Lessee have entered into the above-mentioned Leasing Agreement, which was filed with the Interstate Commerce Commission on September 18, 1981 and assigned Recordation Number 13240; and

WHEREAS, box car number SCL 95624 which was subject to said Leasing Agreement was destroyed and declared a casualty; and

WHEREAS, the Lessor and Lessee desire to include additional equipment in substitution for the destroyed equipment;

NOW THEREFORE, the Lessor and Lessee do hereby agree that one (1) box car, bearing road number L&N 104700, which has been sold by the Lessee to the Lessor pursuant to a Bill of Sale which is attached hereto as Exhibit "A", shall be leased by the Lessor to the Lessee in accordance with the terms and conditions of the Leasing Agreement dated as of September 18, 1981.

IN WITNESS WHEREOF, the Lessee has executed this instrument as of the date first above written.

SEABOARD SYSTEM RAILROAD, INC.

[Corporate Seal]

ATTEST:
RAB
Assistant Secretary

BY H. L. Snyder
Vice President-Treasurer

STATE OF FLORIDA)
COUNTY OF DUVAL)

On this 22nd day of October, 1984,

before me personally appeared H. L. Snyder
_____ , to me personally

known who being by me duly sworn, says that he is Vice
President-Treasurer of SEABOARD SYSTEM RAILROAD, INC., that one
of the seals affixed to the foregoing instrument is the corpo-
rate 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 corpo-
ration.

[Notarial Seal]

Sylvia G. Posson
Notary Public
NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES FEB 9, 1985
BONDED THROUGH MUROSKI-ASHTON, INC

BILL OF SALE

To Purchaser: Lloyds International Leasing, Limited
40-66 Queen Victoria Street
London EC4P4EL
England

Seaboard System Railroad, Inc. ("Seller"), in consideration of the payment of the sum of One Dollar and other good and valuable consideration, the receipt of which is hereby acknowledged, sells and transfers to you as purchaser as named above all of Seller's right, title and interest in and to one (1) 100-ton box car bearing road number L&N 104700 (the "Equipment") to have and to hold the same unto you, your successors and assigns forever.

Warranties

The Seller warrants that the Seller has not done or knowingly suffered to be done anything whereby the Equipment has been encumbered in any way whatsoever.

IN WITNESS WHEREOF, Seller has caused this instrument to be executed in its name by a duly authorized representative this 22nd day of October, 1984.

SEABOARD SYSTEM RAILROAD, INC.

By H. L. Snyder

[Corporate Seal]