



CSX RAIL TRANSPORT
Law Department

9-114A067

500 Water Street
Speed Code J-150
Jacksonville, FL 32202
(904) 359-3100
Writer's direct telephone line:

RECORDATION NO. 13240 F
FILED 142

APR 24 1989 - 3 10 PM

INTERSTATE COMMERCE COMMISSION (904) 359-3673
April 15, 1989

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

REC'D
Date
FEB 8
Washington, D. C.

Dear Secretary:

I have enclosed four copies of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U. S. Code.

This document is a Supplement dated April 15, 1989, a secondary document.

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

The name and address of the party to the document are as follows:

CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

A description of the equipment covered by the document follows:

a 100-ton covered hopper car bearing road number SBD 246613.

A fee of \$13.00 is enclosed. Please return all copies not needed by the Commission for recordation to:

Mr. David Yearwood
Senior Counsel
CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

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NOTICE OPERATING UNIT

April 15, 1989
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A short summary of the document to appear in the
index follows:

Addition to lease of a covered hopper car.

Yours very truly,

CSX Transportation, Inc.

By: _____
Senior Counsel

DMY/cra

RECORDATION NO. 13240 F FILED 1425

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SUPPLEMENT

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, made this 15th day of April, 1989, to Leasing Agreement dated as of September 18, 1981, between Lloyds International Leasing Limited ("Lessor") and CSX Transportation, 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, a car bearing road number SBD 161197 (SCL 95708), 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 a 100-ton covered hopper car, bearing road number SBD 246613, 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 WHEREAS, the Lessee has executed this instrument as of the date first above written.

CSX TRANSPORTATION, INC.

By: *[Signature]*
Vice President-CSX Rail
Transport

ATTEST:

[Signature]
Assistant Secretary

[Corporate Seal]

STATE OF FLORIDA)
)
COUNTY OF DUVAL) ss:

On this 15th day of April, 1989, before me personally appeared B. A. Schwinger, to me personally known, who, being by me duly sworn, says, that he is a Vice President- CSX Rail Transport of CSX Transportation, 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.

Cathy R. Hudson
Notary Public

(Notarial Seal)

My Commission expires:

NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Jan. 26, 1992
Bonded thru Patterson - Becht Agency

BILL OF SALE

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

CSX Transportation, Inc. ("Seller"), in consideration of the payment of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, sells and transfers to you, as purchaser named above, all of Seller's right, title and interest in and to a 100-ton covered hopper car bearing road number SBD 246613 (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 15th day of April, 1989.

CSX TRANSPORTATION, INC.

By: 
Vice President-CSX Rail
Transport

[Corporate Seal]