



The Atchison, Topeka and Santa Fe Railway Company

A Santa Fe Industries Company

80 East Jackson Boulevard, Chicago, Illinois 60604, Telephone 312/427-2900

OCT 11 2 51 PM '84
RECORDATION UNIT
ICC OFFICE OF THE SECRETARY

4-285A181

October 9, 1984

RECORDATION NO. 7560-14
FILE 1425

No. OCT 11 1984
Date

Mr. James H. Boyle
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

ICC Washington, D. C.

Re: The Atchison, Topeka and Santa Fe Railway Company,
Equipment Trust, Series I, Supplement No. 7,
dated August 1, 1984

Dear Secretary:

Enclosed herewith please find an original and one counterpart of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is Supplement No. 7, dated as of August 1, 1984, to The Atchison, Topeka and Santa Fe Railway Company Equipment Trust Agreement, dated as of July 1, 1974.

That Equipment Trust is the primary document to which this supplement is connected and is recorded under Recordation No. 7560.

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

The Company, as Lessee:

The Atchison, Topeka and Santa Fe Railway Company
80 East Jackson Boulevard
Chicago, IL 60604

The Trustee, as Trustee and Lessor:

Harris Trust and Savings Bank
111 West Monroe Street
Chicago, IL 60690

The equipment covered by Equipment Trust Agreement, Series I, is described on Exhibit 1.

For the convenience of the parties, I have enclosed five (5) additional counterparts of the supplement, which I should like to have returned to me bearing the recordation information.

Counterparts of [Signature]

Interstate Commerce Commission
Page 2

A check in the amount of \$10 is also enclosed in payment of the Commission's prescribed recordation fee.

Very truly yours,

Gus Svolo

Gus Svolo
Vice President-Law

JQG/LBM/lgd

Enclosures

EQUIPMENT TRUST, SERIES I

SCHEDULE A

<u>Quantity</u>	<u>Type</u>	<u>Estimated Cost</u>	
		<u>Per Unit</u>	<u>Total</u>
500	52'6" 70-ton insulated box cars with roller bearing trucks, Pacific Car and Foundry Company, builder; numbered 324300 to 324799, both inclusive	\$ 32,300	\$16,150,000
100	50'6" 100-ton hi-cube box cars with roller bearing trucks, Pullman Incorporated (Pullman-Standard division), builder; numbered 45900 to 45999, both inclusive . . .	31,300	3,130,000
125	20,800 gal. capacity 70-ton tank cars, Richmond Tank Car Company, builder; numbered 98400 to 98324, both inclusive . . .	20,000	2,500,000
200	50'6" 100-ton box cars with roller bearing trucks, ACF Industries, Inc., builder; numbered 501500 to 501699, both inclusive	26,000	5,200,000
22	50' 100-ton hi-roof box cars with roller bearing trucks, Pullman Incorporated (Pullman-Standard division), builder; numbered 37540 to 37561, both inclusive . . .	53,000	1,166,000
35	60' 100-ton insulated box cars with roller bearing trucks, Pacific Car and Foundry Company, builder; numbered 625325 to 625359, both inclusive	40,800	1,428,000
160	89'4" 55-ton Snapac flat cars with roller bearing trucks, Whitehead and Kales Company, builder; numbered 700000 to 700159, both inclusive	52,800	8,448,000
11	Model U-36-C diesel electrical locomotives, General Electric Company, builder; numbered 8763 to 8773, both inclusive	406,000	4,466,000
400	89'4" 70-ton Flat Cars with roller bearing trucks, Bethlehem Steel Corporation, builder; numbered 90030 to 90033, 90035, 90037, 291513, 291543, 291557, 291631, 291803, 291818, 296178 to 296219, 296221 to 296233, 296235 to 296567, all inclusive	30,000	12,000,000
20	4180 cu. ft. capacity "Airslide" Covered Hopper Cars with roller bearing trucks (class Ga-194), General American Transportation Corporation, builder; numbered 310555 to 310574, both inclusive	38,000	760,000
5	50-ton Cabooses with roller bearing trucks (Class Ce-8), International Car Company, builder; numbered 999738 to 99942, both inclusive	51,073	255,365
11	100-ton Cement Hopper Cars, Greenville Steel Car Company, builder; numbered 350300 to 350310, both inclusive	37,650	414,150
8	Enclosed Tri-Level Auto Racks (TL-10), Thrall Car Manufacturing Company, builder; numbered 1903 to 1910, both inclusive . .	35,072	280,576
	Total		<u>\$56,198,091</u>

10/11/84

Interstate Commerce Commission
Washington, D.C. 20423

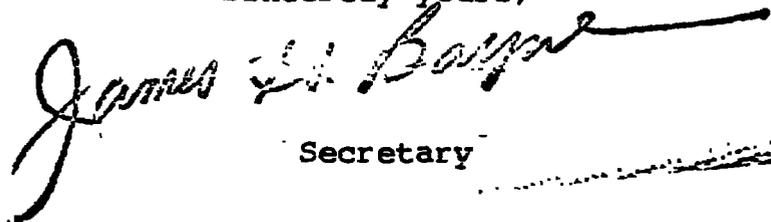
OFFICE OF THE SECRETARY

Gus Svobos
Vice President-Law
The Atchafalaya, Topeka & Santa Fe Railway Co.
30 East Jackson Blvd.
Chicago, Illinois 60604

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 10/11/84 at 3:05 pm and assigned re-
recording number(s). 5435-11

Sincerely yours,


Secretary

Enclosure(s)

2560-H

1984:3 457 III

COMMENCE COMMISSION

THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY
EQUIPMENT TRUST, SERIES I

SUPPLEMENT No. 7, dated as of August 1, 1984, to Equipment Trust Agreement, dated as of July, 1974, (the "Agreement"), between The Atchison, Topeka and Santa Fe Railway Company (the "Company") and Harris Trust and Savings Bank, as Trustee (the "Trustee"), by which The Atchison, Topeka and Santa Fe Railway Company Equipment Trust, Series I, is created.

1. In accordance with Section 4.6 of the Agreement, the Company hereby states that certain identifying numbers assigned to the railroad equipment included in said Equipment Trust have been changed, as set forth on the Statement of New Identifying Numbers, dated August 1, 1984, attached hereto as Exhibit 1.

2. The Agreement is hereby amended by substituting a new Schedule A, revised in accordance with this Supplement, for the present Schedule A. A copy of the revised Schedule A is attached hereto as Exhibit 2.

3. The Trustee hereby acknowledges receipt of said Statement and Schedule.

4. The Company shall cause this Supplement together with said Statement and Schedule to be filed and recorded with the Interstate Commerce Commission in the manner provided by Section 6.4 of the Agreement.

IN WITNESS WHEREOF, the Company and the Trustee have caused the Supplement to be executed by their respective duly authorized officers and have affixed their duly attested corporate seals, as of the date first above written.

THE ATCHISON, TOPEKA AND
SANTA FE RAILWAY COMPANY

By *A. G. Ruesga*
Executive Vice President

ATTEST:

T. M. Mc Govern
Assistant Secretary

HARRIS TRUST AND SAVINGS BANK,
as Trustee

By *R. E. Mason*
Vice President

ATTEST:

C. P. Patten
Assistant Secretary

August 1, 1984

STATEMENT OF NEW IDENTIFYING NUMBERS

EQUIPMENT TRUST, SERIES I

<u>Number of Units</u>	<u>Description</u>	<u>Original Numbers</u>	<u>New Numbers</u>
8	89'4" 70-ton Flat Cars with roller bearing trucks, Bethlehem Steel Corporation, builder.	291570 291642 291747 291819 291826 291860	90032 90031 90035 90033 90030 90037

EQUIPMENT TRUST, SERIES I

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