

Soo Line Railroad Company



Soo Line Building
Box 530
Minneapolis, Minnesota 55440
(612) 332-1261

2-182 AD 35

No.
Date JUL 1 1982
Fee \$ 12.00

ICC Washington, D. C.

WAYNE C. SERKLAND
General Attorney

June 28, 1982

Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, DC 20423

RECORDATION NO. 7684-D
FILED 1426

JUL - 1 1982 - 2 35 PM

INTERSTATE COMMERCE COMMISSION

RECEIVED
JUL 1 2 27 PM '82
REGISTRATION BR.

Dear Ms. Mergenovich:

I enclose herewith three executed counterparts of Supplemental Lease of Railroad Equipment, a secondary document, dated June 15, 1982, supplementing the Soo Line Railroad Second Equipment Trust of 1974, dated October 1, 1974.

The primary document to which this is connected is recorded under Recordation No. 7684.

The names and addresses of the parties to the document are as follows: Vendors' names are J. W. Scanlan and D. R. Cadwallader, whose address is c/o First National Bank of Minneapolis, 120 South Sixth Street, Minneapolis, MN 55402.

Trustee-Owner-Lessor is First National Bank of Minneapolis, 120 South Sixth Street, Minneapolis, MN 55402.

Lessee is Soo Line Railroad Company, 800 Soo Line Building, Box 530, Minneapolis, MN 55440.

Guarantor of Equipment Trust certificates is Soo Line Railroad Company, 800 Soo Line Building, Box 530, Minneapolis, MN 55440.

A description of the equipment covered by the document follows:

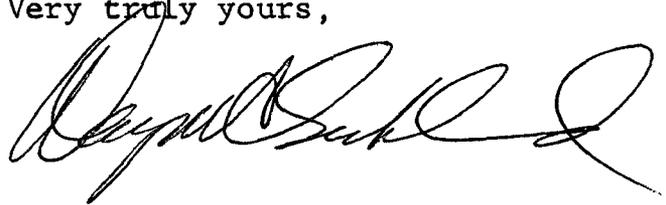
<u>No. of Units</u>	<u>Description</u>
1	100-ton 2200 cu. ft. open top hopper car with roller bearings, bearing Soo Line road number 61050.

Agatha L. Mergenovich
Page 2

The identifying marks of the equipment listed above are the trade name "Soo Line" or "Soo", together with the number shown above.

A fee of \$10.00 is enclosed. This letter is signed by the General Attorney of the company, having knowledge of the matters set forth herein, and the original documents bearing recording data should be returned to him.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Raymond B. [unclear]".

WCS/sjp
Enclosure

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

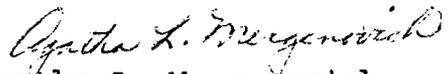
Wayne C. Serkland
General Attorney
Soo Line Railroad Co.
Soo Line Building
Box 530
Minneapolis, Minnesota 55440

July 1, 1982

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 7/1/82 at 2:35PM, and assigned re-
recording number(s) 7684-D, 8648-B, 8917-E, & 11496-C

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

RECORDATION NO. 7684-D
Filed 1428

JUL -1 1982 -2 35 PM
INTERSTATE COMMERCE COMMISSION

SOO LINE RAILROAD
SECOND EQUIPMENT TRUST OF 1974

SUPPLEMENTAL LEASE OF RAILROAD EQUIPMENT

SUPPLEMENTAL TO LEASE OF RAILROAD EQUIPMENT, dated as of October 1, 1974, between FIRST NATIONAL BANK OF MINNEAPOLIS, a national banking association duly incorporated and existing under the laws of the United States of America (hereinafter called the "Trustee"), party of the first part, and SOO LINE RAILROAD COMPANY, a corporation duly organized and existing under the laws of the State of Minnesota (hereinafter called the "Company"), party of the second part:

WHEREAS, by a certain Agreement and Lease, each dated as of October 1, 1974, there was constituted Soo Line Railroad Second Equipment Trust of 1974; and whereas pursuant to the provisions of said Agreement, certain railroad equipment was transferred by J. W. Scanlan and D. R. Cadwallader, Vendors, to the Trustee, and by said Lease, said railroad equipment was leased by the Trustee to the Company; and

WHEREAS, the said Lease in Article Seventh thereof makes provision for the replacement by the Company at its own cost of Trust Equipment which may be lost or destroyed with new equipment of a specified kind, title to which shall be transferred to the Trustee and made a part of the Trust Equipment; and

WHEREAS, an additional replacement has been made by the Company and title thereto is now vested in the Trustee, and the Company and Trustee now desire to execute a Supplemental

Lease as in said Article Seventh provided.

NOW THIS AGREEMENT WITNESSETH:

The above described Lease of Railroad Equipment, dated as of October 1, 1974, with the Agreement, dated as of October 1, 1974 thereto annexed, constituting Soo Line Railroad Second Equipment Trust of 1974 is hereby supplemented as indicated in the next succeeding sentence, but in all other respects said Lease Agreement shall continue in full force and effect.

The Trustee, acting pursuant to Article Seventh of said Lease, for and in consideration of the sum of One Dollar to it paid by the Company at or before the execution and delivery hereof, the receipt of which is hereby acknowledged, and of the rents and covenants in said Lease mentioned to be paid, kept and performed by the Company, has let and leased and does hereby let and lease to the Company all of the following standard gauge railroad equipment in addition to the Trust Equipment now covered by Soo Line Railroad Second Equipment Trust of 1974, to-wit:

One (1) 100-ton 2200 cu. ft. open top hopper car
with roller bearings, bearing Soo Line
road number 61050.

This Supplemental Lease may be simultaneously executed in several counterparts, each of which shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument.

The Supplemental Lease shall inure to the benefit of and shall be binding upon the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the Trustee, acting in accordance with the terms and conditions of the aforesaid Agreement and Lease, and the Company, have caused these presents to be duly executed, as of the 15th day of June, 1982.

ATTEST:

FIRST NATIONAL BANK OF MINNEAPOLIS
as Trustee,

[Signature]
~~Assistant~~ Secretary

By [Signature]
Vice President

Signed, sealed and delivered
by First National Bank of
Minneapolis in the presence of:

[Signature]

Mary Pat Pawlosky
Attesting Witnesses

ATTEST:

SOO LINE RAILROAD COMPANY

[Signature]
Secretary

By [Signature]
Charles H. Clay
Executive Vice President

Signed, sealed and delivered
by Soo Line Railroad Company
in the presence of:

[Signature]

[Signature]
Attesting Witnesses

