

3220 Duke Street • Alexandria, Virginia 22314-4590

Cable FGECARS  
Telex 89 2670

Charles A. Spitulnik  
General Counsel & Corporate Secretary  
703-823-1075

February 12, 1987

RECORDATION NO. 75081A Filed & Recorded

FEB 24 1987 2-2 5 PM

2/24/87  
10:00  
100 Washington, D.C.

CERTIFIED MAIL  
RETURN RECEIPT REQUESTED

Ms. Noretta R. McGee, Secretary  
Interstate Commerce Commission  
12th Street and Constitution Avenue, N.W.  
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

ATTENTION: Ms. Mildred Lee, Recordation Section  
Room 2223

Dear Ms. Lee:

In compliance with 49 C.F.R. Part 1177 and with instructions we received from the office of the Secretary of the Commission, I am enclosing 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:

The document is a Supplemental Agreement to an Equipment Trust Agreement, a secondary document, dated February 3, 1987. The primary document to which this is connected is the Equipment Trust Agreement between The Riggs National Bank of Washington, D.C., Trustee, and Fruit Growers Express Company, dated May 15, 1974, I.C.C. Recordation Number 7508. The names and addresses of the parties to the document are as follows:

Trustee and Lessor: The Riggs National Bank of Washington, D.C., 1120 Vermont Avenue, N.W., Washington, D.C. 20005-3598.

Lessee: Fruit Growers Express Company, 3220 Duke Street, Alexandria, VA 22314.

A description of the equipment covered by the document follows:

134 Class "A", 50-ft., 70 ton all steel insulated bunkerless refrigerator cars, AAR designation "RBL", bearing the reporting marks listed in Appendix A to this letter.

A fee of Ten Dollars (\$10.00) is enclosed. Please return the original and the extra copies, which I am also enclosing and ask that you also mark with the Recordation Number of this Supplemental Agreement, to me at the above address.

Ms. Noreta McGee, Secretary

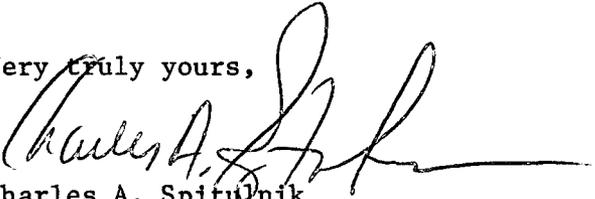
February 12, 1987

Page 2

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

Supplemental Agreement to Equipment Trust Agreement, dated May 15, 1974, between The Riggs National Bank of Washington, D.C., 1120 Vermont Avenue, N.W., Washington, D.C. 20005-3598, Trustee and Lessor, and Fruit Growers Express Company, 3220 Duke Street, Alexandria, VA 22314, with Recordation No. 7508, dated February 3, 1987, and covering 134 50-ft., 70 ton all steel insulated bunkerless refrigerator cars, AAR designation "RBL".

Very truly yours,

A handwritten signature in cursive script, appearing to read "Charles A. Spitulnik", written in black ink. The signature is fluid and extends across the width of the text area below it.

Charles A. Spitulnik

CAS/cc

Attachment

cc: R. C. Braun

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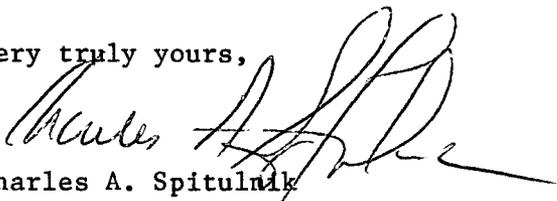
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Very truly yours,



Charles A. Spitulnik

CAS/cc  
Attachment

cc: R. C. Braun

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Interstate Commerce Commission  
Washington, D.C. 20423

2/24/87

OFFICE OF THE SECRETARY

Charles A. Spituinik  
FGE Company  
3220 Duke St.  
Alexandria, VA. 22314-4590

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 2/24/87 at 2:25pm, and assigned re-  
recording number(s). 7508-A

Sincerely yours,

*Norita R. McGee*  
Secretary

Enclosure(s)

SE-30  
(7/79)

FEB 24 1987 2:25 PM

3 INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT, dated as of the 3rd day of May 1974, between THE RIGGS NATIONAL BANK OF WASHINGTON, D.C., a national banking association organized and existing under the laws of the United States of America, Trustee (hereinafter called the Trustee), and FRUIT GROWERS EXPRESS COMPANY, a corporation duly organized and existing under the laws of the State of Delaware (hereinafter called the Company),

WITNESSETH:

WHEREAS, the Trustee and the Company entered into a certain Agreement dated as of May 15, 1974, whereunder the Company agreed to sell and deliver to the Trustee 425 railroad refrigerator cars, and as of the same date also entered into a certain Lease whereunder the Trustee let and leased the afore-said refrigerator cars, described in the Leasing Clause, to the Company, said agreement and Lease constituting Fruit Growers Express Company Equipment Trust of 1974, Series YY and

WHEREAS, refrigerator cars D&RGW 50701, D&RGW 50763, D&RGW 50768, D&RGW 50792, D&RGW 61768, D&RGW 61778, D&RGW 61830, D&RGW 61833, D&RGW 61841, D&RGW 61893, SOUTHERN 799438 and SOUTHERN 799505 previously delivered to the Trustee under said Trust have been destroyed, and the Company has sold and delivered to the Trustee in replacement thereof 134 railroad refrigerator cars of equal or greater aggregate value and of as good material, character and construction as the refrigerator cars so destroyed, and

WHEREAS, the Trustee has redelivered said refrigerator cars to the Company and the Company has accepted the same, and it is desired to supplement the record of said Lease by adding thereto a description of said replacement cars,

NOW, THEREFORE, IT IS AGREED AS FOLLOWS:

FIRST. The Trustee has let and leased and by these presents doth let and lease to the Company for the term, for the rent and upon the terms and conditions and covenants set forth in said Lease the following railroad equipment:

134 Class "A", 50-ft., 70-ton, all steel insulated bunkerless refrigerator car, Association of American Railroads Mechanical Designation "RBL", built in 1966, bearing the letters and road numbers listed in Appendix A to this Supplemental Agreement.

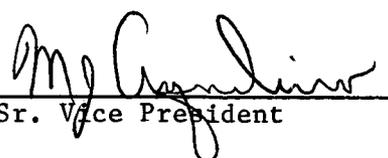
SECOND. The recitals herein are made by the Company and not by the Trustee.

THIRD. This Supplemental Agreement shall not be construed as in any way amending said Agreement and Lease together constituting Fruit Growers Express Company Equipment Trust of 1974, Series YY, and said Agreement and Lease shall remain and be in full force and effect in accordance with their terms.

FOURTH. The Company hereby constitutes and appoints H. L. Randall, its President, to be its Attorney to execute and acknowledge this instrument in its name and as and for its corporate act and deed.

IN WITNESS WHEREOF, THE RIGGS NATIONAL BANK OF WASHINGTON, D.C., Trustee, and FRUIT GROWERS EXPRESS COMPANY, have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed and duly attested by their respective officers thereunto duly authorized as of the day and year first above written.

THE RIGGS NATIONAL BANK OF  
WASHINGTON, D.C.,  
Trustee,

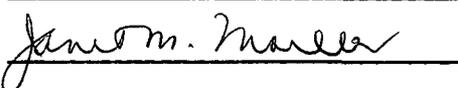
By   
Sr. Vice President

Attest:

  
Trust Officer

In the presence of:

Witnesses

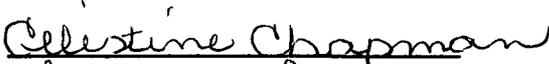
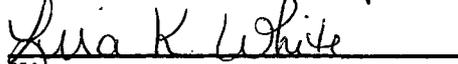
FRUIT GROWERS EXPRESS COMPANY

By   
President

Attest:

  
Secretary

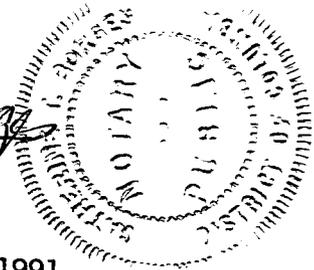
In the presence of:

  
  
Witnesses.

DISTRICT OF COLUMBIA )  
 ) SS.:  
CITY OF WASHINGTON )

On the *9th* day of *February*, 1987, before me personally came  
, to me known, who, being by me duly  
sworn, did depose and say that he resides at *508 Scott Drive, Silver Spring,  
Maryland 20904*  
that he is a Vice President of THE RIGGS NATIONAL BANK OF WASHINGTON, D.C.,  
the corporation described in and which executed the above instrument; that he  
knows the seal of said corporation; that the seal affixed to said instrument  
is such corporate seal; that it was so affixed by authority of the Board of  
Directors of said corporation; and that he signed his name thereto by like  
authority.

*Catherine T. Bojars*  
Notary Public



My Commission Expires October 14, 1991

CITY OF ALEXANDRIA )  
 ) SS.:  
STATE OF VIRGINIA )

On the *3rd* day of *February*, 1987, before me personally came  
H. L. Randall, to me known, who being by me duly sworn, did depose and say  
that he resides at *1305 Satewood Drive, Alexandria, VA 22307*  
that he is President of FRUIT GROWERS EXPRESS COMPANY, the corporation  
described in and which executed the above instrument; that he knows the seal  
of said corporation; that the seal affixed to said instrument is such corpo-  
rate seal; and that it was so affixed by authority of the Board of Directors  
of said corporation; and that he signed his name thereto by like authority.

*Paul A. Stuber*  
Notary Public



My Commission Expires *March 27*, 1990

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