

STEPTOE & JOHNSON

1250 CONNECTICUT AVENUE

WASHINGTON, D. C.

ROBERT J. CORBER  
(202) 862-2038

No. 11833-D

Date JUL 25 1980

Fee \$ 20.00

ICC Washington, D. C.

I. C. C.  
FEE OPERATION BR.

July 25, 1980

RECORDATION NO. 11833-D Filed & Recorded

JUL 25 1980 9:15 AM

INTERSTATE COMMERCE COMMISSION

Ms. Agatha Mergenovich, Secretary  
Interstate Commerce Commission  
Room 2215, 12th and Constitution  
Washington, DC 20423

Dear Ms. Mergenovich:

Enclosed for filing and recordation pursuant to the provisions of 49 U. S. C. § 11303 are several copies of the following document:

Supplement No. 1 dated as of July 23, 1980 to Assignment of Lease and Shipper Agreements dated as of May 15, 1980 from Brae Corporation to Manufacturers National Bank of Detroit.

It relates to the railroad equipment marked as indicated:

WAR15200 - WAR15299 and WAR16100 - WAR16499, all inclusive.

The names and addresses of the parties to the transactions evidenced by the document described above are as follows:

Assignor: Brae Corporation  
Three Embarcadero Center  
San Francisco, CA 94111

Assignee: Manufacturers National Bank of Detroit  
100 Renaissance Center  
Detroit, MI 48243

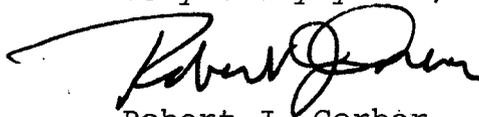
It is requested that this document be filed and recorded under the names of the parties as set forth above. In addition, please cross-index it under the name of Warrenton Railroad, Post Office Box 518, Warrenton, NC 27589. An extra \$10.00 has been included in the filing fee to cover the cross-indexing.

In view of the fact that this document relates to the Railroad Lease Agreement, previously assigned recordation number 11833, it is additionally requested that it be assigned the next available letter designation (which is believed to be "D") under that primary number.

*Copy of Stigman*  
*Conroy*

Please return to the person presenting this letter: (1) your letter acknowledging the filing, (2) a receipt for the \$20.00 filing fee paid by check drawn on this firm, (3) the enclosed copies of this letter, and (4) any copies of the document not required for recordation -- all stamped to indicate appropriate filing information.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert J. Corber", written in a cursive style.

Robert J. Corber

mbm

Enclosures

**Interstate Commerce Commission**  
Washington, D.C. 20423

7/25/80

OFFICE OF THE SECRETARY

**Robert J. Corber, Atty.**  
**Steptoe & Johnson**  
**1250 Conn. Ave., N.W.**  
**Washington, D.C. 20036**

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 **7/25/80** at **9:15am**, and assigned re-  
recording number(s). **11833-D, 11833-E, 11833-F**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

JUL 25 1980 -9 15 AM

SUPPLEMENT NO. 1 dated as of July 23, 1980 to **INTERSTATE COMMERCE COMMISSION**

the Assignment of Lease and Shipper Agreements dated as of May 15, 1980 from Brae Corporation to Manufacturers National Bank of Detroit, as Trustee under The American Road Trust No. 1.

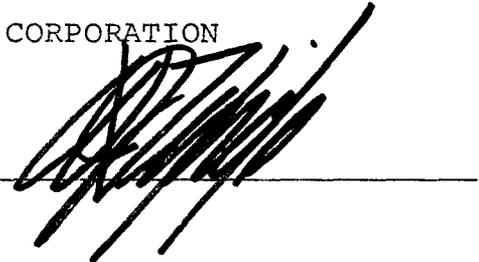
Schedule "A" attached hereto replaces Schedule "A" attached to the Assignment of Lease and Shipper Agreements.

Except as expressly amended hereby, the Assignment of Lease and Shipper Agreements remains in full force and effect.

IN WITNESS WHEREOF, Brae Corporation has caused this Supplement No. 1 to be executed and delivered by its proper and duly authorized representative as of July 23, 1980.

BRAE CORPORATION

By \_\_\_\_\_



SCHEDULE "A"

to

Lease and Shipper Agreement Assignment

DESCRIPTION OF LEASE

(1) Shortline Leases:

(a) RAILROAD LEASE AGREEMENT, dated as of October 22, 1979, between BRAE CORPORATION ("BRAE") and WARRENTON RAILROAD and EQUIPMENT SCHEDULE NO. 2 thereto.

(b) RAILROAD LEASE AGREEMENT, dated as of July 17, 1979, between BRAE and WARRENTON RAILROAD as related to 100 railcars listed on EQUIPMENT SCHEDULE NO. 1 thereto.

(2) SHIPPER AGREEMENT and SHIPPER FULL SERVICE LEASE AGREEMENT, dated as of August 22, 1979, between BRAE and INTERNATIONAL MINERALS & CHEMICAL CORPORATION, as related to 400 of the railcars listed on the EQUIPMENT SCHEDULE thereto.

(3) SHIPPER AGREEMENT and SHIPPER FULL SERVICE LEASE AGREEMENT, dated as of September 28, 1979, between BRAE and CF INDUSTRIES, INC., as related to 100 railcars listed on EQUIPMENT SCHEDULE NO. 1 thereto.

DESCRIPTION OF EQUIPMENT

<u>Number of Units</u>	<u>Description (including AAR Designation)</u>	<u>Car Markings</u>
500	100-ton 4650 cubic foot steel covered hopper cars - AAR Designation LO manufactured by Marine Industrie Limitee	WAR 15200- WAR 15299 and WAR 16100 WAR 16499 (all numbers inclusive)

STATE OF CALIFORNIA )

CITY AND COUNTY OF SAN FRANCISCO )

ss.:

On this 23rd day of July, 1980, before me personally appeared William J. Texido, to me personally known, who being by me duly sworn says that such person is President of Brae Corporation, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.



Mirella R. Abbo  
Notary Public

[SEAL]