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No.

Date AUG 27 1980

Fee \$ 10.00

ICC Washington, D. C.

RECORDATION NO. 12037 A

AUG 27 1980 -1 42 PM

INTERSTATE COMMERCE COMMISSION

Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Re: Section 11303 Filing: Supplemental Trust Agreement dated as of August 15, 1980, to the Equipment Trust Agreement and Assignment of Leases dated as of June 10, 1980 (the "Trust Agreement") by and between Manufacturers National Bank of Detroit, as Owner Trustee (the "Owner Trustee") and Bankers Trust Company, as Security Trustee (the "Security Trustee").

Dear Mr. Secretary:

Enclosed for recording under Section 11303 of the Interstate Commerce Act are executed counterparts of the Supplemental Trust Agreement between the Owner Trustee and the Security Trustee, dated as of August 15, 1980, (the "Supplement"), to the above Trust Agreement. The Trust Agreement was recorded with the Interstate Commerce Commission and was assigned Recordation No. 12037.

Under the Agreement and the Supplement, the Owner Trustee leases the equipment described therein from the Security Trustee in accordance therewith and assigns to the Security Trustee as security for the Owner Trustee's obligation under the Trust Agreement all amounts due and payable under any sublease of the Equipment or any guaranty thereof. The Supplement amends and restates the list of the Equipment subject to the Trust Agreement.

Also enclosed is a check, payable to the Interstate Commerce Commission in the amount of \$10 as the recording fee for the Supplement.

Pursuant to the Commission's rules and regulations for the recording of certain documents under Section 11303 of the Interstate Commerce Act, you are hereby requested to duly file two of each of the enclosed counterparts for record in your office and to return the remaining counterparts, together with the Secretary's Certificate of Recording, to the messenger making this delivery.

Very truly yours,

BANKERS TRUST COMPANY, as Trustee

By: Ronald J. [Signature]

Title: Vice President

Aug 27 1980  
FEE RECEIVED  
1 33 PM '80

*Miss Lee -  
I do not  
know what the  
next step  
may be.*

*E. [Signature]*

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

8/27/80

OFFICE OF THE SECRETARY

**Bankers Trust Company**  
**One Bankers Trust plaza**  
**New York, N.Y. 10015**

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 **8/27/80** at **1:40pm**, and assigned re-  
recording number (s). **12037-A**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

SE-30  
(7/79)

SUPPLEMENTAL TRUST AGREEMENT

RECORDED NO. 12037 A  
1980 1425

Dated as of August 15, 1980

AUG 27 1980 - 1 40 PM

INTERSTATE COMMERCE COMMISSION

Attachment A to the Equipment Trust Agreement and Assignment of Leases dated as of June 10, 1980 (the "Agreement"), by and between Manufacturers National Bank of Detroit, as Owner Trustee (the "Owner Trustee"), and Bankers Trust Company, as Security Trustee (the "Security Trustee"), is hereby amended and restated to be and read in its entirety as set forth in Attachment A hereto.

IN WITNESS WHEREOF, the Owner Trustee and the Security Trustee have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first written.

MANUFACTURERS NATIONAL BANK OF  
DETROIT, as Owner Trustee

( Corporate Seal )

By [Signature]  
Title: VICE PRESIDENT AND TRUST OFFICER

ATTEST:

[Signature]  
Title: VICE PRESIDENT & TRUST OFFICER

BANKERS TRUST COMPANY, as Security  
Trustee

( Corporate Seal )

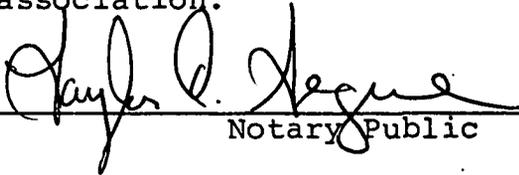
By [Signature]  
Title: Vice President

ATTEST:

[Signature]  
Title: ASSISTANT SECRETARY

STATE OF MICHIGAN )  
 ) SS.:  
COUNTY OF WAYNE )

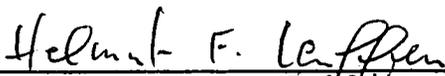
On this 19th day of August, 1980, before me personally appeared DONALD E. BLACK to me personally known, who, being by me duly sworn, says that he is a VICE PRESIDENT AND TRUST OFFICER of MANUFACTURERS NATIONAL BANK OF DETROIT, that one of the seals affixed to the foregoing instrument is the seal of said national banking association and that said instrument was on August 19, 1980, signed and sealed on behalf of said national banking association 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 national banking association.

  
Notary Public

My Commission Expires:  
TAYLOR C. SEGUE  
Notary Public Wayne County, Mich.  
My Commission Expires Feb. 14, 1983

STATE OF NEW YORK )  
 ) SS.:  
COUNTY OF NEW YORK )

On this 26th day of August, 1980, before me personally appeared Romano I. Peluso to me personally known, who, being by me duly sworn, says that he is Vice President of BANKERS TRUST COMPANY, that one of the seals affixed to the foregoing instrument is the seal of said New York banking corporation and that said instrument was on August 26, 1980, signed and sealed on behalf of said New York banking 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 New York banking corporation.

  
Notary Public

My Commission Expires:  
March 30, 1981

HELMUT F. LEUFFEN  
Notary Public, State of New York  
No. 31-4657770  
Qualified in New York County  
Commission Expires March 30, 1981

## THE AMERICAN ROAD SECURITY TRUST NO. 2

Equipment Trust  
DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>Initials &amp; Serial Numbers</u>	<u>Description</u>
2	NAHX 057916 - 057917	Class LO, 100-ton, 5750 cubic foot covered hopper cars
50	NAHX 483554 - 483603	Class LO, 100-ton, 4750 cubic foot covered hopper cars
6	NAHX 484942 - 484947	Class LO, 100-ton, 4750 cubic foot covered hopper cars
10	NAHX 485003 - 485012	Class LO, 100-ton, 4750 cubic foot covered hopper cars
25	NAHX 485023 - 485047	Class LO, 100-ton, 4750 cubic foot covered hopper cars
11	NAHX 485276 - 485286	Class LO, 100-ton, 4750 cubic foot covered hopper cars
25	NAHX 485746 - 485770	Class LO, 100-ton, 4750 cubic foot covered hopper cars
3	NAHX 486426 - 486428	Class LO, 100-ton, 4750 cubic foot covered hopper cars
2	NAHX 550072 - 550073	Class LO, 100-ton, 5000 cubic foot, pressure differential (15 p.s.i.), covered hopper cars
<u>134</u>		