

0-253A160

Date SEP 9 1980

Fee \$ 10.00

RECORDATION NO. 12037B

SEP 9 1980 - 3 20 PM

ICC Washington, D.C.

SEP 9 3 22 PM '80
FEE OPERATIONS BR.

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Re: Section 11303 Filing: Supplemental Trust Agreement dated as of August 28, 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"). Complete restatement of equipment members

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 28, 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: [Signature]

Title: ASSISTANT VICE PRESIDENT

*Mr Lee
I think this
may be
12037-B*

E. J. [Signature]
C. Over [Signature]

Interstate Commerce Commission
Washington, D.C. 20423

9/9/80

OFFICE OF THE SECRETARY

Bankers Trust Company
One Bankers Trust
P.O.Box 318 Church Street Station
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 *9/9/80* at *3:30 pm*, and assigned re-
recording number(s).

12037-B

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SUPPLEMENTAL TRUST AGREEMENT NO. 2

RECORDATION NO. 12037-B Filed 1425

Dated as of August 28, 1980

Sent
AUG 9 1980 - 3 20 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)

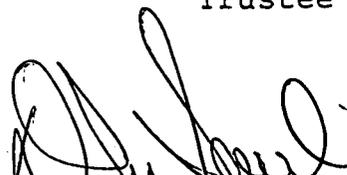
By 
Title: VICE PRESIDENT & TRUST OFFICER

ATTEST:


Title: VICE PRESIDENT & TRUST OFFICER

BANKERS TRUST COMPANY, as Security
Trustee

(Corporate Seal)

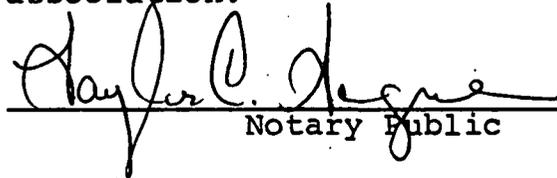
By 
Title: ASSISTANT VICE PRESIDENT

ATTEST:


Title: ASSISTANT SECRETARY

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

On this 3rd day of September, 1980, before me personally appeared MICHAEL E. LASOVAGE 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 September 3, 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.

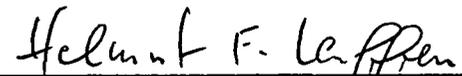

Notary Public

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 5th day of September, 1980, before me personally appeared D.M. IACCHERI to me personally known, who, being by me duly sworn, says that he is ASSISTANT 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 September 5, 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 & Serial Numbers</u>	<u>Description</u>
2	NAHX 057916 - 057917	Class LO, 100-ton, 5750 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
75	NAHX 486580 - 486654	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>159</u>		