

RECORDATION NO. 12037-D Filed 1425

DEC 9 1 1980 12 45 PM

0-366A035

No. _____
Date. DEC 8 1 1980
Fee \$. 20.00
ICC Washington, D. C.

INTERSTATE COMMERCE COMMISSION
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

This one is 12037-D (approved North American)

Re: Section 11303 Filing: Supplemental Trust Agreement dated as of December 5, 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 No. 4 between the Owner Trustee and the Security Trustee, dated as of December 5, 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: *J.M. Milano*

Title: ASSISTANT SECRETARY

Counterparts for Recording

HONORABLE
SECRETARY
DEC 31 12 39 PM '80

Interstate Commerce Commission
Washington, D.C. 20423

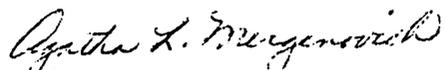
OFFICE OF THE SECRETARY

Mr. Mineo
Bankers Trust Company

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 12/31/80 at 12:45PM, and assigned re-
recording number(s) 12037-D

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

3.09

12037-D
DEC 31 1980 4:45 PM
INTE... 4 COMMERCE COMMISSION

SUPPLEMENTAL TRUST AGREEMENT NO. 4

Dated as of December 5, 1980

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 & SENIOR TRUST OFFICER

ATTEST:

[Signature]
Title: Trust Officer

BANKERS TRUST COMPANY, as Security Trustee

(Corporate Seal)

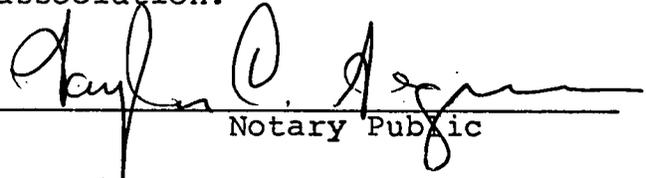
By [Signature]
Title: ASSISTANT VICE PRESIDENT

ATTEST:

[Signature]

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

On this 15th day of December, 1986, before me personally appeared DONALD E. BLACK to me personally known, who, being by me duly sworn, says that he is a VICE PRESIDENT & SENIOR 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 December 15, 1986, 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, 1989

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

On this 17th day of December, 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 December 17, 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:

LORRAINE KAPUZYSKI
Notary Public State of New York
No. 43-4639783
Qualified in Richmond County
Certificate filed in New York County
Commission Expires March 30, 1982

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
15	NAHX 057918 - 057932	Class LO, 100-ton, 5750 cubic foot covered hopper cars
20	NAHX 094280 - 094299	Class LO, 100-ton, 3000 cubic foot pressure differential unloading (15 p.s.i.) covered hopper cars
20	NAHX 094300 - 094319	Class LO, 100-ton, 3000 cubic foot pressure differential unloading (15 p.s.i.) covered hopper cars
11	NAHX 390255 - 390265	Class LO, 100-ton, 4000 cubic foot slurry solution pressure differential unloading (15 p.s.i.) 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

THE AMERICAN ROAD SECURITY TRUST NO. 2

Equipment Trust
DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>Initials & Serial Numbers</u>	<u>Description</u>
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>214</u>		

2 "