

CRAVATH, SWAINE & MOORE

ONE CHASE MANHATTAN PLAZA

NEW YORK, N. Y. 10005

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RECORDATION NO. 12320-E  
Filed 1983

MAR 11 1983 - 2 05 PM

INTERSTATE COMMERCE COMMISSION

No. MAR 11 1983  
Date...  
Fee \$...  
ICC Washington, D. C.

OPERATION  
MAR 11 1983

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March 10, 1983

Release Dated as of February 14, 1983  
Amending Conditional Sale Agreement Filed Under  
Under Recordation No. 12320

Dear Ms. Mergenovich:

Pursuant to 49 U.S.C. § 11303 and the Commission's rules and regulations thereunder, as amended, I enclose herewith on behalf of Missouri-Kansas-Texas Railroad Company for filing and recordation counterparts of the following document:

Release dated as of February 14, 1983, executed by First City Bank of Dallas and Southwestern States Management Co.

The Release is a full release of the Conditional Sale Agreement dated as of September 24, 1980, covering one hundred (100) 100-ton 4,750 cu.ft. covered triple hopper cars bearing the Railroad's road numbers MKT 4300 through MKT 4399, both inclusive, filed and recorded with the Interstate Commerce Commission on October 17, 1980, Recordation Number 12320-A, and an Amendment dated as of May 31, 1981, filed and recorded with the Interstate Commerce Commission on November 4, 1981, Recordation Number 12320-C.

Please file and record the Release submitted with this letter and assign it Recordation Number 12320-E.

Enclosed is a check for \$10.00 payable to the Interstate Commerce Commission for the recordation fee for the Release.

*This one is 12320-E.*

Please stamp all counterparts of the enclosed documents with your official recording stamp. You will wish to retain one copy of the instrument and this transmittal letter for your files. It is requested that the remaining counterparts of the document be delivered to the bearer of this letter.

Very truly yours,

*Laurance V. Goodrich*

Laurance V. Goodrich  
as Agent for  
Missouri-Kansas-Texas  
Railroad Company

Agatha L. Mergenovich, Secretary,  
Interstate Commerce Commission,  
Washington, D. C. 20423

Encls.

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RECORDATION NO. 12320-E  
MAR 11 1983 -2 05 PM  
INTERSTATE COMMERCE COMMISSION

R E L E A S E

WHEREAS, TRINITY INDUSTRIES, INC., a Texas corporation (hereinafter called "Manufacturer"), and SOUTHWESTERN STATES MANAGEMENT CO., a Missouri corporation (hereinafter called "Company"), did execute and enter into that certain Conditional Sale Agreement dated as of September 24, 1980, whereby Manufacturer agreed to sell and Company agreed to buy one hundred (100) 100-ton 4,750 cu. ft. covered triple hopper cars; and

WHEREAS, said Conditional Sale Agreement was assigned by Manufacturer pursuant to Agreement and Assignment dated as of September 24, 1980, to FIRST CITY BANK OF DALLAS (hereinafter called "Bank"); and

WHEREAS, said Conditional Sale Agreement was filed with the Interstate Commerce Commission on October 17, 1980, and assigned Recordation No. 12320-A; and

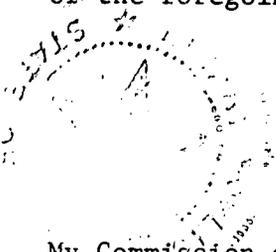
WHEREAS, said Conditional Sale Agreement was amended by Amendment to Conditional Sale Agreement and Agreement and Assignment entered into as of the 31st day of May, 1981, between Bank and Company, which Amendment deleted seventeen (17) cars bearing recording marks and numbers MKT-4300 to MKT-4316, both inclusive, from the terms and provisions thereof, said Amendment being filed with the Interstate Commerce Commission on November 4, 1981, and assigned Recordation No. 12320-C; and

WHEREAS, the Company is refinancing the remaining unpaid balance of principal pursuant to the terms and provisions of a Conditional Sale Agreement by and between Southwestern States Management Co. and Missouri-Kansas-Texas Railroad Company, dated as of January 15, 1983, as assigned to MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY pursuant to Agreement and Assignment between Southwestern States Management Co. and Mercantile-Safe Deposit and Trust Company, as Agent, dated as of January 15, 1983; and

WHEREAS, all amounts due and owing Bank pursuant to the terms and provisions of said Conditional Sale Agreement and Agreement and Assignment to which it is a party have been paid in full and all indebtedness therein created fully satisfied by Agent, and Bank has or will execute and deliver its Bill of Sale to said Agent covering the aforesaid equipment;

THE STATE OF TEXAS:

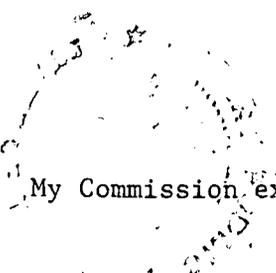
On this 14th day of February, 1983, before me personally appeared Dewain V. Hill, to me personally known, who, being by me duly sworn, says that he is Vice President of FIRST CITY BANK OF DALLAS, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said 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 corporation.

  
Carolyn L. Palasota  
Carolyn L. Palasota  
Notary Public in and for the State of  
Texas

My Commission expires: 4-27-85.

THE STATE OF TEXAS:

On this 8<sup>th</sup> day of February, 1983, before me personally appeared W. H. Zeidel, to me personally known, who, being by me duly sworn, says that he is Vice President of SOUTHWESTERN STATES MANAGEMENT CO., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said 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 corporation.

  
Virginia A. Schoeneberger  
Virginia A. Schoeneberger  
Notary Public in and for the State of  
Texas

My Commission expires: March 24, 1986.