

RECORDATION NO. 9957-B Filed 1425  
JUL 7 1980 - 11 00 AM  
INTERSTATE COMMERCE COMMISSION

AMENDMENT dated as of February 15, 1980 to that certain  
MANAGEMENT AGREEMENT dated as of December 27, 1978 between  
CHARLES P. TURNBURKE (termed "Owner") and NATIONAL RAILWAY  
UTILIZATION CORPORATION (termed "Manager").

WHEREAS, Owner and Manager have determined that certain of  
the 50'6" Type XM Railroad Boxcars which are subject to this  
Management Agreement should be remarked in order to maximize their  
utilization and earnings;

NOW, THEREFORE, in consideration of this benefit to the  
parties and in further consideration of \$1.00 in hand paid by each  
party to the others, the parties hereto agree as follows:

The Management Agreement is amended by changing the railroad  
numbers from the following:

NSL 150462 - NSL 150468

to the following:

MISS 150462 - MISS 150463  
NSL 150464 - NSL 150465  
MISS 150466  
NSL 150467 - NSL 150468

IN WITNESS WHEREOF, Owner and Manager each pursuant to due  
authority, have caused these presents to be duly executed.

Bill Kelly  
Witness

Charles P. Turnburke  
Charles P. Turnburke, Owner

Patricia Cassella  
Witness

Commonwealth of Pennsylvania

ss:

County of Philadelphia

On this 19<sup>th</sup> day of May, 1980, before me personally appeared Richard J. Kelly, to me personally known, who, being by me duly sworn, says that he and the other witness, Patricia Cassella, personally witnessed Charles P. Turnburke, as Owner, duly sign the within Amendment and that the execution of the foregoing instrument was the free act and deed of said Owner.

(Notarial Seal)

Elsie Marlene Williams  
Prothonotary of Pennsylvania

**ELSIE MARLENE WILLIAMS**

Notary Public, Phila., Phila. Co.

My Commission Expires: ~~My Commission Expires~~ Oct. 18, 1982

(SEAL)

NATIONAL RAILWAY UTILIZATION CORPORATION

BY Charles P. Turnburke  
Charles P. Turnburke  
Vice President

ATTEST T. W. Strzepak  
T. W. Strzepak  
Assistant Secretary

Commonwealth of Pennsylvania:

ss:

County of Philadelphia:

On this 19<sup>th</sup> day of May, 1980, before me personally appeared Charles P. Turnburke, to me personally known, who, being by me duly sworn, says that he is Vice President of National Railway Utilization Corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was duly signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Notarial Seal)

Elsie Marlene Williams  
Prothonotary of Pennsylvania

**ELSIE MARLENE WILLIAMS**

Notary Public, Phila., Phila. Co.

My Commission Expires: ~~My Commission Expires~~ Oct. 18, 1982