

RECORDATION NO. 13304-^P Filed 1426

DEC 21 1981 -10 45 AM

INTERSTATE COMMERCE COMMISSION

KUTAK ROCK & HUIE
A PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS
THE OMAHA BUILDING
1650 FARNAM STREET
OMAHA, NEBRASKA 68102
(402) 346-6000

ATLANTA
DENVER
LOS ANGELES
MINNEAPOLIS
WASHINGTON

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INTERSTATE COMMERCE COMMISSION

December 21, 1981

Secretary of the Interstate
Commerce Commission
Recordation Department
Room No. 2303
12th and Constitution Avenue, N.W.
Washington, D.C. 20423

Attention: Ms. Mildred Lee

Dear Secretary:

1-355A070

No.

DEC 21 1981

Date

Fee \$

20.00

ICC Washington, D. C.

DEC 21 10 37 AM '81
RECEIVED

I have enclosed an original and one copy of the documents described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

These documents are secondary documents, dated as of December 21, 1981, and are supplements to, respectively, the Lease of Railroad Equipment under Recordation No. 13304 (and Supplement I thereto, Recordation No. 13304-B) and the Security Agreement under Recordation No. 13304-A (and Supplement I thereto, Recordation No. 13304-C).

The names and addresses of the parties to the transaction are:

Lessor:

Merrill Lynch Leasing Inc.
One Liberty Plaza
165 Broadway
New York, New York 10080

Investor:

United Benefit Life
Insurance Company
Mutual of Omaha Plaza
Omaha, Nebraska 68175

Lessee:

Northern Petrochemical Company
2350 East Devon Avenue
Des Plaines, Illinois 60012

Investor:

Woodmen of the World Life
Insurance Society
1700 Farnam Street
Omaha, Nebraska 68102

Counsellor - Andrew Gardner

KUTAK ROCK & HUIE

Secretary of the Interstate
Commerce Commission
December 21, 1981
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Guarantor:

InterNorth, Inc.
2223 Dodge Street
Omaha, Nebraska 68102

Agent:

The Omaha National Bank
17th and Farnam Streets
Omaha, Nebraska 68102

Supplement II to the Lease and Supplement II to the Security Agreement identify the dates of lining for each of the 150 CF-5251 Center Flow Covered Hopper Cars more particularly described in the Equipment Schedule attached hereto. Supplement II to the Lease also sets forth the aggregate rent payments under the Lease.

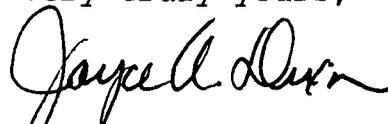
A fee of \$20 is enclosed. Please return the original documents to Kutak Rock & Huie, The Omaha Building, 1650 Farnam Street, Omaha, Nebraska 68102.

A short summary of the documents to appear in the index follows:

(1) Supplement II, dated as of December 21, 1981, to the Lease of Railroad Equipment under Recordation No. 13304 (and Supplement I thereto, Recordation No. 13304-B) sets forth the aggregate rent payments under the Lease and identifies the dates of lining for 150 CF-5251 Center Flow Covered Hopper Cars.

(2) Supplement II, dated as of December 21, 1981, to the Security Agreement under Recordation No. 13304-A (and Supplement I thereto, Recordation No. 13304-C) identifies the dates of lining for 150 CF-5251 Center Flow Covered Hopper Cars.

Very truly yours,



Joyce A. Dixon

bjm

Enclosures

RECORDATION NO. 13304-E
FIND 1425

DEC 21 1981 - 10 45 AM
INTERSTATE COMMERCE COMMISSION

SUPPLEMENT II

to

SECURITY AGREEMENT

between

THE OMAHA NATIONAL BANK
as Agent,

and

MERRILL LYNCH LEASING COMPANY INC.
as Lessor

THIRD FUNDING CLOSING

Dated as of December 21, 1981

Filed and recorded with the Interstate Commerce Commission
pursuant to 49 U.S.C. §11303 on _____, 1981, at
M., Recordation No.

Equipment Schedule
 of
 Hopper Cars Which Have Been Lined

<u>Type</u>	<u>Quantity</u>	<u>Car Number</u>	<u>Date Lining Accepted</u>
CF-5251 Center Flow Covered Hopper Cars	1	NPCX 7006	11/10/81
"	1	" 7015	"
"	1	" 7042	"
"	1	" 7000	12/3/81
"	1	" 7009	"
"	1	" 7011	"
"	1	" 7014	"
"	1	" 7025	"
"	1	" 7032	"
"	3	" 7036-7038	"
"	2	" 7040-7041	"
"	3	" 7043-7045	"
"	6	" 7047-7052	"
"	1	" 7057	"
"	1	" 7064	"
"	1	" 7067	"
"	1	" 7078	"
"	3	" 7080-7082	"
"	5	" 7087-7091	"
"	11	" 7093-7103	"
"	1	" 7105	"
"	2	" 7108-7109	"
"	1	" 7111	"
"	5	" 7001-7005	12/21/81
"	2	" 7007-7008	"
"	1	" 7010	"
"	2	" 7012-7013	"
"	9	" 7016-7024	"
"	6	" 7026-7031	"
"	3	" 7033-7035	"
"	1	" 7039	"
"	1	" 7046	"
"	4	" 7053-7056	"
"	6	" 7058-7063	"
"	2	" 7065-7066	"

"	10	"	7068-7077	"
"	1	"	7079	"
"	4	"	7083-7086	"
"	1	"	7092	"
"	1	"	7104	"
"	2	"	7106-7107	"
"	1	"	7110	"
"	38	"	7112-7149	"

Third and Final Funding
Closing Date:

December 21, 1981

Lessor's Cost Funded on
11/10/81 : \$7,030,052.00

Lessor's Cost Funded on
12/3/81 : \$3,216,631.15

Lessor's Cost Funded on
12/21/81 : \$ 299,697.34

Lessor's Total Cost Funded:
\$10,546.380.49

IN WITNESS WHEREOF, the Agent has caused this Supplement to be duly executed as of December 21 , 1981.

THE OMAHA NATIONAL BANK

By *Jack B. Wheeler*
Title VICE PRESIDENT

STATE OF Nebraska)
COUNTY OF Douglas) SS.

The foregoing instrument was acknowledged before me this 21st day of December , 1981 by Jack B. Wheeler , a VICE PRESIDENT of The Omaha National Bank, a national banking association, on behalf of the association.

 GENERAL NOTARY - State of Nebraska
BARBARA A. LUNDHOLM
My Comm. Exp. June 12, 1984

Barbara A. Lundholm
Notary Public

(NOTARIAL SEAL)

My Commission expires 6-12-84.