



19958-A

APR 6 1996

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RECEIVED  
SURFACE TRANSPORTATION  
BOARD

April 22, 1996

Secretary, Interstate Commerce Commission  
12th and Constitution Avenue NW  
Room 2303  
Washington, D.C. 20423

Dear Secretary:

I have enclosed an original and one counterpart of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the United States Code.

This document is an Amendment to Security Agreement, a secondary document, dated the 22nd day of April, 1996.

The primary document to which this secondary document is connected is recorded under Recordation No. 19958.

We request that this amendment be cross-indexed.

The names and addresses of the parties to the documents are as follows:

Debtor: ITG, Inc.  
106 North Main, Suite 200  
P. O. Box 1777  
Victoria, Texas 77902-1777

Secured Party: First Victoria National Bank  
101 S. Main Street/P. O. Box 1338  
Victoria, Texas 77902

A description of the equipment covered by the document is as follows: 65 100-ton capacity covered hopper railway cars.

A fee of \$21.00 is enclosed. Please return the original and any extra copies not needed by the commission for recordation to Craig G. Friemel at First Victoria National Bank, P. O. Box 1338, Victoria, Texas 77902.

One DeLeon Plaza  
P.O. Box 1338  
Victoria, Texas 77902  
512/573-6321

Colony Creek Branch  
1206 N. John Stockbauer  
Victoria, Texas 77901  
512/573-1088

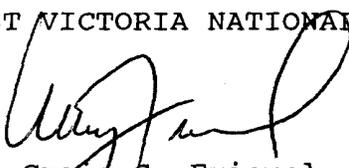
North Branch  
7001 N.E. Zac Lentz Pkwy.  
Victoria, Texas 77904  
512/573-1993

Secretary, Interstate Commerce Commission  
Page 2  
April 22, 1996

A short summary of the document to appear in the index follows:  
Amendment to Security Agreement from ITG, Inc., 106 North Main, Victoria,  
Texas 77901 to First Victoria National Bank, P. O. Box 1338, Victoria,  
Texas 77902, dated April 22, 1996, and covering 65 100-ton capacity  
railway cars, with car series marks SOU and various initial numbers.

Very truly yours,

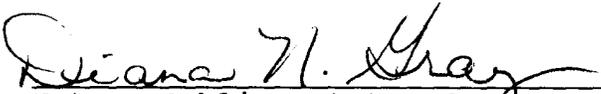
FIRST VICTORIA NATIONAL BANK

  
By: Craig G. Friemel  
Senior Vice President

THE STATE OF TEXAS §

COUNTY OF VICTORIA §

This instrument was acknowledged before me on April 23<sup>rd</sup>, 1996, by  
Craig G. Friemel, as Senior Vice President of First Victoria National  
Bank, on behalf of said corporation.

  
Notary Public, State of Texas



SURFACE TRANSPORTATION BOARD  
WASHINGTON, D.C. 20423-0001

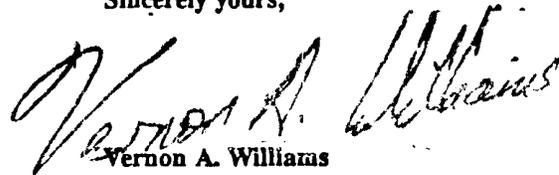
4/29/96

Craig G. Friemel  
First Victoria National Bank  
P. O. Box 1338  
Victoria, Texas 77902

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 4/29/96 at 11:35AM, and assigned recordation number(s). 19958-A.

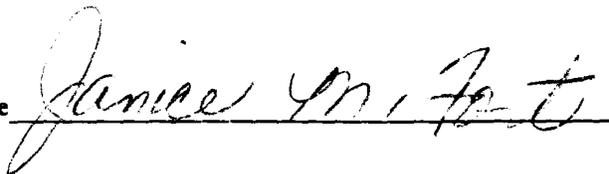
Sincerely yours,

  
Vernon A. Williams  
Secretary

Enclosure(s)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



19958-A

AMENDMENT TO SECURITY AGREEMENT

Date: April 22, 1996

Debtor(s) ITG, INC.	Secured: First Victoria
Name(s)	Party(s) National Bank
Addresses 106 North Main, Ste. 200	Name(s)
P. O. Box 1777	Addresses 101 S. Main
Victoria, Texas 77902-1777	Victoria, Texas 77901

The above named Debtor and Secured Party hereby make this amendment to the Security Agreement between them dated February 20, 1996, and recorded with the Secretary of the Interstate Commerce Commission under ICC Recordation No. 19958 and covering the railroad cars described therein for the purposes of further identifying such railroad cars.

Upon delivery, 65 of such railroad cars are marked as described on Exhibit A attached hereto. Exhibit A to the Security Agreement referenced above is hereby amended to include, as part of the description of such railroad cars, the initial numbers and car series marks set forth on Exhibit A attached hereto.

SIGNED the 22<sup>nd</sup> day of April, 1996, in duplicate original counterparts.

ITG, INC.

ATTEST:

Cornie Padon  
\_\_\_\_\_

By [Signature]  
\_\_\_\_\_  
Its President  
DEBTOR

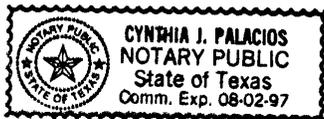
FIRST VICTORIA NATIONAL BANK

By [Signature]  
\_\_\_\_\_  
Craig Friemel, Senior Vice President  
Its SVP  
SECURED PARTY

STATE OF TEXAS §

COUNTY OF VICTORIA §

This instrument was acknowledged before me on April 22, 1996, by Michael Szebiel, as PRESIDENT of ITG, INC., a Texas corporation, on behalf of said corporation.



Cynthia J. Palacios  
Notary Public, State of Texas



**EXHIBIT A**

**OLD PROPERTY**

**A. Fifty-three (53) used 4,000 cu. ft. covered hopper cars sold by Norfolk Southern Railway Company, bearing the following identifying road initials and unit numbers:**

SOU 96021 sh	SOU 96768 sh	SOU 96946 sh	SOU 97277 sh
SOU 96059 sh	SOU 96771 sh	SOU 96963 sh	SOU 97289 sh
SOU 96098 sh	SOU 96781 sh	SOU 96966 sh	SOU 97295 sh
SOU 96171 sh	SOU 96782 sh	SOU 96977 sh	SOU 97311 sh
SOU 96185 sh	SOU 96790 sh	SOU 96986 sh	SOU 97401 sh
SOU 96196 sh	SOU 96796 sh	SOU 97001 sh	SOU 97406 sh
SOU 96225 sh	SOU 96805 sh	SOU 97066 sh	SOU 97451 sh
SOU 96245 sh	SOU 96808 sh	SOU 97118 sh	SOU 97459 sh
SOU 96249 sh	SOU 96817 sh	SOU 97134 sh	SOU 97471 sh
SOU 96267 sh	SOU 96825 sh	SOU 97143 sh	SOU 97479 sh
SOU 96284 sh	SOU 96858 sh	SOU 97219 sh	SOU 97664
SOU 96286 sh	SOU 96873 sh	SOU 97243 sh	SOU 97668
SOU 96293 sh	SOU 96927 sh	SOU 97262 sh	SOU 97684 sh
SOU 96751 sh			

**B. Twelve (12) used 4,000 cu. ft. covered hopper cars sold by The Alabama Great Southern Railroad Company, bearing the following identifying road initials and unit numbers:**

SOU 96521 sh	SOU 96571 sh	SOU 96584 sh	SOU 96702 sh
SOU 96528 sh	SOU 96576 sh	SOU 96586 sh	SOU 96710 sh
SOU 96559 sh	SOU 96583 sh	SOU 96625 sh	SOU 96729 sh