



NOV 23 1 34 PM '98
RECORDATION NO. 19960 FILED



November 16, 1998

NOV 23 '98 1-35 PM

Secretary, Surface Transportation Board
1925 K. Street Northwest, Suite 700
Washington, D.C. 20423

Dear Secretary:

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

This document is a secondary document, Rider No. 10 to Master Car Agreement No. ITG-2378, dated the 9th day of October, 1998.

The primary document to which this secondary document is connected is recorded under Recordation No. 19960.

We request that this document be cross-indexed.

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

Lessor: ITG, Inc.
106 North Main
Victoria, Texas 77901

Lessee: Vulcan Materials Company
747 E. 22nd Street, Suite 200
Lombard, Illinois 60148

A description of the equipment covered by the document is as follows: 42 HTS/K340 100-ton, 2200 cu. ft. railway cars, as more particularly described on the list attached hereto as Exhibit A.

A fee of \$26.00 is enclosed. Please return the original and any extra copies not needed by the board for recordation to Craig G. Friemel at First Victoria National Bank, P. O. Box 1338, Victoria, Texas 77902.

Secretary, Surface Transportation Board
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November 16, 1998

A short summary of the document to appear in the index follows:
Rider No. 10 to Railroad Car Lease Agreement between ITG, Inc., 106
North Main, Victoria, Texas, and Vulcan Materials Company, 747 E.
22nd Street, Suite 200, Lombard, Illinois 60148, dated October 9,
1998, and covering 42 HTS/K340 100-ton, 2200 cu. ft. railway cars,
initial numbers 9900 through 9941, inclusive.

Very truly yours,

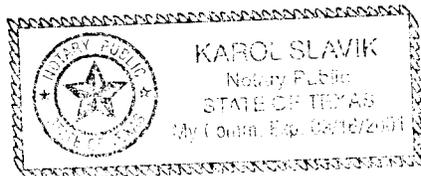
FIRST VICTORIA NATIONAL BANK


By: Craig G. Friemel
Its Senior Vice President

THE STATE OF TEXAS §

COUNTY OF VICTORIA §

This instrument was acknowledged before me on November 16,
1998, by Craig G. Friemel, as Senior Vice President of First
Victoria National Bank, on behalf of said corporation.





Notary Public, State of Texas

EXHIBIT A

| | |
|----------------------|---------------------------------|
| Car Initial Numbers: | 9900 through 9941, inclusive |
| Car Series Marks: | ITGX |
| Class of Cars: | HTS/K340 |
| Number of Cars: | Forty-two (42) |
| Capacity of Cars: | 100-ton capacity; 2,200 cu. ft. |

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

OFFICE OF THE SECRETARY

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

Date: 11/23/98

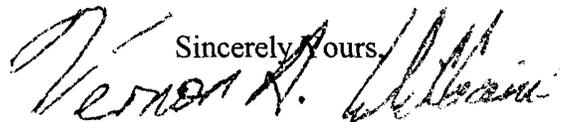
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 11/23/98 at 1:35 PM, and

assigned recordation number(s). 19960-E and 19960-F. ✓

Sincerely yours,



Vernon A. Williams

Enclosure(s)

52.00

\$_____ 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. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature _____



RIDER NO. 10

RECORDATION NO.

19960-F
FILED

To Master Agreement No. ITG-2378 NOV 23 '98

1-35 PM

It is hereby agreed that effective October 9, 1998, this Rider shall become a part of Master Car Agreement No. ITG-2378, between Vulcan Materials Company and ITG, Inc., dated December 8, 1995. In the event a car(s) is damaged or destroyed by the Vulcan Materials Company, its agents, or material suppliers and the car(s) is beyond economical repair, the settlement value for such destroyed car(s) payable to ITG, Inc., with the Vulcan Materials Company to retain the destroyed unit for their disposition is:

INSURANCE & CASUALTY SCHEDULE

ITGX 9900 thru 9941

| YEAR | VALUE |
|------------------|-------------|
| 1 thru 3 | \$35,000.00 |
| 4 | \$32,500.00 |
| 5 and thereafter | \$30,000.00 |

(Corporate Seal)

ATTEST:

By: *Connie P. ...*
Its: Secretary

ITG, INC.

By: *[Signature]*
Its: President

(Corporate Seal)

ATTEST:

By: *E. ...*
Its: *...*

VULCAN MATERIALS COMPANY

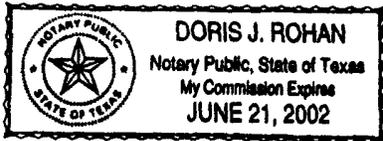
By: *[Signature]*
Its: Chairman and CEO

THE STATE OF TEXAS §

COUNTY OF VICTORIA § KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned Notary Public, hereby certify that the attached and foregoing page is a true, correct and authentic copy of the original Rider No. 10 to Master Agreement No. ITG-2378.

SIGNED the 12th day of November, 1998.



Doris J. Rohan
Notary Public in and for the
State of Texas

Doris J. Rohan