

DE HAAN & RICHTER, P.C.  
ATTORNEYS AT LAW

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RECORDATION NO 17355-A FILED 2488

January 8, 1992 JAN 10 1992 -12 55 PM File No. 2530.4

INTERSTATE COMMERCE COMMISSION

RONALD M DE HAAN  
PAUL J RICHTER  
KENNETH L COUGHLAN  
MARC J CHALFEN  
DAVID L HAZAN  
JAMES H LONGSTREET  
MICHAEL E RENALDI  
WILLIAM J RALEIGH  
ROGENE V TUBMAN  
SCOTT J REINHARDT  
RANDOLPH E RUFF  
MICHELE L VON EBERS  
HOWARD I GOLDBLATT  
MARGARET M CAHILL  
KATHERINE H SCHREPPER

OF COUNSEL  
ALVIN L KAPLAN

**FEDERAL EXPRESS**

Secretary  
Interstate Commerce Commission  
Room 2303  
Washington, D.C. 20423

2-010A018

Re: **Documents for Recordation**

Dear Secretary:

This firm represents Affiliated Bank, a party to the enclosed Amendment to Equipment Mortgage. I have enclosed two fully executed and notarized originals of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the United States Code and the regulations adopted thereto.

The document is an Amendment to Equipment Mortgage, a secondary document, dated September 12, 1991. The document amends the Equipment Mortgage and Assignment of Leases dated April 24, 1991, recorded with the Interstate Commerce Commission May 29, 1991 as Document No. 17355.

The names and addresses of the party to the document are as follows:

Mortgagor: **Relco Finance Corporation**  
113 Industrial Avenue  
Minooka, Illinois 60447

Mortgagee: **Affiliated Bank**  
1737 West Howard Street  
Chicago, Illinois 60626

A description of the equipment covered by the document appears on Schedule A, attached hereto and made a part hereof.

REC'D  
DIRECTOR OPERATING UNIT  
JAN 10 11 53 AM '92

INTERSTATE COMMERCE COMMISSION  
RECEIVED

DE HAAN & RICHTER, P.C.

Interstate Commerce Commission  
File No. 2530.4  
January 8, 1992  
Page Two

A fee of \$15.00 is enclosed. After recordation, please return one original to Michele L. von Ebers, DeHaan & Richter, P.C., 55 West Monroe Street, Suite 1000, Chicago, Illinois 60603.

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

Amendment to Equipment Mortgage and Assignment of Leases between Relco Finance Corporation, an Illinois corporation, 113 Industrial Avenue, Minooka, Illinois 60447 ("Mortgagor") and Affiliated Bank, 1737 West Howard Street, Chicago, Illinois 60626 ("Mortgagee"), dated September 12, 1991, and covering 10 EMD switching locomotives.

Very truly yours,

*Michele L. von Ebers*

Michele L. von Ebers

MLvE:be  
Enclosures

cc: Mr. Stan Rosendahl (w/o enclosure)

RECORDING NO. 17355-A  
JAN 10 1992 - 12 02 PM  
INTERSTATE COMMERCE COMMISSION

**AMENDMENT TO EQUIPMENT MORTGAGE  
AND ASSIGNMENT OF LEASES/SECURITY AGREEMENT**

**THIS AMENDMENT** to Equipment Mortgage and Assignment of Leases/Security Agreement ("Amendment") dated as of this 12th day of September, 1991, is by and between Relco Finance Corporation, a(n) Illinois corporation ("Debtor") located at 113 Industrial Drive, Minooka, Illinois 60447 and Affiliated Bank, an Illinois banking corporation ("Secured Party") with an office located at 1737 West Howard Street, Chicago, Illinois 60626 and supplements the terms and provisions of that certain **Equipment Mortgage and Assignment of Leases/Security Agreement** ("Equipment Mortgage") between the Debtor and the Secured Party dated as of April 24, 1991, and recorded May 29, 1991 with the Interstate Commerce Commission as Document No. 17355.

1. For value received and as additional security for the Liabilities (as defined in Paragraph 1 of the Equipment Mortgage), the Debtor hereby conveys and grants to the Secured Party a continuing security interest in the specific equipment described on Schedule A, attached hereto and made a part hereof [~~and in the leases described on Schedule B, attached hereto and made a part hereof.~~].

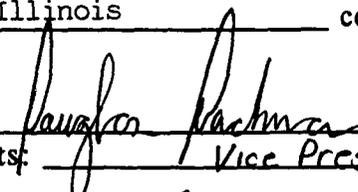
2. In all other respects, the Equipment Mortgage shall remain unchanged and in full force and effect.

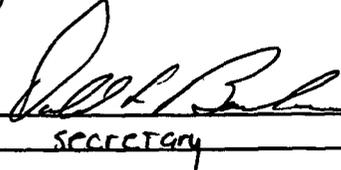
3. The Debtor hereby reaffirms all representations, warranties and covenants under the Equipment Mortgage and certifies that as of the date of this Amendment, no event of default as defined in the Equipment Mortgage has occurred and is continuing.

IN WITNESS WHEREOF, the Debtor and the Secured Party have executed this Amendment in Chicago, Illinois as of the day and year first above written.

DEBTOR:

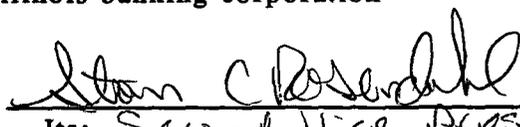
Relco Finance Corporation  
a(n) Illinois corporation

By:   
Its: Vice President

ATTEST:   
Its: SECRETARY

SECURED PARTY:

AFFILIATED BANK  
an Illinois banking corporation

By:   
Its: SECOND VICE PRESIDENT



**Interstate Commerce Commission**  
Washington, D.C. 20423

1/21/92

OFFICE OF THE SECRETARY

Michele L. Von Ebers

DeHaan & Richter

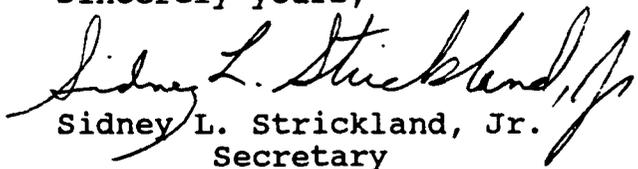
55 West Monroe Street Suite 1000

Chicago, Illinois 60603

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 1/10/92 at 12:05pm, and assigned recordation number(s). 17355-A

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

DE HAAN & RICHTER, P.C.

ATTORNEYS AT LAW

SUITE 1000

55 WEST MONROE STREET

CHICAGO, ILLINOIS 60603

(312) 726-2660

FACSIMILE (312) 726-4361

January 9, 1992

RONALD M DE HAAN  
PAUL J RICHTER  
KENNETH L COUGHLAN  
MARC J CHALFEN  
DAVID L HAZAN  
JAMES H LONGSTREET  
MICHAEL E RENALDI  
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File No. 2530.4

OF COUNSEL  
ALVIN L KAPLAN

**VIA FEDERAL EXPRESS**

Ms. Mildred Lee  
Secretary  
Interstate Commerce Commission  
Room 2303  
Washington, D.C. 20423

Re: **Filing Fee**

Dear Ms. Lee:

In response to our telephone discussion on January 9, 1992, I am enclosing DeHaan & Richter Check No. 6699 in the amount of \$16.00 payable to the Interstate Commerce Commission representing the fee for filing the Amendment to Equipment Mortgage dated September 12, 1991 between Relco Finance Corporation and Affiliated Bank received by you on January 9, 1992.

You stated that you will return the \$15.00 check we previously sent.

Very truly yours,

*Michele L von Ebers*

Michele L. von Ebers

MLvE:be  
Enclosure

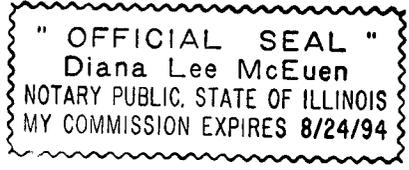
STATE OF ILLINOIS )  
 )  
COUNTY OF DuPage )

I, Diana Lee McEuen, a Notary Public in and for the County and State aforesaid, do hereby certify that **Douglas Bachman and Donald Bachman**, personally known to me to be the same persons whose names are as Vice President and Secretary, respectively, of **Relco Finance Corporation**, an Illinois corporation, subscribed to the foregoing instrument, appeared before me this day in person and acknowledged to me that they, being thereunto duly authorized, signed and delivered said instrument as their own free and voluntary act and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 12th day of September, 1991.

Diana Lee McEuen  
Notary Public

My commission expires: 8-24-94



STATE OF ILLINOIS )  
 )  
COUNTY OF DuPage )

I, Diana Lee McEuen, a Notary Public in and for the County and State aforesaid, do hereby certify that **Stan C. Rosendahl**, personally known to me to be the same person whose name is as Second Vice President of Affiliated Bank, an Illinois banking corporation, subscribed to the foregoing instrument, appeared before me this day in person and acknowledged to me that he, being thereunto duly authorized, signed and delivered said instrument as his own free and voluntary act and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 12th day of September, 1991.

Diana Lee McEuen  
Notary Public

My commission expires: 8-24-94



