

APR 29 1994 -2 45 PM

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INTERSTATE COMMERCE COMMISSION

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April 29, 1994

Direct Dial: (202)466-6532

Honorable Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Secretary Strickland:

I have enclosed four certified copies of the document described below, to be recorded pursuant to 49 U.S.C. § 11303.

The document is Articles of Amendment, dated March 24, 1987, a secondary document. The primary documents to which this document is connected are recorded under Recordation Nos. 15171 and 15172. We request that the Articles of Amendment be recorded under Recordation Nos. 15171-N and 15172-X.

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

Assignor:

Union-Tidewater Financial Company, Inc.
7 St. Paul Street
Baltimore, MD 21203

Assignee:

Signet Leasing and Financial Corporation
7 St. Paul Street
Baltimore, MD 21203

counterparts Judith McDonald

Honorable Sidney L. Strickland, Jr.

April 29, 1994

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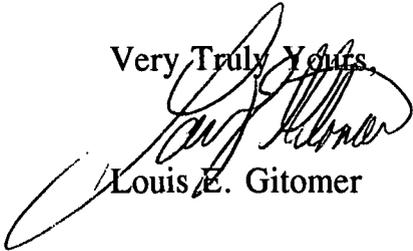
A description of the equipment covered by the Articles of Amendment consists of 149 50'6" 70-ton boxcars numbered CPAA 204300-204314, 204415-204417, 204420, 204422, 204423, 204426, 204431-204437, 204439, 204440, 204442, 204443, 204446, 204447, 204449, 204453, 204455, 204456, 204459-204461, 204463, 204465, 204467, 204471, 204473, 204474, 204476, 204477, 204481, 204484, 204487, 204490, 204491, 204493-204497, 204499, 204502, 204504, 204511, and 208550-208634, all inclusive.

A fee of \$36.00 is enclosed. Please return two certified copies to:

Louis E. Gitomer
Of Counsel
Ball, Janik & Novack
Suite 1035
1101 Pennsylvania Avenue, N.W.
Washington, DC 20004

A short summary of the document to appear in the index follows: Articles of Amendment by Union-Tidewater Financial Company, Inc., 7 St. Paul Street, Baltimore, MD 21203, and Signet Leasing and Financial Corporation, 7 St. Paul Street, Baltimore, MD 21203, covering 149 50'6" 70-ton boxcars numbered CPAA 204300-204314, 204415-204417, 204420, 204422, 204423, 204426, 204431-204437, 204439, 204440, 204442, 204443, 204446, 204447, 204449, 204453, 204455, 204456, 204459-204461, 204463, 204465, 204467, 204471, 204473, 204474, 204476, 204477, 204481, 204484, 204487, 204490, 204491, 204493-204497, 204499, 204502, 204504, 204511, and 208550-208634, all inclusive.

Very Truly Yours,


Louis E. Gitomer

Enclosure

RECORDATION NO. 15171-N FILED 1425

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INTERSTATE COMMERCE COMMISSION

ARTICLES OF AMENDMENT

OF

UNION-TIDEWATER FINANCIAL COMPANY, INC.

Changing its name to

SIGNET LEASING AND FINANCIAL CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND MARCH 24, 1987 AT 9:32 O'CLOCK A. M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID

RECORDING FEE PAID

SPECIAL FEE PAID

\$ _____ \$ 20.00 \$ _____

TO THE CLERK OF THE COURT OF BALTIMORE CITY drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.



STATE OF MARYLAND A 225036

if that this is a true and complete copy of the on file in this office. DATED: AMUGAY 20/1987 STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

replaces our previous certification system. Effective AND TAXATION OF MARYLAND IN LIBER POLIO

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3/24/87 Pt 9:32

UNION-TIDEWATER FINANCIAL COMPANY, INC.
ARTICLES OF AMENDMENT

effective 3/29/87

11:59 PM

1. The Articles of Incorporation of the Corporation are amended by deleting Article SECOND: thereof and substituting the following therefor:

"SECOND: The name of the corporation (which is hereinafter called the "Corporation") is:

✓ "Signet Leasing and Financial Corporation." ✓

2. The foregoing amendment was advised by the board of directors of the Corporation on March 12, 1987 and approved by the sole shareholder of the Corporation on March 17, 1987.

3. The foregoing amendment shall become effective at 11:59 P.M. on March 29, 1987.

UNION-TIDEWATER FINANCIAL COMPANY, INC.

By: *C.H. Williams*
President

[CORPORATE SEAL]

ATTEST 7:

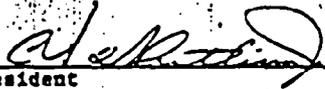
W.M.A. Ager
Secretary

March 18, 1987

FBI MAR 24 A 9 32

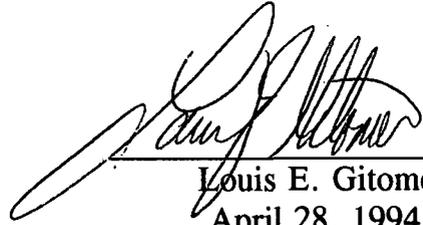
CERTIFICATE OF ACKNOWLEDGEMENT AND VERIFICATION
MARCH 18, 1987

Charles H. Whittum, Jr., the President of Union-Tidewater Financial Company, Inc., hereby acknowledges that the signing of the Articles of Amendment attached hereto (of which this certificate is a part) was the act of Union-Tidewater Financial Company, Inc., and hereby states under the penalties for perjury that, to the best of his knowledge, information, and belief, the matters and facts set forth in the Articles of Amendment are true in all material respects.


President

CERTIFICATION

I, LOUIS E. GITOMER, have compared this copy to the Articles of Amendment, dated March 24, 1987, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



Louis E. Gitomer
April 28, 1994