

0180249034

**SULLIVAN & WORCESTER**

1025 CONNECTICUT AVENUE, N. W.

WASHINGTON, D. C. 20036

(202) 775-8190

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June, 2 1994

IN BOSTON, MASSACHUSETTS  
ONE POST OFFICE SQUARE  
BOSTON, MASSACHUSETTS 02109  
(617) 338-2800  
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TWX: 710-321-1976

IN NEW YORK CITY  
767 THIRD AVENUE  
NEW YORK, NEW YORK 10017  
(212) 486-8200  
TELECOPIER NO. 212-758-2151

Interstate Commerce Commission  
12th & Constitution Avenue N.W.  
Washington, D.C. 20423  
Attn: Mildred Lee

RECORDATION NO. 11122-E  
JUN 2 1994 10 55 AM  
INTERSTATE COMMERCE COMMISSION

Dear Ms. Lee:

Enclosed for filing and recordation with the Commission are an original and six counterparts of the document described below to be recorded pursuant to 49 USC § 11303.

This document is a CERTIFICATE OF AMENDMENT OF EQUIPMENT IDENTIFYING MARKS, dated May 27, 1994 by BANKERS TRUST COMPANY, Owner/Lessor.

The primary document to which this document is connected is No. 11122.

The name and address of the party to this document is as follows:

Owner/Lessor: Bankers Trust Company  
130 Liberty Street  
New York, New York 10006

The equipment covered by this document is 70 covered hopper cars bearing marks PVFX 700-712, 714-719, 721-729, 731-736, 738-750, 752-759, 760-769 and 770-774.

This document should be indexed as: Certificate of Amendment Of Equipment Identifying Marks, dated May 27, 1994 By Bankers Trust Company.

A check in the amount of \$18.00 for the requisite filing fee is enclosed.

Very truly yours,

*Robert L. Calhoun*  
Robert L. Calhoun

Attorney for Bankers Trust Company

Enclosure

*Robert L. Calhoun*

RECEIVED  
JUN 2 1994

CERTIFICATE OF AMENDMENT OF  
EQUIPMENT IDENTIFYING MARKS

RECORDATION NO. 11122-F  
JUN 2 1994 - 10 55 AM  
INTERSTATE COMMERCE COMMISSION

THIS CERTIFICATE made this 27th day of May, 1994 by  
Bankers Trust Company.

W I T N E S S E T H :

WHEREAS, Bankers Trust Company is the Owner/Lessor of seventy (70) covered hopper cars, originally bearing identifying marks as set forth in Exhibit A attached hereto (the Equipment), which freight cars are owned by Bankers Trust Company and which freight cars are subject to existing liens and encumbrances; and

WHEREAS, Bankers Trust Company, is certifying that the identifying marks of the units of the Equipment, which were heretofore subject to filings with the Interstate Commerce Commission pursuant to Section 11101 of Title 49 of the U.S. Code under the Recordation No. 11122 have been amended as set forth in Exhibit A.

NOW, THEREFORE, in consideration of the premises, Bankers Trust Company does hereby certify that the current identifying marks of the seventy (70) units of Equipment are as set forth in Exhibit A.

STATE OF NEW YORK )  
 )  
COUNTY OF NEW YORK )

On this 27 day of May, 1994 before me personally appeared Jeffrey Russo who being by me duly sworn says that he is the Vice President of Bankers Trust Company and that the seal affixed to the foregoing instrument was signed on behalf of said corporation by authority of the Board of Directors of said Corporation.

ANGELA C. PITCHFORD  
Notary Public, State of New York  
No. 01PI5023309  
Qualified in New York County  
Commission Expires Feb. 7, 1996

*Angela C. Pitchford*

Notary Public

EXHIBIT A

ORIGINAL  
CARMARK

CURRENT  
CARMARK

PVGX 700-712  
PVGX 713  
PVGX 714-719  
PVGX 720  
PVGX 721-729  
PVGX 730  
PVGX 731-736  
PVGX 737  
PVGX 738-750  
PVGX 751  
PVGX 752-759  
PVGX 760-769  
PVGX 770-774

PVFX 700-712  
DESTROYED  
PVFX 714-719  
DESTROYED  
PVFX 721-729  
DESTROYED  
PVFX 731-736  
DESTROYED  
PVFX 738-750  
DESTROYED  
PVFX 752-759  
PVFX 760-769  
PVFX 770-774

TOTAL

70

Bankers Trust Company

By: \_\_\_\_\_

  
its Vice President

Note: ConAgra, Inc. is the successor to Peavey Company

1415M

PEAVEY 31266-0

**NOTICE TO AND CONSENT OF AGENT**

Whereas, Bankers Trust Company (hereinafter called the "Beneficiary") and LaSalle National Bank (as successor in interest to Exchange National Bank of Chicago, hereinafter called the "Trustee") entered into a Trust Agreement (hereinafter the "Trust Agreement") dated as of October 1, 1979;

Whereas, Bankers Trust Company and Peavey Company entered into a Participation Agreement dated as of October 1, 1979 for the purchase and lease of certain railcars.

Pursuant to Section 7.01 of the Trust Agreement, Trustee has resigned and First Security Bank of Utah, N.A. ("FSBU"), a national banking association duly organized and existing under the laws of the United States of America, has accepted appointment as Successor Trustee under the Trust Agreement.

LaSalle National Bank's resignation as Trustee, and FSBU's appointment as successor Trustee will be effective as of the opening of business on September 1, 1992.

Following the effective date of the appointment of FSBU as Successor Trustee all payments, correspondence and notices should be sent to First Security Bank of Utah, N.A., at the following address:

Corporate Trust Department  
79 South Main Street  
Salt Lake City, Utah 84111

La Salle National Bank, as Agent, by its execution hereof, acknowledges that it has been served notice of and consents to, the Resignation, Appointment and Acceptance (in the form attached hereto as Exhibit A).

By: 

VICE PRESIDENT

Its: \_\_\_\_\_

Dated: 11/12/92