

RECORDED NO. 13240-L
FEB 13 1996 1:10 PM
FEDERAL BUREAU OF INVESTIGATION

ALVORD AND ALVORD
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

E. M. King
County Clerk

February 13, 1996

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), and the regulations thereunder, are four (4) copies of a Supplement, dated February 5, 1996, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to the Leasing Agreement which was previously filed with the Commission under Recordation Number 13240.

The names and addresses of the parties to the enclosed document are:

Lessor: Lloyds International Leasing Limited
Great Surrey House
203 Blackfriars Road
London SE1 8NH
England

Lessee: CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

A description of the railroad equipment covered by the enclosed document is:

one (1) railcars CSXT 190633

Mr. Vernon A. Williams
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Also enclosed is a check in the amount of \$21.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return three (3) stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/bg
Enclosures

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

2/13/96

Robert W. Alvord
Alvord And Alvord
918 Sixteenth Street, NW., Ste. 200
Washington, DC., 20006-2973

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 2/13/96 at 12:45PM, and

assigned recordation number(s). 19929, 19930, 11064-I, 13239-J, 13240-L, 15208-A, 18643-A, 19144-D and E, 19321-I.

Sincerely yours,

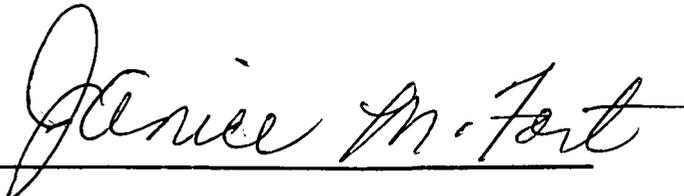


Vernon A. Williams
Secretary

Enclosure(s)

\$ 210.00 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



FILED 1996
FEB 13 1996 - 12 40 PM
INTERSTATE COMMERCE COMMISSION

SUPPLEMENT

SUPPLEMENT, made this 5th day of February, 1996, to Leasing Agreement dated as of September 18, 1981, between Lloyds International Leasing Limited ("Lessor") and CSX Transportation, Inc. ("Lessee"), successor corporation to Seaboard Coast Line Railroad Company.

WHEREAS, Lessor and Lessee have entered into the above mentioned Leasing Agreement, which was filed with the Interstate Commerce Commission on September 18, 1981, and assigned Recordation Number 13240; and

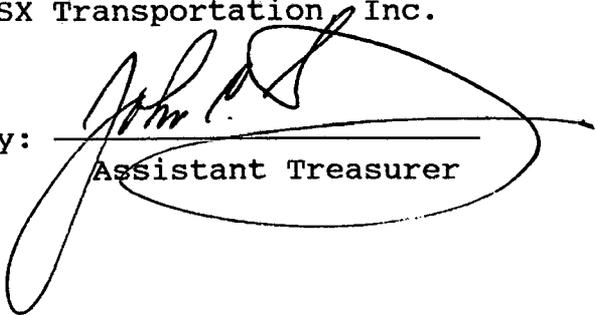
WHEREAS, one railroad car bearing road number CO 23014 which was subject to said Leasing Agreement, was destroyed and declared a casualty; and

WHEREAS, the Lessor and Lessee desire to include additional equipment in substitution for the destroyed equipment;

NOW, THEREFORE, the Lessor and Lessee do hereby agree that one railroad car bearing road number CSXT 190633 which has been sold by the Lessee to the Lessor pursuant to a Bill of Sale which is attached hereto as Exhibit "A", shall be leased by the Lessor to the Lessee in accordance with the terms and conditions of the Leasing Agreement dated as of September 18, 1981.

IN WITNESS WHEREAS, the Lessee has executed this instrument as of the date first above written.

CSX Transportation, Inc.

By: 
Assistant Treasurer

ATTEST:



Secretary

(Corporate Seal)

STATE OF FLORIDA)
) ss:
COUNTY OF DUVAL)

[2]

On this 5th day of February, 1996, before me personally appeared John C. Eccleston, to me personally known, who being by me duly sworn, says, that he is and Assistant Treasurer of CSX Transportation, Inc.; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Howard Michael Lee

Notary Public

[Notarial Seal]

My commission expires:

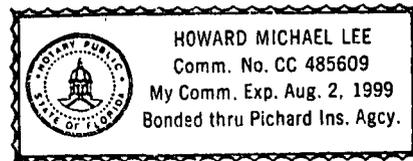


Exhibit "A"

BILL OF SALE

To Purchaser: Lloyds International Leasing Limited
Great Surrey House
203 Blackfriars Road
London SE1 8NH
England

CSX Transportation, Inc. ("Seller"), in consideration of the payment of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, sells and transfers to you, as purchaser named above, all of Seller's right, title and interest in and to one railroad car bearing road number CSXT 190633 (the "Equipment"), to have and to hold the same unto you, your successors and assigns forever.

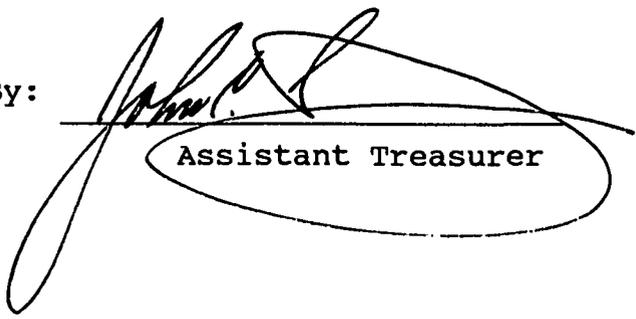
WARRANTIES

The Seller warrants that the Seller has not done, or knowingly suffered to be done, anything whereby the Equipment has been encumbered in any way whatsoever.

IN WITNESS WHEREOF, Seller has caused this instrument to be executed in its name by a duly authorized representative, this 5th day of February, 1996.

CSX Transportation, Inc.

By:


Assistant Treasurer

[Corporate Seal]