



# St. Louis Southwestern Railway Company

Southern Pacific Building • One Market Plaza • San Francisco, California 94105

May 2, 1990

Via: Federal Express

0-123A000

RECORDATION NO. 7294-<sup>CM</sup> FILED 1990

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
12th Street & Constitution Avenue, N.W.  
Washington, D.C. 20423

MAY 3 1990 -12 15 PM

INTERSTATE COMMERCE COMMISSION

RE: I.C.C. Finance Docket No. 27527 --  
St. Louis Southwestern Railway Company  
Equipment Trust Agreement, Series C

Dear Ms. McGee:

There are enclosed for recording, pursuant to the provisions of Title 49, United States Code, Section 11303, the original and four (4) fully executed counterparts of Declaration of Full Payment, dated as of April 23, 1990, to Equipment Trust Agreement dated as of January 1, 1974, creating St. Louis Southwestern Railway Company Equipment Trust, Series C, together with voucher in payment of the recording fee.

The following documents have been recorded with the Commission under Section 11303 in this matter:

Equipment Trust Agreement dated as of January 1, 1974, recorded on January 7, 1974, at 2:05 PM, assigned Recordation No. 7294;

First Supplement to Equipment Trust Agreement dated as of December 7, 1979, recorded on December 14, 1979, at 4:10 PM, assigned Recordation No. 7294-A;

Second Supplement to Equipment Trust Agreement dated as of June 2, 1980, recorded on August 22, 1980, at 2:40 PM, assigned Recordation No. 7294-B;

Third Supplement to Equipment Trust Agreement dated as of August 1, 1982, recorded on August 11, 1982, at 10:50 AM, assigned Recordation No. 7294-C;

Fourth Supplement to Equipment Trust Agreement dated as of October 10, 1983, recorded on October 24, 1983, at 3:15 PM, assigned Recordation No. 7294-D;

a Southern Pacific subsidiary

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Fifth Supplement to Equipment Trust Agreement  
dated as of June 1, 1984, recorded on  
June 19, 1984, at 3:10 PM, assigned Recordation  
No. 7294-E;

Sixth Supplement to Equipment Trust Agreement  
dated as of July 22, 1985, recorded on  
September 4, 1985, at 11:05 AM, assigned  
Recordation No. 7294-F;

Seventh Supplement to Equipment Trust Agreement  
dated as of May 30, 1986, recorded on June 24,  
1986, at 10:15 PM (should be AM), assigned  
Recordation No. 7294-G;

Assignment and Transfer of Certain Road Equipment  
dated as of May 30, 1986, recorded on June 24,  
1986, at 10:15 PM (should be AM), assigned  
Recordation No. 7294-H;

Eighth Supplement to Equipment Trust Agreement  
dated as of July 31, 1987, recorded on October 14,  
1987, at 2:30 PM, assigned Recordation No. 7294-I;

Assignment and Transfer of Certain Road Equipment  
dated as of July 31, 1987, recorded on October 14,  
1987, at 2:30 PM, assigned Recordation No. 7294-J;

Ninth Supplement to Equipment Trust Agreement dated as  
of May 13, 1988, recorded on May 24, 1988, at 3:10 PM,  
assigned Recordation No. 7294-K; and

Assignment and Transfer of Certain Road Equipment dated  
as of May 13, 1988, recorded on May 24, 1988, at 3:10  
PM, assigned Recordation No. 7294-L.

When the recording of the Declaration of Full Payment has  
been completed, will you kindly endorse, with the pertinent  
recording information, all executed counterparts thereof and  
return four (4) each of the same to the undersigned via the  
enclosed, completed Federal Express waybill.

Very truly yours,



Louis P. Warchot  
Attorney for St. Louis  
Southwestern Railway Company

Enclosures

cc: Mr. L. C. Yarberry  
(Attn: Mr. C. D. Tyler)

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ST. LOUIS SOUTHWESTERN RAILWAY COMPANY

EQUIPMENT TRUST

SERIES C

RECORDATION NO. 7294-Sm FILED 1425

MAY 3 1990 - 12 15 PM  
INTERSTATE COMMERCE COMMISSION

EQUIPMENT TRUST AGREEMENT

Dated as of January 1, 1974

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DECLARATION OF FULL PAYMENT

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ST. LOUIS SOUTHWESTERN RAILWAY COMPANY  
EQUIPMENT TRUST, SERIES C

Equipment Trust Agreement Dated as of January 1, 1974

DECLARATION OF FULL PAYMENT

First Pennsylvania Bank, N.A. (formerly known as The First Pennsylvania Banking and Trust Company, herein called the "Trustee"), Trustee under that certain Equipment Trust Agreement dated as of January 1, 1974, as supplemented, between the Trustee and St. Louis Southwestern Railway Company, pursuant to which was created and constituted "St. Louis Southwestern Railway Company Equipment Trust, Series C," does hereby acknowledge and declare that the purchase money for the equipment subject to said Equipment Trust Agreement has been paid in full; that all of the terms and conditions of the said Equipment Trust Agreement, as supplemented, have been performed; that St. Louis Southwestern Railway Company has made all payments and met all charges required by the said Equipment Trust Agreement, as supplemented; that all of the interests in St. Louis Southwestern Railway Company Equipment Trust, Series C, and the dividends thereon, have been satisfied, paid and discharged; and the said Equipment Trust Agreement, as supplemented, and the lease by Trustee to St. Louis Southwestern Railway Company of the railroad equipment described therein, have terminated, and the Trustee is now obligated by the said Equipment Trust Agreement to assign and transfer the said railroad equipment to St. Louis Southwestern

Railway Company as the absolute property of St. Louis Southwestern Railway Company.

AND it does hereby consent that the record of its title to all the equipment covered by the said Equipment Trust Agreement, as supplemented, be cancelled and discharged, and that this declaration may be filed or recorded or noted on the margin of the record of the said Equipment Trust Agreement wherever the same may have been filed or recorded.

AND it does hereby constitute and appoint CATHY WIEDECKE to be its attorney for it, and in its name and as and for its corporate act and deed, to acknowledge this instrument, before any person having authority by the laws of the Commonwealth of Pennsylvania or elsewhere to take such acknowledgement, to the intent that the same may be duly recorded.

IN WITNESS WHEREOF, First Pennsylvania Bank, N.A., Trustee as aforesaid, acting in accordance with the terms and conditions of the Equipment Trust Agreement, as supplemented, has caused this Declaration to be signed in its name and its corporate seal to be hereunto affixed, duly attested, as of the 27<sup>th</sup> day of April, 1990.

FIRST PENNSYLVANIA BANK, N.A., Trustee

By: Cathy Wiedecke  
Corporate Trust Officer

ATTEST:

M. J. [Signature]  
Assistant Secretary

