

## **RAILROAD EQUIPMENT SALES CONTRACT AMENDMENT**

Regarding the Railroad Equipment Sales Agreement between Jim Stephenson and Coupler to Coupler L.L.C. dated September 19<sup>th</sup> 2022. For the purchase of Railroad Passenger Car known as Texas & Pacific #1. The following contractual changes are governed by the full execution of this amendment.

Paragraph 3 Special Conditions, which currently reads:

Special Conditions. The following special conditions, if any, apply to this Contract:

- a. Car is sold "As Is Where Is" free of all liens and encumbrances.
- b. Buyer will be responsible for all costs associated with prepping the car for movement.
- c. Buyer & Seller will both contribute \$5,000.00 each to pay the \$10,000.00 commission to Missouri Rail Group d/b/a Ozark Mountain Railcar.
- d. Seller agrees to keep the car insured for Physical Damage until car departs Seller's storage location.
- e. Closing will be on or before October 28<sup>th</sup> 2022. If the preparation work on the car has not been completed by October 28<sup>th</sup> 2022. The closing date can be extended by an amendment to this contract.
- f. Buyer or Buyers representative, reserves the right to perform a final inspection on the car before closing on October 28<sup>th</sup> 2022. If any physical damage or further vandalism occurs to the car, Buyer reserves the right to cancel the sale.

Is changed to read:

Special Conditions. The following special conditions, if any, apply to this Contract:

- a. Car is sold "As Is Where Is" free of all liens and encumbrances.
- b. Buyer will be responsible for all costs associated with prepping the car for movement.
- c. Buyer & Seller will both contribute \$5,000.00 each to pay the \$10,000.00 commission to Missouri Rail Group d/b/a Ozark Mountain Railcar.
- d. Seller agrees to keep the car insured for Physical Damage until car departs Seller's storage location.
- e. Closing will be on or before November 30<sup>th</sup> 2022. If the preparation work on the car has not been completed by November 30<sup>th</sup> 2022. The closing date can be extended by an amendment to this contract.
- f. Buyer or Buyers representative, reserves the right to perform a final inspection on the car before closing on November 30<sup>th</sup> 2022. If any physical damage or further vandalism occurs to the car, Buyer reserves the right to cancel the sale.

Paragraph 6 Payment which currently reads:

Payment. Buyer has agreed to pay seller the total price indicated on Exhibit "A" attached hereto. Payment schedule is as follows:

- a. Payment to be made in full on or before October 30<sup>th</sup> 2022 All payments are to be made via wire transfer. **Wire instructions are included the last page of this document.**
- b. Ozark Mountain Railcar (Seller's Broker) will be providing escrow and contract services for this transaction.

Is changed to read:

- c. Payment to be made in full on or before November 30<sup>th</sup> 2022. All payments are to be made via wire transfer. **Wire instructions are included the last page of this document.**
- d. Ozark Mountain Railcar (Seller's Broker) will be providing escrow and contract services for this transaction.

Buyer: Coupler to Coupler L.L.C.

DocuSigned by:

*Ronald J. Ortyl Jr.*

10/20/2022 | 10:14 AM CDT

E284051667E4493...  
Printed Name: Ronald J. Ortyl Jr.- Member

Seller: Jim Stephenson

DocuSigned by:

*Jim Stephenson*

10/22/2022 | 2:06 PM CDT

F61195C9B6854C4...  
Printed Name: Jim Stephenson - Owner