RECORDATION NO 25514-S FILED
November 25, 2013 02:30 PM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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November 25, 2013

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Re: GATX Trust No. 2005-1C

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Supplement No. 6 to Equipment Lease Agreement (GATX Trust No. 2005-1C), dated as of November 25, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed under Recordation Number 25514.

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

Lessor: Wells Fargo Bank Northwest, National Association
299 South Main Street, 12th Floor
Salt Lake City, UT 84111

Lessee: GATX Corporation (successor by merger to GATX Financial Corporation)
500 West Monroe Street
Chicago, IL 60661

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

100 railcars: GATX 004570 – GATX 004594 and within the series GATX 002551 – GATX 002599, GATX 033073 – GATX 033116, GATX 201680 – GATX 201724 and GATX 203817 – GATX 203846 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Memorandum of Supplement No. 6 to Equipment Lease Agreement (GATX Trust No. 2005-1C).

Also enclosed is a check in the amount of $44.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

Edward M. Luria

EML/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF SUPPLEMENT NO. 6
TO EQUIPMENT LEASE AGREEMENT
(GATX TRUST NO. 2005-1C)
(STB)

THIS MEMORANDUM OF LEASE SUPPLEMENT NO. 6 TO EQUIPMENT LEASE AGREEMENT (GATX TRUST NO. 2005-1C) dated as of November 25, 2013, is by and between **WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION**, not in its individual capacity but solely as Owner Trustee under the Trust Agreement, as Lessor ("**Lessor**"), and **GATX CORPORATION**, a New York corporation (as successor by merger to GATX Financial Corporation), as Lessee ("**Lessee**").

WITNESSETH:

The Lessor and the Lessee have entered into that certain Equipment Lease Agreement (GATX Trust No. 2005-1C), dated as of March 23, 2005 (as amended, modified and supplemented from time to time, the "**Lease Agreement**"), a memorandum of which was filed with the Surface Transportation Board at 11:42 a.m. on March 23, 2005 and assigned recordation number 25514.

The Lessor and the Lessee have entered into that certain Lease Supplement No. 6 to Equipment Lease Agreement (GATX Trust No. 2005-1C), dated as of November 25, 2013, whereby certain railroad tank cars (collectively, the "**Equipment**"), which are set forth in Exhibit A, attached hereto, are made subject to the Lease Agreement.

For the purposes of facilitating the execution of this memorandum, this memorandum may be executed simultaneously in any number of counterparts, each of which counterparts shall be deemed to be an original, and all of which counterparts shall constitute but one and the same instrument.

Capitalized terms used herein and not otherwise defined shall have the meanings assigned thereto in Appendix A to the Lease Agreement.

* * *

IN WITNESS WHEREOF, the parties have each caused this Memorandum to be duly executed by their respective officers duly authorized as of the date hereof.

WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, not in its individual capacity but solely as Owner Trustee

By:_____
Name: Joseph H. Pugsley
Title Assistant Vice President

GATX CORPORATION

By:_____
Name: Eric D. Harkness
Title: Vice President, Treasurer and Chief Risk Officer

STATE OF UTAH)
)
COUNTY OF SALT LAKE)

On this 26th day of November, 2013 before me personally appeared Joseph H. Pugsley, to me personally known, who being duly sworn, says that he/she is the Asst. Vice President of Wells Fargo Bank Northwest, National Association, that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

My commission expires: 04/20/2014

CYNTHIA SCANLON
NOTARY PUBLIC • STATE of UTAH
COMMISSION NO. 583836
COMM. EXP. 04-20-2014

IN WITNESS WHEREOF, the parties have each caused this Memorandum to be duly executed by their respective officers duly authorized as of the date hereof.

WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, not in its individual capacity but solely as Owner Trustee

By:_____
Name:
Title

GATX CORPORATION

By:_____
Name: Eric D. Harkness
Title: Vice President, Treasurer and Chief Risk Officer

STATE OF ILLINOIS)
)
COUNTY OF COOK)

On this 30th day of November, 2013 before me personally appeared Eric D. Harkness, to me personally known, who being duly sworn, says that he is the Vice President, Treasurer and Chief Risk Officer of GATX Corporation, that said instrument was signed 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.

OFFICIAL SEAL
LISA M. IBARRA
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES: 09-08-14

Lisa M. Ibarra
Notary Public

My commission expires:_____

EXHIBIT A

UNITS

	Car Operating Number	Built Year	Basic Group
1	GATX201680	2004	VI
2	GATX201681	2004	VI
3	GATX201687	2004	VI
4	GATX201697	2004	VI
5	GATX201698	2004	VI
6	GATX201699	2004	VI
7	GATX201700	2004	VI
8	GATX201701	2004	VI
9	GATX201702	2004	VI
10	GATX201724	2004	VI
11	GATX002551	2003	VII
12	GATX002552	2003	VII
13	GATX002553	2003	VII
14	GATX002598	2003	VII
15	GATX002599	2003	VII
16	GATX004570	2003	VII
17	GATX004571	2003	VII
18	GATX004572	2003	VII
19	GATX004573	2003	VII
20	GATX004574	2003	VII
21	GATX004575	2003	VII
22	GATX004576	2003	VII
23	GATX004577	2003	VII
24	GATX004578	2003	VII
25	GATX004579	2003	VII
26	GATX004580	2003	VII
27	GATX004581	2003	VII
28	GATX004582	2003	VII
29	GATX004583	2003	VII
30	GATX004584	2003	VII
31	GATX004585	2003	VII
32	GATX004586	2003	VII
33	GATX004587	2003	VII
34	GATX004588	2003	VII
35	GATX004589	2003	VII
36	GATX004590	2003	VII
37	GATX004591	2003	VII
38	GATX004592	2003	VII
39	GATX004593	2003	VII

	Car Operating Number	Built Year	Basic Group
40	GATX004594	2003	VII
41	GATX002554	2003	VII
42	GATX002555	2003	VII
43	GATX002556	2003	VII
44	GATX002557	2003	VII
45	GATX002558	2003	VII
46	GATX002572	2003	VII
47	GATX002573	2003	VII
48	GATX002575	2003	VII
49	GATX002576	2003	VII
50	GATX002577	2003	VII
51	GATX002579	2003	VII
52	GATX002584	2003	VII
53	GATX002592	2003	VII
54	GATX002595	2003	VII
55	GATX002597	2003	VII
56	GATX033073	2005	VII
57	GATX033091	2005	VII
58	GATX033092	2005	VII
59	GATX033093	2005	VII
60	GATX033094	2005	VII
61	GATX033095	2005	VII
62	GATX033096	2005	VII
63	GATX033097	2005	VII
64	GATX033098	2005	VII
65	GATX033099	2005	VII
66	GATX033100	2005	VII
67	GATX033101	2005	VII
68	GATX033102	2005	VII
69	GATX033103	2005	VII
70	GATX033104	2005	VII
71	GATX033105	2005	VII
72	GATX033106	2005	VII
73	GATX033107	2005	VII
74	GATX033108	2005	VII
75	GATX033109	2005	VII
76	GATX033110	2005	VII
77	GATX033111	2005	VII
78	GATX033112	2005	VII
79	GATX033113	2005	VII
80	GATX033114	2005	VII
81	GATX033115	2005	VII
82	GATX033116	2005	VII

	Car Operating Number	Built Year	Basic Group
83	GATX203817	2005	VII
84	GATX203821	2005	VII
85	GATX203822	2005	VII
86	GATX203823	2005	VII
87	GATX203825	2005	VII
88	GATX203826	2005	VII
89	GATX203830	2005	VII
90	GATX203832	2005	VII
91	GATX203834	2005	VII
92	GATX203835	2005	VII
93	GATX203836	2005	VII
94	GATX203838	2005	VII
95	GATX203840	2005	VII
96	GATX203841	2005	VII
97	GATX203843	2005	VII
98	GATX203844	2005	VII
99	GATX203845	2005	VII
100	GATX203846	2005	VII

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 4/25/13

Edward M Luria

Edward M. Luria