

GENERAL AMERICAN TRANSPORTATION CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL 60606
312/621-6581

RECORDATION NO. 4451-C Filed & Recorded

AUG 16 1978 9 13 AM

INTERSTATE COMMERCE COMMISSION

3
August 11,
June 26, 1978

GEORGE W. ROTHSCHILD
Vice President, General Counsel
and Secretary

Secretary of the Interstate
Commerce Commission
Washington, D.C.

8-228A021

Re: General American Transportation
Corporation Equipment Trust
Series 64

AUG 16 1978
10
ICC Washington, D.C.

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of April 15, 1978 deleting a portion of the railroad cars covered by a Trust Agreement, together with our check for \$10.00 to cover the filing and recordation fees.

Said Agreement was recorded in the office of the Secretary of the Interstate Commerce Commission on July 27, 1967 under Recordation No. 4451 .

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad tank cars of various DOT and AAR classes) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said Bill of Sale are:

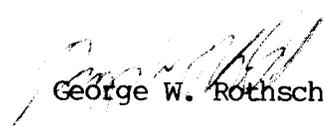
Citibank, N.A.
111 Wall Street
New York, New York 10015

General American Transportation Corporation
120 South Riverside Plaza
Chicago, Illinois 60606
c/o Edward L. Overtree

RECEIVED
AUG 16 9 06 AM '78
I.C.C.
FEE OPERATION BR.

I am an executive officer of General American Transportation Corporation having knowledge of the matters set forth herein.

Very truly yours,


George W. Rothschild

GWR/jma
Encl.

EXECUTED IN 6 MONTHS OF
WHICH 2

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 64

RECORDATION NO. *4457-C* Filed & Recorded

AUG 16 1978 -9 15 AM

NATIONAL COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF **APRIL 15, 1978**

TO EQUIPMENT TRUST AGREEMENT DATED AS OF **AUGUST 1, 1967**

BY AND BETWEEN

CITIBANK, N.A., Successor, TRUSTEE

AND

GATX CORPORATION

(Formerly known as General American Transportation Corporation)

Supplemental Agreement dated as of April 15,
1978 by and between CITIBANK, N.A.,
a national banking association, as Trustee, and GATX Corporation,
a New York corporation formerly known as General American
Transportation Corporation.

WHEREAS, the parties hereto entered into an Equipment
Trust Agreement dated as of August 1, 1967 (the "Agreement")
creating General American Transportation Corporation Equipment
Trust, Series 64, which Agreement was filed and recorded with
the Interstate Commerce Commission pursuant to Section 20c of
the Interstate Commerce Act on July 27, 1967,
Recordation No. 4451; and

WHEREAS, the parties hereto wish to amend Schedule A
to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A
to the Agreement is hereby amended by:

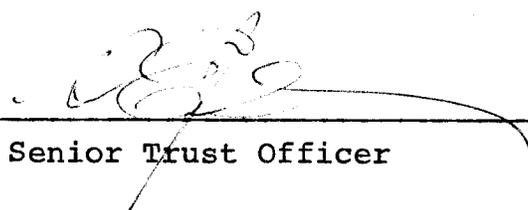
(a) deleting therefrom the units of Trust Equipment
described in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment
described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused
these presents to be signed in their respective corporate

names and their respective corporate seals to be hereunto
affixed, duly attested, as of April 15, 1978.

CITIBAN' K, N.A., as Trustee

By: 
Senior Trust Officer

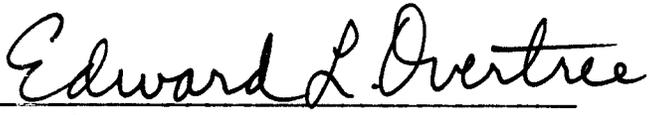
ATTEST:


Trust Officer

GATX CORPORATION
(Formerly known as General American
Transportation Corporation)

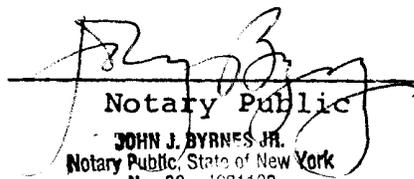
By: 
Senior Vice President

ATTEST:


Assistant Secretary

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

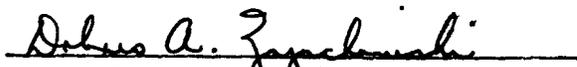
On this 12TH day of July, May, 1978, before me personally appeared RALPH E. JOHNSON, to me personally known, who, being by me duly sworn, says that he is Senior Trust Officer of CITIBANK, N.A. that one of the seals affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said association 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 association.


Notary Public
JOHN J. BYRNES JR.
Notary Public, State of New York
No. 30-1021103
Qualified in Nassau County
Cert filed in New York County
Term Expires March 30, 1979

* * * * *

STATE OF ILLINOIS)
) ss.:
COUNTY OF C O O K)

On this 4TH day of May, 1978, before me personally appeared C. E. COYL, to me personally known, who, being by me duly sworn, says that he is Senior Vice President of GATX CORPORATION, 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.


Notary Public