

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL 60606
312-621-6218

MURRAY T. GIBSON
Vice President, General Counsel & Secretary

RECORDATION NO. 4451-E Filed 1428

AUG 21 1979 - 10 11 AM

INTERSTATE COMMERCE COMMISSION

August 8, 1979

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

Re: General American Transportation
Corporation Equipment Trust
Series 64

9-203A018
AUG 21 1979
Date
10:00
Washington, D.C.

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of April 9, 1979, 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:

Page 2

Citibank, N.A.
111 Wall Street
New York, N.Y. 10043

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

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

Very truly yours,



Murray T. Gibson
Vice President, General
Counsel and Secretary

MTG:lw
Encl.

EXECUTED IN 6 COUNTERPARTS OF
WHICH THIS IS COUNTERPART No. 2

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 64

RECORDATION NO. 24451-E
Filed 1425

AUG 21 1979 - 10 30 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF APRIL 9, 1979

TO EQUIPMENT TRUST AGREEMENT DATED AS OF AUGUST 1, 1967

BY AND BETWEEN

CITIBANK, N.A.

AND

GATX CORPORATION

(Formerly known as General American Transportation Corporation)

Interstate Commerce Commission
Washington, D.C. 20423

9/10/79

OFFICE OF THE SECRETARY

Murray T. Gibson
Vice President
GATX Corporation
120 South Riverside Plaza
Chicago, Illinois 60606

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 8/21/79 at 10:30pm, and assigned re-
recording number(s).

4451-E

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

Supplemental Agreement dated as of April 9, 1979 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 9, 1979.

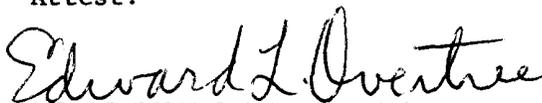
Attest:


TRUST OFFICER

CITIBANK, N.A., AS TRUSTEE

By 
Senior Trust Officer
GATX CORPORATION
(Formerly known as General American
Transportation Corporation)

Attest:


Assistant Secretary

By 

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

On this 2ND day of AUG., 1979, 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.

ALICE H. SHAW
Notary Public, State of New York
No. 24-4646218
Qualified in Kings County
Cert. filed in New York County
Term Expires March 30, 1981

Alice H. Shaw
Notary Public

* * * * *

STATE OF ILLINOIS)
) ss.:
COUNTY OF COOK)

On this 2nd day of July, 1979, before me personally appeared G. C. Yates, to me personally known, who, being by me duly sworn, says that he is Vice President of GATX CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that 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.

Edith J. Richards
Notary Public

SCHEDULE I

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 64

CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>
2 Tank Cars	ICC111A60-W-1	20,000	GATX 99469,99473.
1 Tank Car	ICC111A60-W-1	20,000	GATX 99532.
1 Tank Car	ICC111A60AL-W	20,000	GATX 87361.
6 Tank Cars	ICC112A340-W	33,500	GATX 97314,97359,97362,97417,97423, 97476.
2 Tank Cars	ICC112A340-W	33,500	GATX 97872,97887.
1 Tank Car	ICC112A340-W	33,500	GATX 98428.
1 Airslide Car	LO	4,180 Cu.Ft.	GACX 46178.
1 Airslide Car	LO	4,180 Cu.Ft.	GACX 46202.
2 Airslide Cars	LO	4,180 Cu.Ft.	GACX 46226,46611.

SCHEDULE I

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 64

CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>
1 Tank Car	DOT103-W	10,000	GATX 97533.
3 Tank Cars	DOT103B-W	8,000	GATX 72409,72413,72420.
1 Tank Car	DOT103B-W	10,000	GATX 88436.
1 Tank Car	DOT111A100-W-1	20,000	GATX 98797.
1 Tank Car	DOT111A100-W-1	20,000	GATX 98926.
1 Tank Car	DOT111A100-W-1	20,000	GATX 99953.
2 Tank Cars	ICC103-W	10,000	GATX 97502,97518.
1 Tank Car	ICC111A100-W-1	12,500	GATX 38690.
1 Tank Car	ICC111A100-W-1	15,000	GATX 38456.
2 Tank Cars	ICC111A100-W-1	15,000	GATX 64139,64143.
1 Tank Car	ICC111A100-W-1	15,000	GATX 64164.
2 Tank Cars	ICC111A100-W-1	15,000	GATX 64185,64189.
1 Tank Car	ICC111A100-W-1	20,000	GATX 98350.
3 Tank Cars	ICC111A100-W-1	20,000	GATX 98547,98556,98573.
1 Tank Car	ICC111A100-W-1	20,000	GATX 98765.
1 Tank Car	ICC111A100-W-1	20,000	GATX 98796.
1 Tank Car	ICC111A100-W-1	20,000	GATX 98871.
4 Tank Cars	ICC111A100-W-1	20,000	GATX 98940,98945,98948,98950.
1 Tank Car	ICC111A100-W-1	20,000	GATX 99519
1 Tank Car	ICC111A100-W-1	20,000	GATX 99806.
1 Tank Car	ICC111A100-W-1	29,000	GATX 98867.
1 Tank Car	ICC111A100-W-1	29,000	GATX 99855.
26 Tank Cars	ICC111A100-W-1	29,000	GATX 99956-99981.
1 Tank Car	ICC111A60-W-1	10,000	GATX 81758.
1 Tank Car	ICC111A60-W-1	10,000	GATX 86563.

SCHEDULE II
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 64
CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY</u>	<u>INITIALED AND CAR NUMBERS</u>
5 Tank Cars	DOT103AL-W	10,000	GATX 75079,75080,75082-75084.
8 Tank Cars	DOT103AL-W	10,000	GATX 75085-75090,75093,75094.
3 Tank Cars	DOT103AL-W	10,000	GATX 73669,73671,73672.
4 Tank Cars	DOT103AL-W	10,000	GATX 54802,54804,54806,54808.
2 Tank Cars	DOT103AL-W	10,000	GATX 54803,54807.
9 Tank Cars	DOT103A-W	8,000	GATX 81057-81060,81063,81064, 81066-81068.
1 Tank Car	DOT103AL-W	4,000	GATX 54801.
2 Tank Cars	DOT103AL-W	4,000	GATX 75075,75076.
3 Tank Cars	DOT103AL-W	4,000	GATX 75096-75098.
1 Tank Car	DOT103AL-W	6,000	GATX 75095.
11 Tank Cars	DOT103AL-W	10,000	GATX 87052,87053,87055,87058, 87061-87065,87067,87069.
4 Tank Cars	DOT103B-W	8,000	GATX 72457,72461,72466,72467.
1 Tank Car	DOT103B-W	8,000	GATX 72472.
1 Tank Car	DOT103B-W	8,000	GATX 72474.
3 Tank Cars	DOT103B-W	8,000	GATX 72478,72480,72481.
1 Tank Car	DOT103B-W	8,000	GATX 72497.
1 Tank Car	DOT103B-W	8,000	GATX 81009.
2 Tank Cars	DOT103B-W	8,000	GATX 81062,81065.
2 Tank Cars	DOT103B-W	10,000	GATX 72766,72768.
1 Tank Car	DOT105A100-W	4,000	GATX 76264.
1 Tank Car	DOT105A100-W	11,000	GATX 72565.
2 Tank Cars	DOT105A100-W	11,000	GATX 79481,79482.
1 Tank Car	DOT105A100-W	11,000	GATX 80419.

SCHEDULE II

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 64

CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY</u>	<u>INITIALED AND CAR NUMBERS</u>
1 Tank Car	DOT105A300-W	11,000	GATX 72560.
1 Tank Car	DOT105A300-W	11,000	GATX 72564.
6 Tank Cars	DOT105A300-W	11,000	GATX 79292, 79293, 79295-79298,
1 Tank Car	DOT105A300-W	11,000	GATX 80403.
1 Tank Car	DOT105A300-W	11,000	GATX 80409.
1 Tank Car	DOT105A300-W	11,000	GATX 80418.
6 Tank Cars	DOT105A500-W	3,100	GATX 32329, 80045, 80047, 80049, 80055, 80056.
1 Tank Car	DOT105A500-W	3,100	GATX 80013.
1 Tank Car	DOT105A500-W	3,100	GATX 80017.
6 Tank Cars	DOT105A500-W	3,100	GATX 80027, 80028, 80031-80034.
5 Tank Cars	DOT105A500-W	10,800	GATX 72359, 72360, 72362-72364.
4 Tank Cars	DOT105A500-W	10,800	GATX 83032, 83038-83040.
19 Tank Cars	DOT105A500-W	10,800	GATX 83077-83094, 83100.
2 Tank Cars	DOT111A100-W-2	10,000	GATX 83035, 83036.
3 Tank Cars	DOT111A100-W-2	10,000	GATX 83098, 83099, 83101.
1 Tank Car	DOT111A100-W-2	11,000	GATX 79291.
1 Tank Car	DOT111A100-W-2	11,000	GATX 80401.
2 Tank Cars	DOT111A60-W-1	10,000	GATX 72561, 72562.
5 Tank Cars	DOT111A60-W-1	10,000	GATX 79286-79289, 79294.
6 Tank Cars	DOT111A60-W-1	10,000	GATX 80400, 80402, 80404-80407.
2 Tank Cars	DOT111A60-W-1	10,000	GATX 80408, 80410.
1 Tank Car	DOT111A60-W-1	10,000	GATX 83034.
2 Tank Cars	DOT111A60-W-1	10,000	GATX 83097, 83102.

SCHEDULE II

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 64

CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY</u>	<u>INITIALED AND CAR NUMBERS</u>
11 Tank Cars	ICC103-W	10,000	GATX 82100, 82114, 82118, 82120, 82125, 82126, 82128, 82143, 82144, 82146, 82149.
1 Tank Car	DOT105A500-W	10,800	GATX 83042.
2 Tank Cars	DOT105A500-W	10,800	GATX 83046, 83052.

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