



NORTH AMERICAN CAR CORPORATION

222 SOUTH RIVERSIDE PLAZA • CHICAGO, ILLINOIS 60606 U.S.A. • (312) 648-4000 • TELEX 255222

Released under C

Mrs Lee - Note there are 2 documents filed - 9506

RECORDATION NO. *9506* Filed & Recorded

an Original + Supplement

RECORDATION NO. *[Redacted]* Filed & Recorded

JUL 10 1978 11 20 AM

JUL 10 1978 11 20 AM

Secretary

~~INTERSTATE COMMERCE COMMISSION~~ Interstate Commerce Commission

Washington, D.C. 20423

~~INTERSTATE COMMERCE COMMISSION~~

Re: Section 20c Filing: Equipment Mortgage dated as of December 30, 1977, by and between North American Car Corporation ("North American") and First National Bank of Chicago, as Agent **AND SUPPLEMENT THERETO.**

Dear Mr. Secretary:

Enclosed for recording under Section 20c of the Interstate Commerce Act are five executed counterparts of the Equipment Mortgage ("Mortgage") dated as of December 30, 1977, by and between North American and First National Bank of Chicago, as Agent, ("Agent"), One First National Plaza, Chicago, Illinois 60670.

Under the Mortgage, North American mortgages the equipment described therein to the Agent in accordance therewith as security for North American's obligation under a Loan Agreement dated as of December 30, 1977, among North American, certain other borrowers, the Agent and certain banks as lenders; and further assigns amounts due and payable under any leases of the mortgaged equipment to secure the same obligation.

Also enclosed for recording under Section 20c of the Interstate Commerce Act, are five executed counterparts of a Supplement to the Mortgage, which mortgages to the Agent thereunder certain specified railcars set forth in the Schedule thereof appended to the Supplement.

Also enclosed are checks, payable to the Interstate Commerce Commission, in the amounts of \$50 and \$10 as the recording fees for the Mortgage and Supplement.

Pursuant to the Commission's rules and regulations for the recording of certain documents under Section 20c of the Interstate Commerce Act, you are hereby requested to duly file two of the two enclosed sets of counterparts for recording in your office and to return the remaining counterparts, together with the Secretary's Certificate of Recording, to the messenger making this delivery.

If you have any questions, please contact me.

8-191A408

Date JUL 10 1978

Fee \$ *60*

ICC Washington, D. C.

Very truly yours,

James M. Gillespie
James M. Gillespie
Attorney

RECEIVED
JUL 10 11 44 AM '78
I.C.C.
OPERATION BR

David W Keller
Campbell

Released under -C

Supplement to Equipment Mortgage and Assignment of Leases

This Supplement to Mortgage and Assignment of Leases (the "Supplement") is issued pursuant to and is governed by the terms and provisions of that certain Equipment Mortgage and Assignment of Leases dated as of December 30, 1977, between North American Car Corporation (the "Borrower") and The First National Bank of Chicago, as Agent for the Banks entitled to the benefit of said Mortgage, which Mortgage was filed under Section 20c of the Interstate Commerce Act on 7/10 1978 at 11130-A4m as document number 9506.

The Borrower does hereby pledge, mortgage and grant a security interest in favor of the Agent in and to the railroad cars described in the Schedule attached hereto.

The Borrower does hereby pledge, mortgage, assign and grant a security interest in favor of the Agent in and to all its right, title and interest under the leases of the equipment described in the Schedule attached hereto.

Executed this 7th day of July, 1978.

CORPORATE SEAL

ATTEST

[Signature]

By James F. Compton
Its _____

9506-A

RECORDATION NO. Filed & Recorded

JUL 10 1978 - 11 30 AM

State of Illinois)
) SS.
County of Cook)

ILLINOIS COMMERCE COMMISSION

On this 7th day of July, 1978 before me personally appeared James F. Compton, to me personally known, who being by me duly sworn says that he is the Vice President of North American Car Corporation, that the seal 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.

Debra A. LaRue

SCHEDULE

To be attached to and to become a part of that certain Supplement to Equipment Mortgage and Assignment of Leases by and between _____ (the "Borrower") and The First National Bank of Chicago, as Agent pursuant to the terms of an Equipment Mortgage and Assignment of Leases dated as of December 30, 1977.

Description of Equipment and Leases Subject to Mortgage	Serial Numbers	Name of Lessee	Date of Lease
Class 111A100W3, 100-ton 13,600 gal. capacity tank cars	14234-14238	Agricultural & Industrial Chemicals, Inc.	10-75
Class 111A100W1, 100-ton 14,800 gal. capacity tank car	14810	International Minerals & Chemicals Corp.	5-75
Class 111A100W3, 100-ton 17,500 gal. capacity tank cars	16619-16620, 16625- 16626, 16629-16632, 16635, 16638	Clinton Corn Processing Co.	7-76
Class 111A100W2, 100-ton 13,600 gal. capacity tank car	20235	Canadian Industries, Ltd.	4-78
Class 111A100W2, 100-ton 13,700 gal. capacity tank cars	20237-20238	Allied Chemical Canada	7-77
Same as above	20243	Canada Industries, Ltd.	4-78
Same as above	20244	Allied Chemical Canada	1-78
Class LO, 100-ton, 4750 cu. ft. Hopper Cars	46995-46997	Wells Farmer Elevator	2-75
Class 111A100W1, 100-ton, 20,800 gal. capacity tank car	72149	Union Oil Co. of California	2-75
Class 111A100W1, 100-ton 23,700 gal. capacity tank cars	76527-76528	Exxon Chemical Co. U.S.A.	11-74
Same as above	76638	Wisconsin Industrial Fuel Oil Inc.	5-77
Same as above	76639	Reese Enterprises, Inc.	9-77
Class 111A100W1, 100-ton, 23,800 gal. capacity tank car	78475	Sun Oil Co.	6-76
Class LO, 100-ton, 2785 cu. ft. Hopper Cars	93196, 93198- 93200	Seaboard Allied Milling Corp.	7-75
Class LO, 100-ton, 5250 cu. ft. Hopper Cars	525093, 525094, 525099	American Hoechst Corp.	1-78
Class LO, 100-ton, 5270 cu. ft. Hopper Cars	525215- 525219, 525222, 525224- 525232, 525240, 525241, 525246	Union Carbide Canada Ltd.	6-76
Same as above	525257, 525259- 525261	Union Carbide Corp.	6-76

Description of Equipment and Leases Subject to Mortgage	Serial Numbers	Name of Lessee	Date of Lease
Class 111A100W3, 100-ton 24,000 gal. capacity tank cars	77039-77043	Celotex Corp.	4-78
Same as above	77044-77047	Monsanto Co.	7-78
Class 111A100W3, 100-ton, 16,500 gal. capacity tank cars	16140, 16142- 16143, 16146- 16147, 16149	Hubinger Co.	6-78
Class LO, 100-ton, 3000 cu. ft. Hopper Cars	93686-93687	Endasa	3-78
Same as above	93734, 93736	Peavey Co.	6-78
Same as above	93772-93779	Dresser Industries	5-78
Same as above	93785	Eastern Fly Ash, Inc.	6-78
Same as above	93743-93744, 93746- 93747, 93749-93752	Hunt Wesson Foods Inc.	6-78
Class LO, 100-ton, 5750 cu ft. Hopper Cars	58759, 58761, 58764-58767	Witco Chemical Corp.	7-78
Same as above	58779	Union Carbide Corp.	6-78
Same as above	58824-58826 58828-58837, 58841- 58842, 58844	Witco Chemical Corp.	7-78