

GENERAL AMERICAN TRANSPORTATION CORPORATION

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

GEORGE W. ROTHSCHILD
Vice President, General Counsel
and Secretary

RECORDATION NO. 4951-B Filed & Recorded

MAY 16 1978 - 1 40 PM

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

INTERSTATE COMMERCE COMMISSION

8-136A049

No.
Date **MAY 16 1978**

Re: General American Transportation
Corporation Equipment Trust
Series 65

RECEIVED
MAY 16 1 35 PM '78
CERTIFICATION UNIT

Fee \$ 10 Gentlemen:

100 Washington, D. C.

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of December 15, 1975 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 15, 1968, under Recordation No. 4951.

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:

The Chase Manhattan Bank
One New York Plaza
New York, New York 10015

INTERSTATE
COMMERCE COMMISSION

MAY 12 1978

ADMINISTRATIVE SERVICES
MAIL UNIT

GENERAL AMERICAN TRANSPORTATION CORPORATION

Page Two

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,


George W. Rothschild
Vice President, General
Counsel and Secretary

GWR:mlv
Encl.

Interstate Commerce Commission
Washington, D.C. 20423

5/17/78

OFFICE OF THE SECRETARY

George W. Rothschild
General American Transportation Corp.
120 South Riverside Plaza
Chicago, Illinois 60606

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act,

49 U.S.C. 20(c), on

5/16/78

at **1:40pm**

and assigned recordation number(s)

4951-B

Sincerely yours,


H.G. Homme, Jr.
Acting Secretary

Enclosure(s)

SE-30-T
(6/77)

RECORDATION NO. 4951-B Filed & Recorded

MAY 16 1978 - 1 40 PM

INTEKSTATE COMMERCE COMMISSION

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 65

SUPPLEMENTAL AGREEMENT DATED AS OF December 15, 1975
TO EQUIPMENT TRUST AGREEMENT DATED AS OF July 15, 1968

BY AND BETWEEN

THE CHASE MANHATTAN BANK, N.A., TRUSTEE

AND

GATX CORPORATION

(Formerly known as General American Transportation Corporation)

Supplemental Agreement dated as of December 15,
1975 by and between THE CHASE MANHATTAN BANK, 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 July 15, 1968 (the "Agreement")
creating General American Transportation Corporation Equipment
Trust, Series 65, which Agreement was filed and recorded with
the Interstate Commerce Commission pursuant to Section 20c of
the Interstate Commerce Act on July 15, 1968,
Recordation No. 4951; 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:

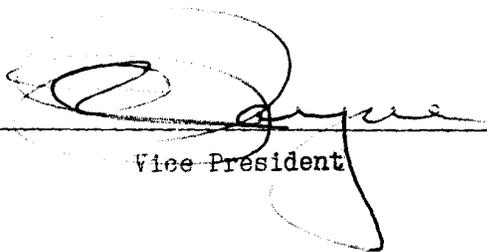
- (a) deleting therefrom the units of Trust Equipment
described in Schedule I attached hereto, and
- (b) substituting therefor the units of Equipment
described in Schedule II attached hereto.

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 December 15, 1975.

THE CHASE MANHATTAN BANK, N.A.

By: _____


Vice President

ATTEST:



ASSISTANT SECRETARY

GATX CORPORATION
(Formerly known as General American
Transportation Corporation)

By: _____


Senior Vice President

ATTEST:



Assistant Secretary

STATE OF)
) ss.:
COUNTY OF)

On this 24th day of April, 1978, before me personally appeared J. A. Payne, to me personally known, who, being by me duly sworn, says that he is a Vice President of The Chase Manhattan Bank, N.A.

Bank, that one of the seals affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank 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 Bank.

Bella M. Killett

Notary Public
Bella M. Killett
NOTARY PUBLIC, State of New York
No. 24-4659667
Qualified in Kings County
Certificate filed in New York County
Commission Expires March 30, 1979

* * * * *

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

On this 15th day of December, 1977, 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.

Marilyn L. Volz

Notary Public
Marilyn L. Volz
My Commission Expires April 29, 1980

SCHEDULE I (Deleted)

DESCRIPTION OF EQUIPMENT

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>
1 tank Car	ICC 111A60 -W-1	10,000	GATX 7676
1 tank Car	ICC 111A60 -W-1	10,000	GATX 12492
1 tank Car	ICC 111A60 -W-1	10,000	GATX 21494
1 tank Car	ICC 111A60 -W-1	10,000	GATX 21498
1 tank Car	ICC 111A60 -W-1	10,000	GATX 21524
1 tank Car	ICC 111A60 -W-1	10,000	GATX 38033
1 tank Car	ICC 111A60 -W-1	10,000	GATX 38118
1 tank Car	ICC 111A60 -W-1	10,000	GATX 91836
1 tank Car	ICC 111A60 -W-1	10,000	GATX 91850
1 tank Car	ICC 111A60 -W-1	10,000	GATX 91931
1 tank Car	ICC 111A100-W-1	10,000	GATX 98463
1 tank Car	ICC 111A100-W-1	18,000	GATX 64123
1 tank Car	ICC 111A100-W-1	18,000	GATX 81436
1 tank Car	ICC 111A100-W-1	18,000	GATX 81437
1 tank Car	ICC 111A100-W-1	18,000	GATX 81438
1 tank Car	ICC 111A100-W-1	18,000	GATX 81439
1 tank Car	ICC 111A100-W-1	18,000	GATX 81440
1 tank Car	ICC 111A100-W-1	18,000	GATX 81441
1 tank Car	ICC 111A100-W-1	18,000	GATX 81442
1 tank Car	ICC 111A100-W-1	18,000	GATX 81443
1 tank Car	ICC 111A100-W-1	18,000	GATX 81446
1 tank Car	ICC 111A100-W-1	18,000	GATX 81451
1 tank Car	ICC 111A100-W-1	18,000	GATX 81468
1 tank Car	AAR 211A100-W-1	20,000	GATX 59827
1 tank Car	AAR 211A100-W-1	20,000	GATX 59833

25 tank Cars

