

Supplement to the Mortgage and to the Assignment of Leases

North American Finance Leasing, Inc. (the "Company") does hereby pledge, mortgage, and grant a security interest unto North American Car Corporation, a Delaware Corporation (the "Secured Party") in and to the railroad cars described in the Schedule attached hereto.

The Company hereby assigns to the Secured Party all its right, title, and interest in, to and under the following Leases, pursuant to and subject to the terms and conditions of the Assignment of Leases referred to above:

<u>Date of Lease</u>	<u>Lessee</u>	<u>Equipment Leased</u>	<u>Term of Lease</u>	<u>Monthly Rental</u>
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SEE ATTACHED LIST REGISTRATION NO. 7751-114 Filed & recorded

MAY 25 1976 10 32 AM
 CHICAGO COURTESY COMPANY

The Company hereby certifies that it has complied with all the terms and conditions of said Assignment of Leases, and that all representations and warranties contained in said Assignment are true and correct as of the date hereof.

This Supplemental Mortgage and Assignment of Leases is issued pursuant to and is governed by the terms and provisions of that certain Equipment Mortgage and Assignment of Leases dated December 18, 1974 among the Company and the Secured Party and filed under §20(c) of the Interstate Commerce Act on December 24, 1974 at 12:05 as Document Number 7751.

NORTH AMERICAN FINANCE LEASING

[CORPORATE SEAL]

ATTEN:

John Schuyler
 Assistant Secretary

By *M. A. Lynch*
 Title Vice President

STATE OF Ill. }
 COUNTY OF COOK } ss.:

On this 18th day of May, 1976 before me personally appeared M. A. Lynch, to me personally known, who being by me duly sworn says that he is the Vice President of North American Finance Leasing, 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.

Lenny Catalano
 Notary Public

[SEAL]

My commission expires 6/30/79

OWNED BY NORTH AMERICAN
FINANCE LEASING, INC.

<u>Date of Lease</u>	<u>Lessee</u>	<u>Serial Number</u>	<u>Terms</u>
U.S. TANKS -			
1/76	Reed, Ltd.	16616 - 16618	5 yrs.
3/76	IM Petroleum	35226 - 35234	12 yrs.
	Not Leased	35236 - 35243	
	Not Leased	35248	
	Not Leased	76740 - 76757	
	Not Leased	78474	
	Not Leased	78488 - 78496	
U.S. HOPPERS			
11/75	Johns-Manville	58601 - 58610	10 yrs.
	Not Leased	93274 - 93284	
	Not Leased	93355 - 93360	
	Not Leased	93440 - 93456	
	Not Leased	93485 - 93489	
1/76	Foster Grant	525200 - 525208	12 yrs.
1/76	Foster Grant	525212 - 525214	12 yrs.