



*all #s related to this*

# NORTH AMERICAN CAR CORPORATION

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

INTERSTATE COMMERCE COMMISSION  
RECEIVED

March 19, 1979

MAR 20 1979  
RECORDATION NO. 9718- F Filed 1425

2080A106  
Date MAR 21 1979  
Fee \$ 10.00

Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423.

MAR 21 1979 - 11 20 AM

INTERSTATE COMMERCE COMMISSION

ICC Washington, D. C.

Re: Section 11303 Filing: Supplemental Trust Agreement dated as of March 14, 1979, to Equipment Trust Agreement dated as of September 25, 1978, by and between North American Car Corporation ("North American") and Crocker National Bank, as Trustee.

Dear Mr. Secretary:

Enclosed for recording under Section 11303 of the Interstate Commerce Act are six executed counterparts of the Supplemental Trust Agreement dated as of March 14, 1979, (the "Supplement"), to the Equipment Trust Agreement ("Agreement") dated as of September 25, 1978, by and between North American and Crocker National Bank, as Trustee ("Trustee"), 611 West Sixth Street, Los Angeles, California 90017. The Agreement was recorded with the Interstate Commerce Commission at 3:25 p.m. on September 27, 1978, and was assigned Recordation No. 9718.

Under the Agreement and the Supplement, North American leases the equipment described therein from the Trustee in accordance therewith and assigns to the Trustee as security for North American's obligation under the Agreement all amounts due and payable under any sublease of the Equipment or any guaranty thereof.

Also enclosed is a check, payable to the Interstate Commerce Commission in the amount of \$10 as the recording fee for the Supplement to the Agreement.

Pursuant to the Commission's rules and regulations for the recording of certain documents under Section 11303 of the Interstate Commerce Act, you are hereby requested to duly file two of the enclosed 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.

Very Truly yours,

*James M. Gillespie*  
James M. Gillespie,  
Attorney.

FEE OPERATION BR.  
I.C.C.

MAR 21 11 17 AM '79

RECEIVED

JMG/sgs  
Enclosures.

*S. H. Harrison*  
*A. C. [unclear]*

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

3/21/79

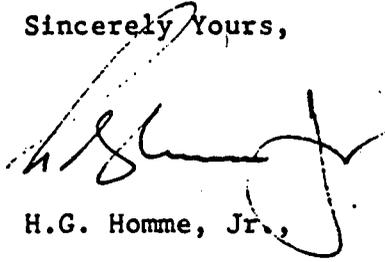
OFFICE OF THE SECRETARY

James M. Gillespie, Atty.  
North American Car Corporation  
222 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 3/21/79 at 11:20am' and assigned recordation number(s) 9718-E

Sincerely Yours,



H.G. Homme, Jr.,

Secretary

Enclosure(s)

SE-30-T  
(2/78)

SUPPLEMENTAL TRUST AGREEMENT

Dated as of March 14, 1979.

*all was changed by 9718-F*

RECORDATION NO. *9718-F* Filed 1425

MAR 21 1979 - 11 20 AM

INTERSTATE COMMERCE COMMISSION

Attachments A and B to the Equipment Trust Agreement dated as of September 25, 1978 (the "Agreement"), by and between North American Car Corporation ("Company") and Crocker National Bank, as Trustee ("Trustee"), are hereby amended and restated to be and read in their collective entirety as set forth on the Appendix hereto.

IN WITNESS WHEREOF, the Company and the Trustee have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first written.

(CORPORATE SEAL)

NORTH AMERICAN CAR CORPORATION,

By: *J. Narison*  
Vice President

Attest: *James M. Billegi*  
Assistant Secretary

(CORPORATE SEAL)

CROCKER NATIONAL BANK  
Trustee  
By: *Gary L. Anderson*  
Trust Officer

Attest: *David M. Schubert*  
Vice President

State of Illinois }  
County of Cook } ss.:

On this 14th day of March 1979, before me personally appeared J. Harrison,  
to me personally known, who, being by me duly sworn, says that he is Vice President  
of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument  
is the corporate seal of said corporation and that said instrument was on \_\_\_\_\_, 1978  
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.

Doris M. Helms  
Notary Public

My Commission Expires 5-6-82

State of California }  
County of Los Angeles } ss.:

On this 15th day of March, 1979, before me personally appeared Gary L. Mickerson  
to me personally known, who, being by me duly sworn, says that he is a Trust Officer of  
CROCKER NATIONAL BANK, that one of the seals affixed to the foregoing instrument is the  
seal of said national banking association and that said instrument was on \_\_\_\_\_,  
1978 signed and sealed on behalf of said national banking 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 such national banking association.

Maryanne B. Losorelli  
Notary Public

My Commission Expires 5-4-82





STATE OF CALIFORNIA )  
COUNTY OF LOS ANGELES ) SS;

TO WIT:

IN THE MATTER OF registration of an Equipment Trust Agreement dated as of the 14th day of March, 1979, and made from North American Car Corporation to Crocker National Bank, as Trustee, for the purpose of securing Equipment Trust Certificates, Second 1978 Series, of North American Car Corporation.

I, GARY L. NICKERSON, of the City of Los Angeles, in the State of California, MAKE OATH AND SAY THAT:

1. I am an officer holding the office of Trust Officer of Crocker National Bank, the mortgagee, trustee or grantee named in the annexed instrument made from North American Car Corporation to the said Crocker National Bank, as Trustee, and am aware of the circumstances connected with the transaction and have a personal knowledge of the facts herein deposed to.

2. The said instrument being the instrument containing the mortgage, charge or assignment was executed in good faith and for the purpose of securing payment of the Equipment Trust Certificates, Second 1978 Series, referred to therein and not for the mere purpose of protecting the chattels or book debts therein mentioned against the creditors of the mortgagor or assignor or preventing such creditors from obtain payment of any claim against the mortgagor or assignor.

*Gary L. Nickerson*

SWORN before me at the  
City of Los Angeles in  
the State of California.

*Maryanne B. Losorelli*  
Notary Public in and for the  
State of California.



APPENDIX TO SUPPLEMENT DATED AS OF MARCH 14, 1979.

NORTH AMERICAN CAR CORPORATION  
EQUIPMENT TRUST - SECOND 1978 SERIES  
DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>Serial Numbers</u>	<u>A.A.R. Mechanical Designation Code</u>	<u>Description</u>
1	16110	T-104	Class 111A100W3, 100 ton, 16,500 gallon capacity tank car
1	16116	T-104	Same as above
1	16129	T-104	Same as above
46	16140-16185	T-104	Same as above
39	17010-17048	T-104	Same as above
35	17050-17084	T-104	Class 111A100W3, 100 ton, 17,500 gallon capacity tank cars
35	17200-17234	T-104	Same as above
55	17245-17299	T-104	Class 111A100W3, 100 ton, 16,500 gallon capacity tank cars
5	27500-27504	T-564	Class 105A500W, 100 ton, 17,300 gallon capacity tank cars
25	29200-29224	T-108	Class 111A100W1, 100 ton, 30,000 gallon capacity tank cars
3	29243-29245	T-108	Same as above
25	29252-29276	T-108	Class 111A100W1, 100 ton, 30,700 gallon capacity tank cars
10	58741-58750	L-654	Class LO, 100 ton, 5,750 cu. ft. hopper cars
22	58759-58780	L-654	Same as above
1	58783	L-654	Same as above
1	58800	L-654	Same as above
27	58824-58850	L-654	Same as above
139	72406-72544	T-105	Class 111A100W3, 100 ton, 20,700 gallon capacity tank cars
16	72559-72574	T-105	Same as above
50	73585-73634	T-104	Class 111A100W1, 100 ton, 20,700 gallon capacity tank cars
2	73646-73647	T-104	Same as above
27	73658-73684	T-104	Same as above
26	77038-77063	T-105	Class 111A100W3, 100 ton, 24,000 gallon capacity tank cars
40	77116-77155	T-105	Class 111A100W3, 100 ton, 23,700 gallon capacity tank cars
10	81149-81158	T-106	Class 111A100W1, 100 ton, 24,000 gallon capacity tank cars
2	93686-93687	L-651	Class LO, 100 ton, 3,000 cu. ft. hopper cars
32	93706-93737	L-651	Same as above
13	93743-93755	L-651	Same as above
3	93761-93763	L-651	Same as above
1	93765	L-651	Same as above
1	93767	L-651	Same as above
8	93772-93779	L-651	Same as above
25	93785-93809	L-651	Same as above
68	93833-93900	L-651	Same as above
84	93906-93989	L-651	Same as above
75	390000-390074	L-652	Class LO, 100 ton, 4,000 cu. ft. hopper cars
67	390083-390149	L-652	Same as above
600	455000-455599	L-253	Class LO, 100 ton, 4,550 cu. ft. hopper cars
75	465125-465199	L-153	Class LO, 100 ton, 4,650 cu. ft. hopper cars
200	465300-465499	L-153	Same as above
231	479400-479630	L-153	Class LO, 100 ton, 4,750 cu. ft. hopper cars
3	479632-479634	L-153	Same as above
69	479681-479749	L-153	Same as above
50	479800-479849	L-153	Same as above
50	480050-480099	L-153	Same as above
100	480300-480399	L-153	Same as above
150	480750-480899	L-153	Same as above
100	481100-481199	L-153	Same as above