

Union Tank Car Company



RECORDATION NO. 9911-A Filed 1425

90 Half Day Road
Lincolnshire, Illinois 60015

DEC 07 1979 - 8 55 AM

An Affiliate of
Trans Union Corporation

Direct Tel. No.:

INTERSTATE COMMERCE COMMISSION

Law Department

November 26, 1979

9-244A036
No.

Date DEC 10 1979

Fee \$ _____

ICC Washington, D. C.

Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Dear Sir:

We transmit to you herewith by registered mail for recordation, pursuant to Section 20c of the Interstate Commerce Act, an original and two certified counterparts of the First Supplemental Equipment Trust Agreement (the "Supplemental Agreement"), dated October 15, 1979, by and between Union Tank Car Company, 90 Half Day Road, Lincolnshire, Illinois 60015 (the "Company"), and The Northern Trust Company, 50 South LaSalle Street, Chicago, Illinois 60675 (the "Bank") as Trustee, which amends the Equipment Trust Agreement dated as of December 1, 1978, between the Company and the Bank. The Supplemental Agreement evidences the addition under the said Equipment Trust Agreement of 140 railroad cars more fully described in Schedule A attached hereto.

The Supplemental Agreement should be recorded as a supplement to the Equipment Trust Agreement dated as of December 1, 1978, which was recorded with your office on December 15, 1978, and assigned recordation number 9911. We enclose herewith our check in the amount of \$10.00 payable to the Interstate Commerce Commission to cover the recordation fee.

Please return the original copy of the Supplemental Agreement to the undersigned.

Very truly yours,

UNION TANK CAR COMPANY

By A. B. Hillman

RECEIVED
FEE DEPARTMENT
100

DEC 10 8 54 AM '79

RECEIVED

SCHEDULE A

DESCRIPTION OF TRUST EQUIPMENT

| QUANTITY | A.A.R. MECHANICAL DESIGNATION CODE | CAPACITY IN GALLONS | ROAD NUMBERS |
|----------|---|---------------------------|--|
| ----- | ----- | ----- | ----- |
| 29 | TM | 16,000 | 66100, 66105, 66107-66110 66112-66134 |
| 4 | TM | 20,474 | 57837-57840 |
| 6 | TM | 23,500 | 68860, 68864, 68866, 68868 68874, 68879 |
| 50 | TM | 23,517 | 68880-68893, 68895-68917 68919-68928, 68930-68932 |
| 19 | TM | 23,542 | 68661-68673, 68675-68679 68681 |
| 15 | TM | 23,576 | 68943-68957 |
| 17 | TM | 27,156 | 57775-57790, 57819 |
| ----- | | | |
| 140 | TOTAL | | |
| ===== | | | |

Interstate Commerce Commission
Washington, D.C. 20423

12/18/79

OFFICE OF THE SECRETARY

A.B.Hillman
Union Tank Car Company
90 Half Day Road
Lincolnshire, Illinois 60015

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 **12/7/79** at **8:55am**, and assigned re-
recording number(s). **9911-A**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

THIS FIRST SUPPLEMENTAL EQUIPMENT TRUST AGREEMENT dated as of October 15, 1979, by and between UNION TANK CAR COMPANY, a corporation duly organized and existing under the laws of the State of Delaware (the "Company"), and The Northern Trust Company, an Illinois banking corporation as Trustee (the "Trustee").

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WITNESSETH:

WHEREAS, Union Tank Car Company has heretofore executed and delivered to the Trustee an Equipment Trust Agreement dated as of December 1, 1978, (the "Trust Agreement"), providing for an issue of its 9.60% Equipment Trust Certificates due December 15, 1998, (the "Trust Certificates"), in aggregate principal amount of \$60,000,000; and

INTERSTATE COMMERCE COMMISSION

WHEREAS, the aggregate final Cost (as defined in the Trust Agreement) of the Equipment heretofore transferred to the Trustee pursuant to Section 4.04 of the Trust Agreement has been determined to be less than 133-1/3% of the aggregate principal amount of Trust Certificates issued pursuant to Section 2.01 of the Trust Agreement; and

WHEREAS, pursuant to said Section 4.04, Union desires to transfer and convey to the Trustee additional Equipment in such amount and of such Cost that the final Cost of the Trust Equipment will be at least 133-1/3% of the aggregate principal amount of said Trust Certificates; and

WHEREAS, the Company desires to comply with Section 5.03 of the Trust Agreement by the execution of a supplement thereto, to evidence the inclusion of the aforesaid Equipment as a part of the Trust Equipment under the Trust Agreement;

NOW, THEREFORE, in consideration of the premises and for other valuable consideration, the receipt whereof is hereby acknowledged, the Company covenants and agrees with the Trustee for the equal and proportionate benefit of the respective holders from time to time of the Trust Certificates, as follows:

ARTICLE ONE

Addition of Equipment

The Equipment described in Schedule A annexed hereto is hereby added to and included as part of the Trust Equipment under the Trust Agreement and is and shall be subject to all the terms and conditions of the Trust Agreement in all respects as though it had been part of the Trust Equipment specifically described in the Trust Agreement.

ARTICLE TWO

Concerning the Trustee

The Trustee accepts the provisions of this First Supplemental Equipment Trust Agreement but only upon the terms and conditions set forth in the Trust Agreement. Without limiting the generality of the foregoing, the Trustee assumes no responsibility for the correctness of the recitals herein contained, which shall be taken as the statements of the Company. The Trustee makes no representations and shall have no responsibility as to the validity of this First Supplemental Trust Agreement.

ARTICLE THREE

Miscellaneous Provisions

Except as hereby expressly provided, the Trust Agreement is in all respects ratified and confirmed and all the terms, provisions and conditions thereof shall be and remain in full force and effect.

This First Supplemental Equipment Trust Agreement may be executed in any number of counterparts, each of which shall be an original, but such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, the Company and the Trustee have caused this First Supplemental Equipment Trust Agreement to be duly executed by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed, all as of the date and year first above written.

UNION TANK CAR COMPANY

By 

Vice President

ATTEST:



Assistant Secretary

THE NORTHERN TRUST COMPANY

By 

Vice President

ATTEST:



Trust Officer
ASSISTANT SECRETARY

STATE OF ILLINOIS)
) SS
COUNTY OF LAKE)

On the 15th day of October, 1979, before me personally came D. B. Romans, to me known, who, being by me duly sworn, did depose and say that he resides at 90 Half Day Road, Lincolnshire, Illinois 60015; that he is a Vice President of UNION TANK CAR COMPANY, one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed in the order of the Board of Directors of said corporation; and that he signed his name thereto by like authority.

Kathleen L. McJohn
Notary Public

My Commission Expires Nov. 14, 1981

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On the *31ST* day of October, 1979, before me personally came *D. F. MITCHELL* to me known, who being by me sworn, did depose and say that he resides at *3912 ORC WESTERN SPRINGS, ILLINOIS* that he is a Vice President of The Northern Trust Company, the Illinois corporation described in and which executed the foregoing instrument; that he knows the seal of said national banking association; that the seal affixed to said instrument is such seal; that it was so affixed by authority of the Board of Directors of said national banking association, and that he signed his name thereto by like authority.

Cecilia Bo

My Commission Expires September

SCHEDULE A

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