



# NORTH AMERICAN CAR CORPORATION

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

March 12, 1979.

RECORDATION NO. 9927 E Filed 1425

9-095A058

APR 5 1979 - 12 15 PM

Date ~~APR 05~~ 1979

Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

Fee \$ 10.00

ICC Washington, D.C.

Re: Section 11303 Filing: Supplement dated as of March 12, 1979 ("Supplement"), to the Bailment Agreement and Assignment of Leases dated as of December 18, 1978 ("Bailment Agreement"), by and between North American Car Corporation ("Bailee") and General Electric Credit and Leasing Corporation ("Bailor").

Dear Mr. Secretary:

Enclosed for recording under Section 11303 of the Interstate Commerce Act are executed counterparts of the above described Supplement to the above described Bailment Agreement, between Bailee, 222 South Riverside Plaza, Chicago, Illinois 60606 and Bailor, P.O. Box 8300, 260 Long Ridge Road, Stamford, Connecticut 06904. The Bailment Agreement was recorded with the Interstate Commerce Commission at 11:20 a.m. on December 20, 1978 *under Recorder No 9927.*

Under the Supplement and the Bailment Agreement, Bailee agrees to hold, lease, maintain and perform certain administrative and other services with respect to the equipment described in Schedule A (which equipment has been or is to be sold to Bailor) and assigns, transfers and sets over unto Bailor all of Bailee's right, title and interest, powers, privileges and other benefits in, but not its obligations under, the leases of such equipment described in Schedule B to such Supplement together with all amounts which may be received or credited to the account of Bailee in respect of mileage compensation from railroads using the equipment leased under such leases or any other sums received by or payable to Bailee from parties other than the lessee with respect thereto, all in accordance with the Supplement and the Bailment Agreement.

Also enclosed is a check, payable to the Interstate Commerce Commission in the amount of \$10.00 as the recording fee for the Bailment Agreement.

FEE OPERATION BR.  
I.C.C.

APR 5 12 11 PM '79

RECEIVED

*Gerard Johnson*

*Clayton*

**TRUCK LEASING GROUP**

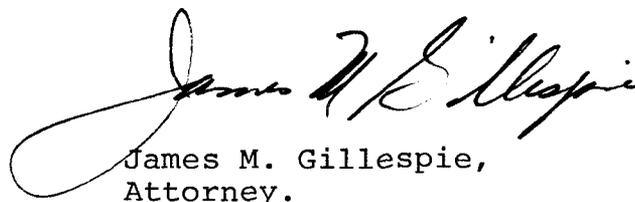
Secretary  
Interstate Commerce Commission  
March 12, 1979.  
Page two.

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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 each of the enclosed counterparts for record 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,  
Attorney.

JMG/sgs

Enclosures.

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

4/5/79

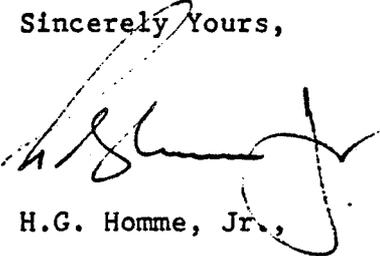
OFFICE OF THE SECRETARY

James M. Gillespie, Atty:  
North American Car Corp.  
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 4/5/79 at 12:15pm, and assigned recordation number(s) 9927-E

Sincerely Yours,



H.G. Homme, Jr.,  
Secretary

Enclosure(s)

SE-30-T  
(2/78)

SUPPLEMENT, dated as of March 12, 1979, to the BALTIMORE AGREEMENT AND ASSIGNMENT LEASES, dated as of December 18, 1978 (the "Assignment"), between GENERAL ELECTRIC CREDIT AND LEASING CORPORATION, a Delaware corporation ("GECC") and NORTH AMERICAN CAR CORPORATION, a Delaware corporation ("NACC"):

WHEREAS, NACC and GECC desire to add the unit of railroad equipment referred to in Schedule A hereto (the "Equipment") to the Assignment;

WHEREAS, NACC and GECC desire to assign the leases referred to in Schedule B hereto (the "Leases") to the Assignment;

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Assignment, GECC and NACC agree as follows:

Article I. Definitions, Interpretation

1.01. The definitions set forth or incorporated by reference in the Assignment are incorporated herein by reference to the same extent as if set forth herein, except as herein otherwise provided.

1.02. In the event of any discrepancy between the provisions of this Supplement and the provisions of the Assignment, the provisions of the Assignment shall control and the provisions hereof are expressly made subject thereto.

Article II. Supplement to Assignment

2.01. The Assignment is hereby supplemented to add the Leases and the Equipment thereto.

Article III. Representation and Warranties

3.01 The representations, warranties and covenants of NACC in the Assignment are true and correct on and as of the date hereof as though made on and as of this date.

IN WITNESS WHEREOF, NACC and GECC have executed this Supplement as of this March 12, 1979.

NORTH AMERICAN CAR CORPORATION

By H. J. Long

ATTEST:

Jean M. Silge  
ASSISTANT SECRETARY

GENERAL ELECTRIC CREDIT AND LEASING CORPORATION

By Herman W. Gerte

ATTEST:

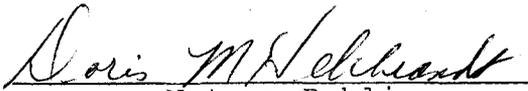
R. E. Cheating  
SECRETARY

Herman W. Gerte  
Senior Investment Officer

RECORDATION NO. 99571  
APR 5 1979  
FILED

STATE OF ILLINOIS )  
 ) SS.:  
COUNTY OF COOK )

On this 12 day of March, 1979, before me personally appeared Harold Wong, to me personally known, who, being by me duly sworn, says that he is a Manager-Railcar Administrative Services 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 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.

  
Notary Public

(Notarial Seal)

STATE OF CONNECTICUT )  
 ) SS.: *Stamford*  
COUNTY OF FAIRFIELD )

On this 3rd day of April, 1979, before me personally appeared *Herman W. Geste*, to me personally known, who, being by me duly sworn, says that he is a *Senior Investment Officer* of GENERAL ELECTRIC CREDIT AND LEASING CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and 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.

  
Notary Public

JOAN A. SAYER  
NOTARY PUBLIC

MY COMMISSION EXPIRES MARCH 31, 1981

(Notarial Seal)

SCHEDULE A

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
<del>4750 cu. ft. covered hopper cars, 100 ton trucks, LO</del>	<del>200</del>	<del>WVRC 009000-009099 WVRC 009100-009199</del>	<del>480650-480749 480100-480199</del>
4750 cu. ft. covered hopper cars, 100 ton trucks, LO	200	NAHX 480200-480299 NAHX 481000-481099	480200-480299 481000-481099
20,000 gallon, interior coiled, non-instulated tank cars, DOT111A100W1 100 ton trucks	10	NATX 73648-73657	73648-73657



SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (Includ AAR design).</u>
<del>Car Leasing Agreement WRC 009000-009099-9161 (dated 7/28/78) WRC 009100-009199- Rider #2 (dated 9/8/78)</del>	<del>480650-480749 480100-480199</del>	<del>480650-480749 480100-480199</del>	<del>4750 cu. ft. covered hopper cars, 100 ton trucks, LO</del>
Car Leasing Agreement NAHX 480200-480299 1285-4 (dated 3/8/74) NAHX 481000-481099 Rider #4 (dated 10/31/78)	480200-480299 481000-481099	480200-480299 481000-481099	4750 cu. ft. covered hopper cars, 100 ton trucks, LO
Car Leasing Agreement NATX 73648-73657 7329-1 (dated 11/15 73) Rider #4 (dated 11/30/78)		73648-73657	20,000 gallon, interior coiled non-insulated tank cars, DOT111A100W1 100 ton trucks.