



NORTH AMERICAN CAR CORPORATION

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

Rec No 9927-AAAA

Sept 21 1979 11:20 PM

September 20, 1979

9-264A0-17

Date SEP 21 1979

20:00

CC Washington, D.C.

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RE: Section 11303 Filing: Supplementary Rider No. 1 dated as of February 13, 1979, ("Lease") to Car Leasing Agreement 3455 between North American Car Corporation ("Lessor") and Harbison-Walker Refractories U.S., Div. of Dresser Industries, Inc. ("Lessee") in supplement of the Bailment Agreement and Assignment of Leases ("Assignment of Leases") dated as of December 16, 1978, between Lessor and General Electric Credit and Leasing Corporation ("Assignee").

See next page for cross indexing

Dear Mr. Secretary:

Enclosed for recording under Section 11303 of the Interstate Commerce Act is one executed counterpart and four certified true copies of the above described supplementary Lease, between Lessor, 222 South Riverside Plaza, Chicago, Illinois and Lessee, 2 Gateway Center, Pittsburgh, Pennsylvania 15222, and assigned to Assignee, P.O. Box 8300, 260 Long Ridge Road, Stamford, Connecticut 06904. The Assignment of Leases was recorded with the Interstate Commerce Commission at 11:20 a.m. on December 20, 1978, under Document No. 9927.

Under the Lease and the Assignment of Leases the Lessor leases the cars described therein to the Lessee and assigns such lease to the Assignee under and in accordance with the Assignment of Leases.

Under the Assignment of Leases, Lessor agrees to hold, lease, maintain and perform certain administrative and other services with respect to the equipment covered by such Lease (which equipment has been or is to be sold to Assignee) and assigns, transfers and sets over unto Assignee all of Lessor's right, title and interest, powers, privileges and other benefits in, but not its obligations under, the Lease together with all amounts which may be received or credited to the account of Lessor in respect of mileage compensation from railroads using the equipment leased under such Lease or any other sums received by or payable to Lessor from parties other than the Lessee with respect thereto, all in accordance with the Lease and the Assignment of Leases.

*Ms. Lee -
this one
should be
9927-AAAA*

*Completed by
John Austin
for Jany -*

TIGER LEASING GROUP

Secretary
Interstate Commerce Commission
September 20, 1979
Page Two

Also enclosed is a check, payable to the Interstate Commerce Commission in the amount of \$10.00 as the recording fee for the Lease Supplement and \$10.00 for the fee for cross indexing requested below.

Pursuant to the Commission's rules and regulations for the recording of documents under Section 11303 of the Interstate Commerce Act you are hereby requested to duly file two of each of the enclosed certified, true copies for record in your office and to return the executed counterpart and the extra certified, true copies together with the Secretary's Certificate of Recording, to the messenger making this delivery.

→
Cross
checked to
→

Please cross index this filing against the name of the Lessee, Harbison-Walker Refractories U.S., Division of Dresser Industries, Inc.

If you have any questions, please contact me.

Very truly yours,


James M. Gillespie
Attorney

JMG/dak
enclosure

Interstate Commerce Commission
Washington, D.C. 20423

9/21/79

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 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/21/79 at , and assigned re-
recording number(s). 1:20pm

9927-AAAA, 9927-BBBB, 9927-CCCC, 9927-DDDD
Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)



NORTH AMERICAN CAR CORPORATION

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

August 2, 1979

Harbison-Walker Refractories,
Division of Dresser Industries, Inc.
2 Gateway Center
Pittsburgh, Pennsylvania 15222

RE: Car Leasing Agreement 3455
Rider No. 1

Gentlemen:

The cars with the following reporting marks are to be
subjected to Rider No. 1 of Car Leasing Agreement 3455:

NAHX 59181 thru 59185

Please sign and return two executed copies of this letter
for our files.

Very truly yours,

By

~~Senior~~ Vice President

ACCEPTED:

HARBISON-WALKER REFRACTORIES
DIVISION OF DRESSER INDUSTRIES, INC.

BY J. J. ...
(Title) Vice President-Manufacturing

DATED 8/14/79

RIDER NO. 1
Forming Part of
NORTH AMERICAN CAR CORPORATION
CAR LEASING AGREEMENT 3455

This rider ("Rider") and the above Car Leasing Agreement constitute a separate agreement ("Agreement") which, together with all rights under the Agreement, may be assigned as security or otherwise. No subsequent amendment to the Agreement shall be effective against any assignee hereof. The cars described herein shall be subject to the terms and conditions of the Agreement and this Rider during the term of use and for the rental set forth below:

<u>Number of Cars</u>	<u>Type of Car</u>	<u>Monthly Rental Per Car</u>
Eight (8) Five (5)	5750 cubic foot capacity 5 psi hopper cars, for shipment of Diatomaceous Earth (reporting marks presently not available) or Perlite, other than crude.	\$536.00

Lessee agrees to be responsible for all freight charges incurred in the shipment of said cars to Lessee.

For each mile in excess of 30,000 x days in service that each car covered by this Rider travels in a calendar year, there will be an additional charge of \$0.02.

North American and Lessee agree that the rental rate as shown above shall be increased \$1.40 per car per month for each point increase in the Wholesale Price Index of Commodity Prices (railroad equipment - code 144), according to the latest information available as reported in the current "Survey of Current Business", published by the U. S. Department of Commerce, as of the date the first car is released for delivery to Lessee, over a base of 253.8 as was reported for July, 1978. Rentals thus calculated shall be rounded to the nearest \$0.50.

The term of use of the cars hereinabove described shall commence on the date of delivery thereof to Lessee, and shall continue for a period ending five (5) years from the first day of the month following the average date of delivery of such cars to Lessee.

Dated this 13th day of February, 1979.

ATTEST:

James M. Sullivan
Assistant Secretary

NORTH AMERICAN CAR CORPORATION

By *[Signature]*
Sr. Vice President

ATTEST:

Richard G. Jewell
Richard G. Jewell X Secretary
General Attorney

HARRISON-WALKER REFRACTORIES U.S.,
DIV. OF DRESSER INDUSTRIES, INC.

By *[Signature]*
John A. Garber, President

This Lease is a COUNTERPART ORIGINAL. NO ASSIGNMENT OF OR SECURITY INTEREST IN THIS LEASE MAY BE CREATED OR ASSERTED EXCEPT BY THE TRANSFER OF POSSESSION OF THE COPY MARKED "ORIGINAL"

See attached for

RIDER NO. 1
Forming Part of
NORTH AMERICAN CAR CORPORATION
CAR LEASING AGREEMENT 3455

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

On this 13th day of , 19 , before me personally appeared , to me personally known, who, being by me duly sworn, says that he is a of North American Car Corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors or other due authority, 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)
 : ss.:
COUNTY OF)

On this 11th day of May , 1979, before me personally appeared John A. Garber , to me personally known, who, being by me duly sworn, says that he is a President of Harbison-Walker Refractories, Division of Dresser Industries, Inc., that said instrument was signed on behalf of said corporation by authority of its Board of Directors or other due authority, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

(Notarial Seal)

JAMES S. PERRY, NOTARY PUBLIC
PITTSBURGH, ALLEGHENY COUNTY
MY COMMISSION EXPIRES JUNE 7, 1982
Member, Pennsylvania Association of Notaries

C E R T I F I C A T E

RECORDATION NO. 9927 AAAA Filed 1425

SEP 21 1979-1 20 PM

INTERSTATE COMMERCE COMMISSION

I hereby certify that I have compared this certified, true copy of Rider No. 1 to Car Leasing Agreement 3455 between North American Car Corporation and Harbison-Walker Refractories U.S., Div. of Dresser Industries, Inc. dated February 13, 1979, to the original of such Rider and that this copy is a true and correct copy in all respects.

Debra A. Kelly

(SEAL)

My Commission Expires Feb. 23, 1983

My Commission Expires _____.

KEEP
FOR
ICC file copy
9927-AAAA