

SEP 17 1974

AMENDMENT TO EQUIPMENT LEASE

INTERSTATE COMMERCE COMMISSION

This amendment dated September 10, 1974, to Equipment Lease dated August 15, 1974, (hereinafter called "Lease") between FIRST NATIONAL BANK AND TRUST COMPANY OF EVANSTON, a National Banking Association (hereinafter called "Lessor"), and NORTH AMERICAN CAR CORPORATION, a Delaware Corporation, (hereinafter called "Lessee"),

W I T N E S S E T H:

WHEREAS, Lessor and Lessee have entered into the Lease and

WHEREAS, Lessor and Lessee have agreed to amend the description of equipment covered by the Lease;

NOW, THEREFORE, Schedule A to the Lease is hereby amended as follows:

the "DESCRIPTION OF EQUIPMENT" within said Schedule A is hereby deleted and the following is inserted:

"DESCRIPTION OF EQUIPMENT: TWO HUNDRED CLASS FB 70-TON FLAT CARS BEARING SERIAL NUMBERS 52850 TO 53049 BOTH INCLUSIVE, AND BEARING ROAD NUMBERS BCIT 818250 TO BCIT 818449, BOTH NUMBERS INCLUSIVE."

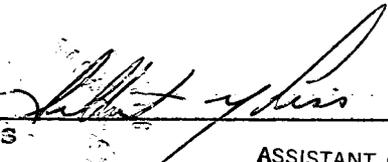
IN WITNESS WHEREOF, Lessor has caused this Amendment to Lease of Railroad Equipment to be executed in its corporate name, by one of its officers thereunto duly authorized and its corporate

seal to be hereunto affixed and duly attested, and Lessee has caused this Lease to be executed.

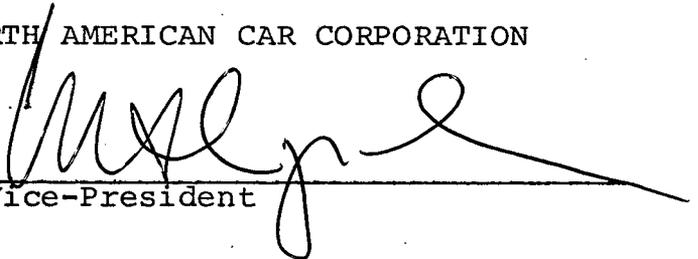
FIRST NATIONAL BANK AND TRUST
COMPANY OF EVANSTON

BY 
Its VICE PRESIDENT

ATTEST:


Its ASSISTANT CASHIER

NORTH AMERICAN CAR CORPORATION

BY 
Vice-President

WITNESS:


Secretary

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

On this 12th day of September, 1974, before me personally appeared Owen M Lynch, to me personally known who, being by me duly sworn, said that he is a Vice President of FIRST NATIONAL BANK OF EVANSTON, that the seal affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank this day 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 Bank.

Walter Otter
Notary Public My Commission Expires May 1, 1978

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

On this 11th day of September, 1974, before me personally appeared M. A. Lynch, to me personally known who being by me duly sworn said that he is Vice President of the NORTH AMERICAN CAR CORPORATION, that the foregoing instrument was signed by him this day on behalf of and 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.

Paul J. Alt
Notary Public

My Commission expires
December 13, 1975