



NORTH AMERICAN CAR CORPORATION

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

ROGER A. NOBACK
VICE PRESIDENT - LAW

RECORDATION NO. 7525-F Filed & Recorded

6

APR 4 1978 12 09 AM

March 29, 1978

8-094A096

Date APR 4 1978

Fee \$ 10.00

INTERSTATE COMMERCE COMMISSION

ICC Washington, D. C

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Re: Section 20c Filing: Supplement ("Supplement") dated as of April 15, 1977, to Equipment Mortgage Agreement ("Agreement") dated as of May 1, 1974, by and between North American Car Corporation (the "Company") and Harris Trust and Savings Bank, as Trustee

Dear Secretary:

Enclosed for recording under Section 20c of the Interstate Commerce Act are four executed counterparts of the above described Supplement. The Agreement was recorded with the Interstate Commerce Commission at 3:15 p.m. on May 31, 1974, and was assigned recordation number 7525.

Under the Agreement, the Company mortgages the equipment as in accordance with the Agreement.

The general description of the equipment which the Supplement subjects to the terms of the Agreement is as stated in the attachment to the Supplement.

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

Pursuant to the Commission's rules and regulations for the recording of certain documents under Section 20c of the Interstate Commerce Act, you are hereby requested to duly file two of the enclosed counterparts for record in your office and to return the remaining two copies, 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,

*4 copies equipment to
Equipment Mortgage Agreement*

RAN/dal
enc.

Counterpart John Hesklin

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Roger A. Noback
North American Car Corporation
222 South Riverside Plaza
Chicago, Illinois 60606

Dear Mr. Noback:

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 April 4, 1978 at 12:00 Noon

and assigned recordation number(s) 7525-F, 2279-K, 2107-L, 1993-H,
1908-L, 1810-H and 1685-H

Sincerely yours,


H.G. Homme, Jr.
Acting Secretary

Enclosure(s)

SE-30-T
(6/77)

RECORDATION NO. 7525-F Filed & Recorded

APR 1 1978 - 12 00 AM

INTERSTATE COMMERCE COMMISSION

Supplement To Equipment Mortgage

The Equipment Mortgage Agreement ("Equipment Mortgage") dated as of May 1, 1974, by and between North American Car Corporation ("North American") and Harris Trust & Savings Bank an Illinois Corporation ("Bank") as Trustee is hereby amended as of April 15, 1977 by this supplemental mortgage ("Supplemental Mortgage") to cause the equipment described on Exhibit A attached hereto (except such equipment as is expressly listed as excluded on such exhibit) to be added to such mortgage so that the Equipment Mortgage Agreement constitutes a First Mortgage Lien on such equipment. Except as amended herein the Equipment Mortgage as from time to time previously amended shall remain in full force and effect.

The equipment described on Exhibit A constitutes the equipment subject to the North American Car Corporation Equipment Trust (First 1961 Series) at the time of its termination.

NORTH AMERICAN CAR CORPORATION

ATTEST:


Secretary

By


Vice President

HARRIS TRUST AND SAVINGS BANK,
AS MORTGAGEE

ATTEST:


Assistant Secretary

By


Vice President

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this 3RD day of MAY, 1977, before me personally appeared R. S. STAM, to me personally known who being by me duly sworn, says that he is a VICE PRESIDENT of Harris Trust and Savings Bank, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said corporation.

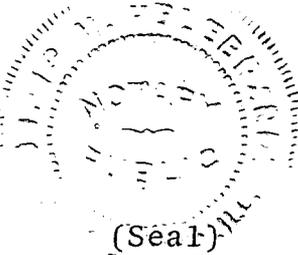

Lavette C. Seay
Notary Public

(Seal)

My Commission Expires: **NOVEMBER 29, 1980**

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this 28 day of April, 1977, before me personally appeared Robert B. Apperheimer to me personally known, who being by me duly sworn says that he is a Vice President of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, 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.


Rorie M. Helms
Notary Public

(Seal)

My Commission Expires: 5-6-78

First 101 Series

<u>Number</u>	<u>Description</u>	<u>Excluding the following cars</u>
95	Class FCS 85-foot autorack flat cars, Serial Numbers 4005 to 4014, both inclusive, 7505 to 7539, both inclusive, and 9050 to 9099, both inclusive.	7505, 7510
139	Class FCS 85-foot autorack flat cars, Serial Numbers 9100 to 9163, both inclusive, and 9700 to 9774, both inclusive.	9772
50	Class FCS 87-foot 4-inch autorack flat cars, Serial Numbers 9266 to 9315, both inclusive.	
100	Class RSM 50-foot 70-ton refrigerator cars, Serial Numbers 2200 to 2224, both inclusive, and 23000 to 23074, both inclusive.	
50	Class RB 50-foot 70-ton refrigerator cars, Serial Numbers 2600 to 2649, both inclusive.	2621
18	Class LO 70-ton covered hopper cars, Serial Numbers 39000 to 39017, both inclusive.	
20	Class LO 100-ton covered hopper cars, Serial Numbers 40000 to 40019, both inclusive.	40000, 40003
5	Class LO 70-ton covered hopper cars, Serial Numbers 39100 to 39104, both inclusive.	
6	6,000 gallon capacity Class 111A100W-1 50-ton tank cars, Serial Numbers 26100 to 26105, both inclusive.	

<u>Number</u>	<u>Description</u>
1	8,000 gallon capacity Class 103W 50-ton tank car, Serial Number 19102.
73	8,000 gallon capacity Class 111A100W-1 50-ton tank cars, Serial Numbers 19200 to 19256, both inclusive, 19300 to 19314, both inclusive, and 19700.
1	12,000 gallon capacity Class 111A100W-1 70-ton tank car, Serial Number 23000.
3	20,000 gallon capacity Class 111A100W 90-ton tank cars, Serial Numbers 24001 to 24006, both inclusive.
2	4,000 gallon capacity Class 103W 40-ton tank cars, Serial Numbers 4616 and 4617.
1	4,000 gallon capacity Class 111A100W-1 50-ton tank car, Serial Number 17900.

Excluding the following cars

19253, 19355, 19255
19312

First 61 Series

Excluding the following cars

<u>Replacement Car Numbers</u>	<u>Description</u>	
31378 to 31382 both inclusive	Class L0, 70 ton, 2003 cubic foot covered hopper cars	31382

<u>Replacing Car Numbers</u>	<u>Description</u>
31301 to 31306 inclusive	70-ton, 2003 cubic foot capacity covered hopper cars
30033	70-ton, 2003 cubic foot capacity covered hopper car

<u>Car Number</u>	<u>Description of Car</u>	
4628 to 4631, both inclusive	40-ton 4,000 gallon capacity tank car	
30066	70-ton 2003 cubic foot capacity covered hopper car	30066

<u>Car Number</u>	<u>Description of Car</u>
31095, 31096 and 31098	70-ton 2003 cubic foot capacity covered hopper cars

<u>Serial Number</u>	<u>Description</u>
1865	Class ARAIII, 80 ton, 5,000 gallon capacity tank car

