



TIGER LEASING GROUP

RECORDATION NO. 7529-C Filed 1425

NOV 20 1978 - 1 30 PM

INTERSTATE COMMERCE COMMISSION

November 16, 1978

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

8-324A021

Decision *10/18*
Fee \$ *10.00*

ICC Washington, D. C.

Re: Section 20c Filing: Supplemental Agreement ("Supplement") dated as of *October 11, 1978* to Equipment Trust Agreement ("Agreement") dated as of *May 15, 1974*, by and between North American Car Corporation (the "Company") and *Chemical Bank, as successor trustee.*

Dear Mr. 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 *12:20pm on June 6, 1974* and was assigned recordation number *7529*

Under the Agreement, the Trustee leases the equipment subject thereto to the Company and the Company guarantees the payment of principal and interest on the equipment trust certificates issued under the Agreement, all 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 Schedule A of the Supplement. The Company will be the Vendor of such equipment to the Trustee.

The general description of the equipment which the Supplement releases from the terms of the Agreement is as stated in Schedule I 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

Or Owen [Signature] Larry Jones

RECEIVED
NOV 20 1 26 PM '78
I.C.C.
FEE OPERATION BR.

ROGER A. NOBACK
VICE PRESIDENT—LAW

NORTH AMERICAN CAR CORPORATION - RAIL CAR DIVISION
222 SOUTH RIVERSIDE PLAZA • CHICAGO, ILLINOIS 60606 U.S.A. • (312) 648-4105 • TELEX 25-5222

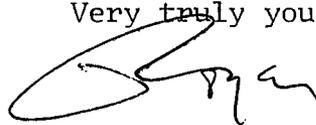
Secretary

Page 2

for record in your office and to return the remaining 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,

A handwritten signature in black ink, appearing to read 'R. Noback', written over the typed name.

Roger A. Noback

RAN:ss

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

11/20/78

OFFICE OF THE SECRETARY

Roger A. Noback
Vice President-Law
North American Car Corp.
222 South Riverside Plaza
Chicago, Illinois 60606

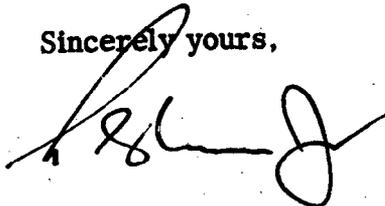
Dear

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 11/20/78 at 1:30pm
and assigned recordation number(s) 7529-C

Sincerely yours,



H.G. Homme, Jr.,
Secretary

Enclosure(s)

SE-30-T
(2/78)

1524

RECORDATION NO. 7529 C
Filed 1425

NOV 20 1978-1 30 PM
INTERSTATE COMMERCE COMMISSION

SUPPLEMENT TO EQUIPMENT TRUST AGREEMENT

This Supplement No. 2 (the "Supplement") dated as of October 11, 1978, to the Equipment Trust Agreement (the "Agreement") dated as of May 15, 1974, by and between North American Car Corporation, a corporation duly organized and existing under the laws of the State of Delaware (hereinafter called the "Company") and CHEMICAL BANK, as Trustee.

W I T N E S S E T H

WHEREAS, pursuant to Section 5.06 of the Agreement, the Company wishes to transfer to the Trustee and subject to the terms of the Agreement the equipment described in Schedule A hereto in substitution for the Equipment described in Schedule I hereto constituting a part of the Trust Equipment which has become worn out, unsuitable for use, lost or destroyed and

WHEREAS, Section 5.03 of the Agreement provides that in the event the Company shall cause to be transferred to the Trustee Equipment in addition to or in substitution for any of the Equipment specifically described in or subjected to the Agreement, that such additional or substituted Equipment shall be included as a part of the Trust Equipment by a Supplement to the Agreement, and shall be subjected to all the terms and conditions of said Agreement as though it had been part of the Trust Equipment specifically described in the Agreement;

NOW THEREFORE, it is hereby agreed that the equipment described in Schedule A is hereby included as part of the Trust Equipment, as defined in the Agreement, and is made subject to all the terms and conditions of the Agreement and that the equipment described in Schedule I is hereby released from the terms and conditions of the Agreement and shall no longer constitute Trust Equipment under the Agreement.

Except as amended herein, the Agreement will continue in full force and effect.

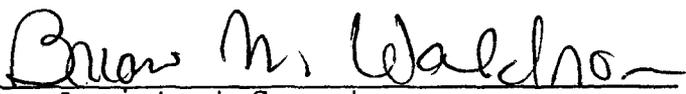
IN WITNESS WHEREOF, the Company and the Trustee have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

NORTH AMERICAN CAR CORPORATION

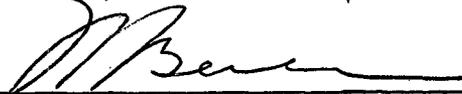
By 
Vice President

(Corporate Seal)

ATTEST:

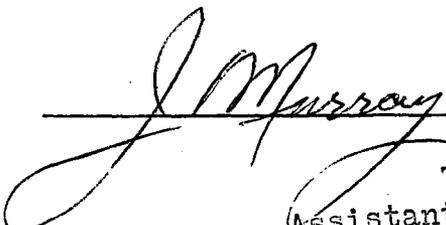

Assistant Secretary

(Corporate Seal)

CHEMICAL BANK, as Trustee
By 

W. H. BERLS
TRUST OFFICER

ATTEST:


J. MURRAY
Assistant Secretary

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 11th day of October, 1978, before me personally appeared R.A. Nowack, 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 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.

Debra A. LaRue
Notary Public

My Commission Expires: 4-3-80

State of New York)
) SS
County of New York)

On this 9th day of November, 1978, before me personally appeared W. H. BERLS, to me personally known, says that he is a TRUST OFFICER of Chemical Bank 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.

Sylvia Laskow
Notary Public

SYLVIA LASKOW
Notary Public, State of New York
No. 24-7436995
Qualified in Kings County
Certificate filed in New York County
Commission Expires March 30, 1980

My Commission Expires: _____

SCHEDULE A

Added

<u>Quantity</u>	<u>Description</u>	<u>Car Number</u>
5	Class 111A100W3, 100 ton 13,600 gallon capacity tank cars	14234-14238
1	Class 111A100W1, 100 ton, 14,000 gallon capacity tank car	14810
8	Class 111A100W3, 100 ton, 17,500 gallon capacity tank cars	16619-16620, 16625-16626, 16629-16632
4	Class 111A100W2, 100 ton, 13,700 gallon capacity tank cars	20235,20237, 20238,20243
3	Class LO, 100 ton, 4750 cu. ft. hopper cars	46995-46997

SCHEDULE I

Worn out

<u>Quantity</u>	<u>Description</u>	<u>Serial Number</u>
1	Class 111A100W1, 100 ton, 24,000 gallon capacity tank car	24935
4	Class 111A100W1, 100 ton, 30,000 gallon capacity tank cars	29620-29623
14	Class LO, 100 ton, 2931 cu. ft. covered hopper cars	35672, 35676 35679, 35684 35699, 35712-35713 35718, 35739-35740 35746, 35748 35767, 35789
7	Class LO, 100 ton, 4750 cu. ft. covered hopper cars	46590, 46612 46648, 54265 54267-54268 54305
6	Class LO, 100 ton, 5852 cu. ft. covered hopper cars	58114 58118, 58119 58227 58296-58297
1	Class 111A100W1, 100 ton, 24,000 gallon capacity tank car	76317