

Union Tank Car Company

RECORDATION NO. 7738 Filed 1425

OCT 25 1979 - 9 50 AM

INTERSTATE COMMERCE COMMISSION



90 Half Day Road  
Lincolnshire, Illinois 60015

No. 8-228A011

A Subsidiary of  
Trans Union Corporation

Direct Tel. No.:

Date OCT 25 1979

October 11, 1979

Law Department

Fee \$ 20.00

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ICC Washington, D. C.

OCT 25 1979 - 9 50 AM

INTERSTATE COMMERCE COMMISSION

Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

Dear Sir:

We transmit to you herewith by registered mail for recordation, pursuant to Section 20c of the Interstate Commerce Act, an original and two certified counterparts of the Third Supplemental Equipment Trust Agreement (the "Supplemental Agreement"), dated October 1, 1979, by and between Union Tank Car Company, 90 Half Day Road, Lincolnshire, Illinois 60015 (the "Company") and Morgan Guaranty Trust Company of New York, 30 West Broadway, New York, New York 10015 (the "Bank") as Trustee, which amends the Equipment Trust Agreement dated as of December 15, 1974, between the Company and the Bank. The Supplemental Agreement evidences the substitution under the said Equipment Trust Agreement of 16 railroad cars, each identified with the initials UTCX, and more fully described in Schedule A attached hereto.

Also enclosed for recordation is an original and two certified counterparts of a Bill of Sale to the Company from the Bank, which Bill of Sale relates to the 41 railroad cars in respect of which the aforesaid substitution was made. The railroad cars covered by the said Bill of Sale are each identified with the initials UTLX or UTCX, and are more fully described in Schedule B attached hereto. The Bill of Sale releases the Equipment described in Schedule B from the encumbrance created by the Equipment Trust Agreement.

The Supplemental Agreement and the said Bill of Sale should be recorded as supplements to the Equipment Trust Agreement dated as of December 15, 1974, which was recorded with your office on December 11, 1974, and assigned recordation number 7738. We enclose herewith our check in the amount of \$20 payable to the Interstate Commerce Commission to cover the recordation fees.

Please return the original copy of the Supplemental Agreement and the Bill of Sale to the undersigned.

Very truly yours,

UNION TANK CAR COMPANY

*Handwritten signature*

## SCHEDULE A

## DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A.A.R. Mechanical Designation Code</u>	<u>Capacity in Gallons</u>	<u>Road Numbers</u>
16	LO	4750CUFT	UTCX 43681-43696

## SCHEDULE B

## DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A.A.R. Mechanical Designation Code</u>	<u>Capacity in Gallons</u>	<u>Road Numbers</u>
1	COVERED HOPPER	4750CUFT	UTCX 45842
2	LO	4750CUFT	UTLX 44300,44355
1	TM	26000	UTLX 58266
3	TM	16000	UTLX 71592,71593,71619
1	TM	13300	UTLX 72999
5	TM	23500	UTLX 74318,74378,74388 UTLX 74393,74395
1	TM	17000	UTLX 74543
27	TP	26000	UTLX 37359,38918,38921 UTLX 38923,38927,38929 UTLX 38932,38934,38944 UTLX 38953,38958,38967 UTLX 38968,38971-38973 UTLX 38976,38978-38981 UTLX 38984-38986,38988 UTLX 38990,38994

RECORDATION NO. 7738-10 Filed 1425

OCT 25 1979 -9 50 AM

INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS     )  
                                  ) SS  
COUNTY OF LAKE        )

C E R T I F I C A T E

The undersigned, Juda M. Reuter, a Notary Public in and for said County, states that she compared the attached copy of the Third Supplemental Equipment Trust Agreement the 1st day of October, 1979, with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 11th day of October, 1979.

Juda M. Reuter  
Notary Public

THIS THIRD SUPPLEMENTAL EQUIPMENT TRUST AGREEMENT dated October 1, 1979 , by and between UNION TANK CAR COMPANY, a corporation duly organized and existing under the laws of the State of Delaware (the "Company"), and MORGAN GUARANTY TRUST COMPANY OF NEW YORK, a New York corporation, as Trustee (the "Trustee").

WITNESSETH:

WHEREAS, Union Tank Car Company has heretofore executed and delivered to the Trustee an Equipment Trust Agreement dated as of December 15, 1974 (the "Trust Agreement"), providing for an issue of its Equipment Trust Certificates (Series 11) (the "Trust Certificates"), in aggregate principal amount of \$40,000,000; and

WHEREAS, the Company has filed with the Trustee its Request for a Substitution of Equipment pursuant to Section 5.06 of the Trust Agreement; and

WHEREAS, the Company desires to comply with Section 5.03 of the Trust Agreement by the execution of a supplement thereto, to evidence the inclusion of the aforesaid Equipment as a part of the Trust Equipment under the Trust Agreement;

NOW, THEREFORE, in consideration of the premises and of the sum of One Dollar to it duly paid by the Trustee at the execution of these presents, the receipt whereof is hereby acknowledged, the Company covenants and agrees with the Trustee for the equal and proportionate benefit of the respective holders from time to time of the Trust Certificates, as follows:

## ARTICLE ONE

### Substitution of Equipment

The Equipment described in Schedule A hereto is hereby substituted for the Equipment specifically described in Schedule A of the Trust Agreement and Schedule B hereto.

## ARTICLE TWO

### Substituted Equipment Subject to Trust Agreement

The Equipment described in Schedule A hereto is hereby included as part of the Trust Equipment under the Trust Agreement and is and shall be subject to all the terms and conditions of the Trust Agreement in all respects as though it had been part of the Trust Equipment specifically described in the Trust Agreement.

## ARTICLE THREE

### Concerning the Trustee

The Trustee accepts the provisions of this Third Supplemental Equipment Trust Agreement but only upon the terms and conditions set forth in the Trust Agreement as amended. Without limiting the generality of the foregoing, the Trustee assumes no responsibility for the correctness of the recitals herein contained, which shall be taken as the statements of the Company. The Trustee makes no representations and shall have no responsibility as to the validity of this Third Supplemental Equipment Trust Agreement.

## ARTICLE FOUR

### Miscellaneous Provisions

Except as hereby expressly provided, the Trust Agreement is in all respects ratified and confirmed and all the terms, provisions and conditions thereof shall be and remain in full force and effect.

This Third Supplemental Equipment Trust Agreement may be executed in any number of counterparts, each of which shall be an original, but such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, the Company and the Trustee have caused this Third Supplemental Equipment Trust Agreement to be duly executed by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed, all as of the date and year first above written.

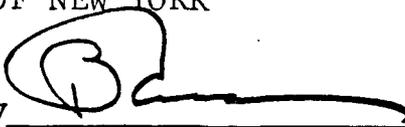
UNION TANK CAR COMPANY

By   
\_\_\_\_\_  
Vice President

Attest:

  
\_\_\_\_\_  
Assistant Secretary

MORGAN GUARANTY TRUST COMPANY  
OF NEW YORK

By   
\_\_\_\_\_  
~~Trust Officer~~  
Trust Officer

Attest:

  
\_\_\_\_\_  
Trust Officer  
ASSISTANT SECRETARY

STATE OF ILLINOIS    )  
                                  )    SS  
COUNTY OF LAKE        )

On the 1st day of October, 1979, before me personally came D. B. Romans, to me known, who, being by me duly sworn, did depose and say that he resides at 90 Half Day Rd., Lincolnshire, IL.; that he is a Vice President of UNION TANK CAR COMPANY, one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

Kathleen L. McPherson  
Notary Public

My Commission Expires Nov. 14, 1981

STATE OF NEW YORK    )  
                                  )    SS  
COUNTY OF NEW YORK    )

On the 5<sup>th</sup> day of October, 1979, before me personally came P. J. Crooks, to me known, who being by me duly sworn, did depose and say that he resides at Lambertville, New Jersey 08530; that he is a Vice President of <sup>TRUST OFFICER</sup> MORGAN GUARANTY TRUST COMPANY OF NEW YORK, a New York corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation, and that he signed his name thereto by like order.

Sue Scalgione  
Notary Public

SUE SCALGIONE  
NOTARY PUBLIC, State of New York  
No. 31-4642545  
Qualified in New York County  
Commission Expires March 30, 1981

## SCHEDULE A

## DESCRIPTION OF TRUST EQUIPMENT

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