



Pullman Incorporated

200 South Michigan Avenue
Chicago, Illinois 60604
(312) 322-7049
Telex 25-4036

6-194A032

JUL 12 1976

July 8, 1976

William O. Eldridge
Attorney

Date

Fee \$ 10-

RECORDATION NO. 7010-C Filed & Recorded

JUL 12 1976 10 10 AM

INTERSTATE COMMERCE COMMISSION

ICC Washington, D. C

Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Re: Section 20c Filing
Pullman Transport Leasing Company
Supplemental Agreement No. 2
Equipment Trust Agreement
Dated as of April 1, 1973
(Series 4)

Dear Mr. Secretary:

Enclosed for recording under Section 20c of the Interstate Commerce Act are executed counterparts Numbers 1, 2 and 3 of the Supplemental Agreement No. 2, (hereinafter referred to as the "Supplement"), dated as of January 21, 1976 to the Equipment Trust Agreement, (hereinafter referred to as the "Agreement"), dated as of April 1, 1973 between The Chase Manhattan Bank, as Trustee, One Chase Manhattan Plaza, New York, New York 10015, and Pullman Transport Leasing Company, 200 South Michigan Avenue, Chicago, Illinois 60604. The Agreement was filed with the Commission on April 30, 1973 and was assigned Recordation Number 7010. Supplemental Agreement No. 1 dated as of September 1, 1974 was filed with the Commission on October 29, 1974 and was assigned Recordation Number 7010-B.

Under the Agreement, the Trustee leases the Trust Equipment described therein to the Pullman Transport Leasing Company.

On December 17, 1975, Pullman Transport Leasing Company amended its Certificate of Incorporation in the State of Delaware to change its name to Pullman Leasing Company. The Supplement was entered into by Pullman Transport Leasing Company and the Trustee for the sole purpose of changing the references in the Agreement to "Pullman Transport Leasing Company" to "Pullman Leasing Company".

Mary K. Henderson
C. Dudley [Signature]

Pullman Incorporated

July 8, 1976

(Series 4)

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I am also enclosing a Pullman Leasing Company check payable to the order of the Interstate Commerce Commission in the amount of \$10.00 as the recording fee for recording the Supplement.

Pursuant to the Commission's rules and regulations for recording of certain documents under Section 20c of the Interstate Commerce Act, please duly file two of the enclosed counterparts for record in your office and return the remaining copy, together with the Certificate of Recording, to the messenger making this delivery.

If you have any question concerning this request, please call me collect.

Very truly yours,



WOE:ma
Enclosures

EXECUTED IN 5 COUNTERPARTS
COUNTER PART NO. 2

RECORDATION NO. 7010-C Filed & Recorded

JUL 12 1976 10 50 AM
INTERSTATE COMMERCE COMMISSION

PULLMAN LEASING COMPANY
(Formerly Pullman Transport Leasing Company)

EQUIPMENT TRUST

Series 4

SUPPLEMENTAL AGREEMENT NO. 2

Dated as of January 21, 1976

TO

EQUIPMENT TRUST AGREEMENT

Dated as of April 1, 1973

BY AND BETWEEN

THE CHASE MANHATTAN BANK, Trustee

AND

PULLMAN LEASING COMPANY
(Formerly Pullman Transport Leasing Company)

SUPPLEMENTAL AGREEMENT NO. 2 ("Supplement") dated as of January 21, 1976, to EQUIPMENT TRUST AGREEMENT (the "Agreement") dated as of April 1, 1973, by and between THE CHASE MANHATTAN BANK, a national banking association incorporated and existing under the laws of the United States, as Trustee (the "Trustee") and PULLMAN LEASING COMPANY (Formerly Pullman Transport Leasing Company), a corporation duly organized and existing under the laws of the State of Delaware (the "Company").

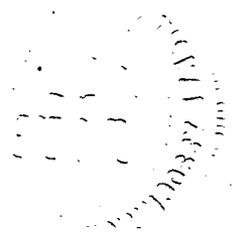
WHEREAS, the Company amended its Certificate of Incorporation in the State of Delaware to change its name to PULLMAN LEASING COMPANY on December 17, 1975; and

WHEREAS, Section 7.06 of the Agreement authorizes the Company and the Trustee to enter into this Supplemental Agreement without the consent of the holders of the Equipment Trust Certificates issued under the Agreement;

NOW THEREFORE, it is hereby agreed that the Agreement is hereby amended so that all references to "Pullman Transport Leasing Company" in the Agreement and all Supplements thereto are hereby changed to "Pullman Leasing Company" as of December 17, 1975.

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 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 written.



THE CHASE MANHATTAN BANK

BY

J.A. PAYNE
Vice President

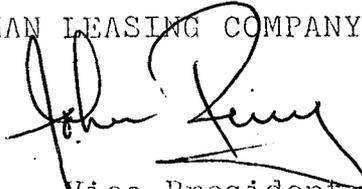
(Corporate Seal)

Attest:

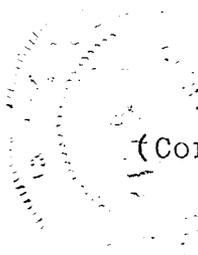
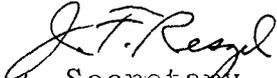
Assistant Secretary

PULLMAN LEASING COMPANY

BY


Vice President

(Corporate Seal)



Assistant Secretary.

STATE OF NEW YORK) SS.:
COUNTY OF NEW YORK)

On this 6th day of FEBRUARY, 1976, before me personally came J.A. PAYNE, to me known, who, being by me duly sworn, says that he resides at RD 1, BOX 350 - HIRAM ROAD Cold Spring, New York 10516, that he is a VICE PRESIDENT of The Chase Manhattan Bank, 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 authority of the Board of Directors of said corporation, and that he signed his name thereto by like authority.

Isabelle B. Shaw

Notary Public

My Commission Expires MAR 30 1977

(Notarial Seal)

ISABELLE B. SHAW
NOTARY PUBLIC, State of New York
No. 43-3619760
Qualified in Richmond County
Certificate Filed with New York Co. Clerk
Commission Expires March 30, 1977

STATE OF ILLINOIS,) SS.:
COUNTY OF COOK,)

On this 21st day of January 21, 1976, before me personally came John Perry, to me known, who, being by me duly sworn, says that he resides at Box 95, Route 1, Kentland, Indiana 47951, that he is the Vice President of PULLMAN LEASING 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.

Jerome F. Reayel

Notary Public

My Commission Expires: February 24, 1978

(Notarial Seal)