

GATX

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL 60606
312-621-6200

RECORDATION NO. 5887K Filed 1475

MAY 31 1984 2 12 PM May 23, 1984

LAW DEPARTMENT

Secretary of the Interstate
Commerce Commission
Washington, D.C. 20006
INTERSTATE COMMERCE COMMISSION

NO. 4-152A025

DATE MAY 31 1984

Fee \$ 10.00

RE: General American Transportation Corporation
Equipment Trust Series 67

ICC Washington, D.C.

Gentlemen:

I am counsel to GATX Corporation and General American Transportation Corporation.

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of April 30, 1984, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for \$10.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the Secretary of the Interstate Commerce Commission on November 25, 1970 under Recordation No. 5887.

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad cars of various AAR, DOT and ICC classifications) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said agreements are:

Citibank, N.A.
5 Hanover Square
New York, New York 10043
Attention: Ronald L. Pierce

GATX Corporation
120 South Riverside Plaza
Chicago, Illinois 60606
Attention: R. S. Connors

If you have any questions, feel free to call me at (312) 621-6593.

Very truly yours

Elizabeth D.H. Bassel
Elizabeth D.H. Bassel

Encls:

EDHB/kjp
3851D

Handwritten signatures and initials on the left margin.

RECORDED
MAY 31 1984
2 02 PM '84
RECORDATION DEPT.

EXECUTED IN 6 COUNTERPARTS OF
WHICH THIS IS COUNTERPART NO. 1

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 67

RECORDATION NO. 5887-K Filed 1425

MAY 31 1984 2 10 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF APRIL 30, 1984
TO EQUIPMENT TRUST AGREEMENT DATED AS OF DECEMBER 1, 1970

BY AND BETWEEN

CITIBANK, N.A., TRUSTEE

AND

GATX CORPORATION

(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

Supplemental Agreement dated as of April 30, 1984 by and between Citibank, N.A., as Trustee, and GATX Corporation, a New York corporation, formerly known as General American Transportation Corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of December 1, 1970 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 67, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on November 25, 1970, Recordation No. 5887; and

Whereas, the parties hereto wish to amend Schedule A to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and

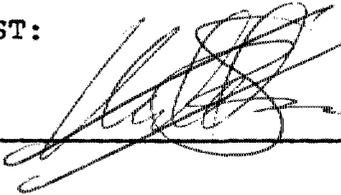
(b) substituting therefor the units of Equipment described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of April 30, 1984.

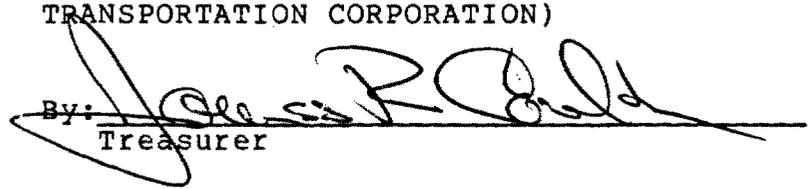
CITIBANK, N.A., TRUSTEE

By: _____

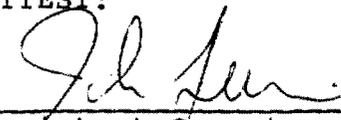
ATTEST:



GATX CORPORATION
(FORMERLY KNOWN AS GENERAL AMERICAN
TRANSPORTATION CORPORATION)

By: 
Treasurer

ATTEST:



Assistant Secretary

3775D

STATE OF _____)

) ss.:

COUNTY OF _____)

On this _____ day of _____, before me personally appeared _____, to me personally known, who, being by me duly sworn, says that he is _____ of _____, that one of the seals affixed to the foregoing instrument is the corporate seal of said _____, that said instrument was signed and sealed on behalf of said _____ 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.

Notary Public

* * * * *

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK)

On this April 24th, 1984, before me personally appeared James R. Coulter, to me personally known, who, being by me duly sworn, said that he is Treasurer of GATX Corporation, that one of the seals affixed to the foregoing 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.

Sharon A. Bueck
Notary Public
My Commission Expires 11/14/85

SCHEDULE 1
 GENERAL AMERICAN TRANSPORTATION CORPORATION
 EQUIPMENT TRUST - SERIES 67
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED	
1	Tank Car	DOT 105A300-W	11,000	GATX 72541.	\$12,755.00	\$11,025.00	\$ 11,025.00	1-1958	1-1958
1	Tank Car	DOT 111A100-W-1	14,300	GATX 14071.	18,160.00	30,297.00	30,297.00	3-1970	3-1970
1	Tank Car	DOT 111A100-W-1	20,000	GATX 94039.	13,813.00	24,010.00	24,010.00	5-1969	5-1969
1	Tank Car	DOT 111A100-W-2	13,300	GATX 16593.	13,570.00	22,639.00	22,639.00	5-1970	5-1970
1	Tank Car	DOT 111A100-W-5	20,000	GATX 94627.	17,614.00	30,617.00	30,617.00	6-1969	6-1969
1	Tank Car	DOT 111A60-W-1	20,000	GATX 72695.	19,036.00	33,089.00	33,089.00	9-1969	9-1969
3	Airslide Cars	L0	2,600 Cu.Ft.	GACX 43742, 43743, 43773.	9,717.00	13,648.00	40,944.00	7-1958	7-1958
10	Airslide Cars	L0	2,600 Cu.Ft.	GACX 43778-43784, 43786, 43788, 43789.	9,717.00	13,648.00	136,480.00	9-1958	9-1958
1	Airslide Car	L0	2,600 Cu.Ft.	GACX 43966.	9,851.00	13,837.00	13,837.00	9-1958	9-1958
1	Airslide Car	L0	2,600 Cu.Ft.	GACX 44049.	10,487.00	14,524.00	14,524.00	2-1959	2-1959
1	Airslide Car	L0	2,600 Cu.Ft.	PC 878961.	10,352.00	14,540.00	14,540.00	5-1958	5-1958
1	Airslide Car	L0	4,180 Cu.Ft.	GACX 46530.	17,497.00	30,636.00	30,636.00	2-1970	2-1970
1	Hopper Car	HTS	3,800 Cu.Ft.	GGPX 70030.	20,102.00	29,248.00	29,248.00	6-1970	6-1970

SCHEDULE 11
 GENERAL AMERICAN TRANSPORTATION CORPORATION
 EQUIPMENT TRUST - SERIES 67
 CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1	Tank Car DOT 111A100-W-1	18,000	GATX 58092.	\$46,494.00	\$46,370.00	\$ 46,370.00	9-1980	9-1980
1	Tank Car DOT 111A100-W-1	20,000	GATX 24149.	40,583.00	40,475.00	40,475.00	9-1980	9-1980
4	Tank Cars DOT 111A100-W-1	20,000	GATX 52609, 52614, 52617, 52619.	40,920.00	40,811.00	163,244.00	9-1980	9-1980
2	Tank Cars DOT 111A100-W-1	22,000	GATX 23763, 23770.	46,422.00	46,299.00	92,598.00	9-1980	9-1980
1	Tank Car DOT 111A100-W-1	30,000	GATX 50614.	43,301.00	43,186.00	43,186.00	9-1980	9-1980
1	Tank Car DOT 111A60-W-1	22,000	GATX 24681.	46,262.00	46,139.00	46,139.00	10-1980	10-1980

10

\$432,012.00