

**GATX**

GATX CORPORATION

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

RECORDATION NO. 3882 N Filed & Recorded

MAY 14 1987 12-1 0 PM

LAW DEPARTMENT

INTERSTATE COMMERCE COMMISSION May 13, 1987-134A040

Secretary of the Interstate  
Commerce Commission  
Washington, DC 20006

RE: General American Transportation Corporation  
Equipment Trust Series 67

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of April 15, 1987, deleting 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, NY 10043  
Attention: Salvatore D. Mineo

GATX Corporation  
120 South Riverside Plaza  
Chicago, IL 60606  
Attention: F. B. Ollett, III

If you have any questions, feel free to call me at (312) 621-6603.

Very truly yours,

*Janice M. Alonso*

Janice M. Alonso  
Assistant Secretary

JMA/djw  
3851D

10.00  
MAY 14 11 54 AM '87  
OFFICE OF  
SECRETARY  
MOTOR VEHICLE  
COMMISSION

*Paul E. Sichel*  
*Clara [unclear]*

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 67

RECORDATION NO. 5887-N Filed & Recorded

MAY 14 1987 12-1 0 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF APRIL 15, 1987  
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 15, 1987 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 15, 1987.

CITIBANK, N.A., TRUSTEE

By: \_\_\_\_\_

*S. D. Mines*  
S. D. MINES

SENIOR TRUST OFFICER

ATTEST:

\_\_\_\_\_  
*J. D. Bowman*

J. D. Bowman

Trust Officer

GATX CORPORATION  
(FORMERLY KNOWN AS GENERAL AMERICAN  
TRANSPORTATION CORPORATION)

By: \_\_\_\_\_

*Frederick B. Ollett, III*  
Frederick B. Ollett, III  
Treasurer

ATTEST:

\_\_\_\_\_  
*Janice M. Alonso*

Assistant Secretary

3775D

STATE OF NEW YORK )

) ss.:

COUNTY OF NEW YORK )

On this 7th day of May, 1987, before me personally appeared S.D. MINEO, to me personally known, who, being by me duly sworn, says that he is SENIOR TRUST OFFICER of Citibank, N.Y., 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.

ROBERT F. FRIER  
Notary Public, State of New York  
No. 31-4762885  
Qualified in New York County  
Commission Expires Jan. 31, 1989

Robert F. Frier  
Notary Public

\* \* \* \* \*

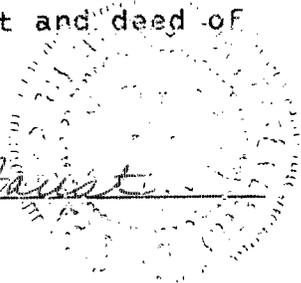
STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK )

On this 4-15-87, before me personally appeared Frederick B. Ollett, III, 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.

Dorothy J. Faust  
Notary Public



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 105A600-W	13,500	GATX 79462.	\$33,981.00	\$40,387.00	\$ 40,387.00	3-1963	3-1963
2 Tank Cars	DOT 111A100-W-1	12,500	GATX 93701, 93708.	18,116.00	27,890.00	55,780.00	7-1969	7-1969
1 Tank Car	DOT 111A100-W-1	15,800	GATX 19490.	18,343.00	28,500.00	28,500.00	3-1970	3-1970
1 Tank Car	DOT 111A100-W-1	20,000	GATX 50395.	15,583.00	24,212.00	24,212.00	4-1970	4-1970
1 Tank Car	DOT 111A100-W-1	20,000	GATX 93883.	14,510.00	22,339.00	22,339.00	10-1969	10-1969
2 Tank Cars	DOT 111A100-W-1	22,000	GATX 40117, 40131.	15,934.00	23,329.00	46,658.00	1-1970	1-1970
1 Tank Car	DOT 111A100-W-1	29,200	GATX 53072.	15,693.00	24,383.00	24,383.00	4-1970	4-1970
1 Tank Car	DOT 111A100-W-2	7,000	GATX 37842.	15,181.00	8,205.00	8,205.00	6-1957	6-1957
1 Tank Car	DOT 111A60-W-1	10,000	GATX 72539.	12,755.00	6,733.00	6,733.00	1-1958	1-1958
1 Tank Car	DOT 111A60-W-1	20,000	GATX 94179.	19,731.00	30,377.00	30,377.00	7-1969	7-1969
1 Tank Car	DOT 111A60-W-1	22,000	GATX 50816.	20,218.00	29,601.00	29,601.00	2-1970	2-1970
1 Tank Car	DOT 111A60-W-1	23,100	GATX 57711.	20,214.00	29,595.00	29,595.00	1-1970	1-1970
1 Tank Car	DOT 111A60-W-1	26,000	GATX 10157.	22,057.00	33,958.00	33,958.00	11-1969	11-1969
3 Tank Cars	DOT 111A60AL-W-1	10,000	GATX 70801, 70809, 70813.	14,975.00	8,094.00	24,282.00	7-1957	7-1957
1 Tank Car	DOT 112A340-W	33,500	GATX 19024.	18,342.00	28,239.00	28,239.00	10-1969	10-1969

SCHEDULE I  
 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	Airslide Car	2,600 Cu.Ft.	CR 878789.	\$10,687.00	\$12,993.00	\$ 12,993.00	9-1960	9-1960
1	Airslide Car	2,600 Cu.Ft.	CR 878793.	10,687.00	12,993.00	12,993.00	8-1960	8-1960
1	Airslide Car	2,600 Cu.Ft.	CR 878837.	10,498.00	13,835.00	13,835.00	6-1960	6-1960
1	Airslide Car	2,600 Cu.Ft.	GACX 43758.	9,717.00	11,064.00	11,064.00	7-1958	7-1958
6	Airslide Cars	2,600 Cu.Ft.	GACX 43796, 43799, 43806, 43811, 43813, 43814.	9,717.00	11,064.00	66,384.00	9-1958	9-1958
3	Airslide Cars	2,600 Cu.Ft.	GACX 44008, 44014, 44062.	10,040.00	11,260.00	33,780.00	2-1959	2-1959
1	Airslide Car	2,600 Cu.Ft.	GACX 44039.	10,487.00	11,762.00	11,762.00	2-1959	2-1959
1	Airslide Car	2,600 Cu.Ft.	GACX 44173.	10,258.00	13,519.00	13,519.00	6-1960	6-1960
2	Airslide Cars	2,600 Cu.Ft.	GACX 46760, 47164.	13,120.00	23,082.00	46,164.00	3-1970	3-1970
7	Airslide Cars	2,600 Cu.Ft.	PC 878868, 878870-878874, 878877.	10,086.00	12,349.00	86,443.00	3-1959	3-1959
2	Airslide Cars	2,600 Cu.Ft.	PC 878878, 878880.	10,487.00	12,840.00	25,680.00	3-1959	3-1959
19	Hoppers	3,800 Cu.Ft.	GGPX 70001, 70002, 70005, 70007, 70011, 70013, 70015, 70022, 70025, 70027, 70028, 70035- 70038, 70041, 70044, 70045, 70050.	20,102.00	25,467.00	483,873.00	6-1970	6-1970
5	Hoppers	3,800 Cu.Ft.	GGPX 70051, 70052, 70056, 70057, 70060.	20,102.00	25,467.00	127,335.00	7-1970	7-1970

\$1,379,074.00

SCHEDULE II  
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 111A60AL-W-1	10,000	GATX 69999.	\$16,908.00	\$20,095.00	\$ 20,095.00	4-1963	4-1963
1 Tank Car	DOT 111A60AL-W-1	20,000	GATX 87113.	29,399.00	34,941.00	34,941.00	7-1963	7-1963
1 Tank Car	DOT 111A60AL-W-1	20,000	GATX 87352.	30,555.00	33,066.00	33,066.00	7-1962	7-1962
1 Tank Car	DOT 112J340-W	32,800	GATX 84098.	19,293.00	22,930.00	22,930.00	11-1963	11-1963
4 Tank Cars	DOT 112J340-W	32,800	GATX 84459, 84466, 84468, 84472.	18,890.00	22,451.00	89,804.00	11-1963	11-1963
4 Tank Cars	DOT 112J400-W	30,300	GATX 83854-83857.	21,673.00	23,454.00	93,816.00	8-1962	8-1962
4 Tank Cars	DOT 112J400-W	30,300	GATX 83858, 83860-83862.	21,673.00	23,454.00	93,816.00	9-1962	9-1962
21 Tank Cars	DOT 112J400-W	32,000	GATX 83883-83892, 83894- 83899, 83901-83905.	19,356.00	23,005.00	483,105.00	6-1963	6-1963
5 Tank Cars	DOT 112J400-W	32,000	GATX 83906, 83907, 83909- 83911.	19,356.00	23,005.00	115,025.00	7-1963	7-1963
4 Tank Cars	DOT 112J400-W	32,000	GATX 84144-84147.	20,409.00	24,256.00	97,024.00	3-1963	3-1963
13 Tank Cars	DOT 112J400-W	32,000	GATX 84149-84152, 84154, 84156, 84158, 84161, 84163, 84164, 84168- 84170.	19,123.00	22,728.00	295,464.00	4-1963	4-1963

\$1,379,086.00

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 67

RECORDATION NO. 5887-N Filed & Recorded

MAY 14 1987 12-10 PM

INTERSTATE COMMERCE COMMISSION

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BY AND BETWEEN

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AND

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(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

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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 15, 1987.

CITIBANK, N.A., TRUSTEE

By: \_\_\_\_\_

*S. D. MINEO*  
S. D. MINEO  
SENIOR TRUST OFFICER

ATTEST:

\_\_\_\_\_  
*J. D. Bowman*

J. D. Bowman  
Trust Officer

GATX CORPORATION  
(FORMERLY KNOWN AS GENERAL AMERICAN  
TRANSPORTATION CORPORATION)

By: \_\_\_\_\_

*Frederick B. Ollett, III*  
Frederick B. Ollett, III  
Treasurer

ATTEST:

\_\_\_\_\_  
*Janice M. Alonso*  
Assistant Secretary  
3775D

STATE OF NEW YORK )

) ss.:

COUNTY OF NEW YORK )

On this 7th day of May, 1987, before me personally appeared S.D. MINEO, to me personally known, who, being by me duly sworn, says that he is SENIOR TRUST OFFICER of Citibank, N.A., 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.

ROBERT F. FRIER  
Notary Public, State of New York  
No. 31-4762885  
Qualified in New York County  
Commission Expires Jan. 31, 1989

Robert F. Frier  
Notary Public

\* \* \* \* \*

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK )

On this 4-15-87, before me personally appeared Frederick B. Ollett, III, 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.

Dorothy J. Trust  
Notary Public