

**GATX**

GATX CORPORATION

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

**4-044A043**

No. **FEB 13 1984**

LAW DEPARTMENT

Date .....

Fee \$ **10.00**

January 20, 1984

ICC Washington, D. C.

RECORDATION NO. **8607 C** Filed 1425

**FEB 13 1984 12 10 PM**

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

INTERSTATE COMMERCE COMMISSION

RE: General American Transportation Corporation  
Equipment Trust Series 74

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 November 15, 1983, 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  
December 13, 1976 under Recordation No. 8607.

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:

Continental Illinois National Bank  
& Trust Company of Chicago  
30 N. La Salle Street  
Chicago, IL 60697  
Attention: Richard Lazarnway

General American Transportation Corporation  
120 South Riverside Plaza  
Chicago, Illinois 60606  
Attention: James Moran

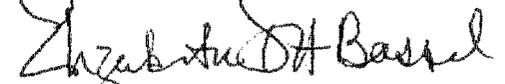
RECEIVED  
FEB 13 12 02 PM '84  
FEE OPERATIONS  
I.C.C.

Deleted from  
only 4?

*Handwritten signatures and notes on the left margin.*

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

Very truly yours,

A handwritten signature in cursive script that reads "Elizabeth D.H. Bassel". The signature is written in dark ink and is positioned above the typed name.

Elizabeth D.H. Bassel

EDHB/cdr

3926D

Enclosures

GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST, SERIES 74

RECORDATION NO. 8607C FILED 1425

FEB 13 1984 12 10 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF NOVEMBER 15, 1983  
TO EQUIPMENT TRUST AGREEMENT DATED AS OF DECEMBER 1, 1976

BY AND BETWEEN

CONTINENTAL ILLINOIS NATIONAL BANK AND  
TRUST COMPANY OF CHICAGO, TRUSTEE

AND

GENERAL AMERICAN TRANSPORTATION CORPORATION

Supplemental Agreement dated as of November 15, 1983 by and between Continental Illinois National Bank and Trust Company of Chicago, as Trustee, and General American Transportation Corporation, a New York Corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of December 1, 1976 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 74, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on December 13, 1976, Recordation No. 8607; 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.

NO  
SCH II  
attached.

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 November 15, 1983.

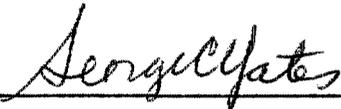
CONTINENTAL ILLINOIS NATIONAL BANK AND  
TRUST COMPANY OF CHICAGO, TRUSTEE

BY: 

ATTEST:



GENERAL AMERICAN TRANSPORTATION  
CORPORATION

BY: 

ATTEST:

  
Assistant Secretary

3780D

STATE OF ILLINOIS )

) ss.:

COUNTY OF COOK )

On this 10th day of January, 1984, before me personally appeared Richard L. Luffmeyer, to me personally known, who, being by me duly sworn, says that he is second Vice President of Continental Illinois National Bank and Trust Company of Chicago, that one of the seals affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank 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 bank.

[Signature]  
Notary Public  
My Commission Expires July 2, 1984

\* \* \* \* \*

STATE OF ILLINOIS)

) ss.:

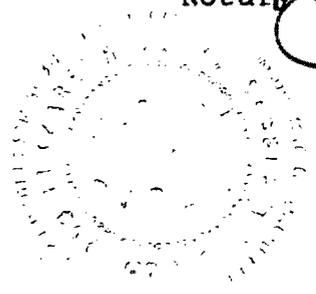
COUNTY OF COOK )

On this December 15, 1983, before me personally appeared George C. Yates, to me personally known, who, being by me duly sworn, said that he is Vice President of General American Transportation 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.

[Signature]  
Notary Public

My Commission Expires April 16, 1985

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SCHEDULE I  
 GENERAL AMERICAN TRANSPORTATION CORPORATION  
 EQUIPMENT TRUST - SERIES 74  
 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	33,500	GATX 47904.	\$39,147.00	\$49,079.00	\$ 49,079.00	10-1976	10-1976
1	Tank Car	DOT 111A100-W-1	16,500	GATX 50435.	32,496.00	40,741.00	40,741.00	9-1976	9-1976
1	Tank Car	DOT 111A100-W-1	26,000	GATX 12319.	29,537.00	37,031.00	37,031.00	7-1976	7-1976
1	Hopper Car	HTS	3,740 Cu.Ft.	GAUX 75003.	29,826.00	35,804.00	35,804.00	9-1975	9-1975
2	Hopper Cars	HTS	3,740 Cu.Ft.	GAUX 75004, 75005.	31,391.00	37,263.00	74,526.00	1-1976	1-1976
3	Hopper Cars	HTS	3,850 Cu.Ft.	GGPX 76138, 76144, 76145.	34,465.00	40,912.00	122,736.00	6-1976	6-1976
2	Hopper Cars	HTS	3,850 Cu.Ft.	GGPX 76156, 76187.	34,465.00	40,912.00	81,824.00	7-1976	7-1976
2	Hopper Cars	HTS	3,850 Cu.Ft.	GGPX 76233, 76237.	34,465.00	40,912.00	81,824.00	8-1976	8-1976
						<u>\$523,565.00</u>			

\$523,565.00