

**NORTH
AMERICAN
CAR**

NORTH AMERICAN CAR CORPORATION
33 West Monroe
Chicago, IL U.S.A. 60603
Telephone 312.853.5000
Telex #255222

RECORDATION NO. 13583-A FILED 1225

MAR 30 1982 -2 40 PM
INTERSTATE COMMERCE COMMISSION

Edward H. Soderstorm II
General Counsel
Remarketing Service Division and
Investor Management Programs
Law Department
312.853.5324

March 25, 1982

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Secretary:

*Ms. Plumbert
This one is 13583 but I don't know the next letter.*

I have enclosed an original and several counterparts of the document described below, to be recorded pursuant to Section 11303 of title 49 of the U.S. Code.

This document is a Supplement, a secondary document, dated as of March 24, 1982.

The primary document to which this is connected is recorded under Recordation No. 13583.

The names and addresses of the parties to the document are as follows:

Bailor and
Assignee:

The Connecticut Bank and Trust Company,
as Trustee under Trust Agreement dated
as of April 13, 1981 with General
Electric Credit and Leasing Corporation
One Constitution Plaza
Hartford, Connecticut 06115

Attn: Corporation Trust Dept.

Bailee and
Assignor:

North American Car Corporation
33 West Monroe Street
Chicago, Illinois 60603

A description of the equipment covered by the document follows:

5 - 5000 cu. ft. covered hopper cars, pressure differential unloading (15 psi), 100 ton trucks (LO), SN 550175-550179

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the messenger presenting this document.

NORTH
AMERICAN
CAR

A short summary of the document to appear in the index follows:

Supplement dated as of March 24, 1982 to Assignment of Subleases dated as of February 20, 1981 between The Connecticut Bank and Trust Company, as Trustee under Trust Agreement dated as of 4/13/81 with General Electric Credit and Leasing Corporation, One Constitution Plaza, Hartford, Connecticut 06115, Attn: Corporate Trust Dept., Bailor and Assignee, and North American Car Corporation, 33 West Monroe Street, Chicago, Illinois 60603, Bailee and Assignor, covering the following equipment:

5 - 5000 cu. ft. covered hopper cars, pressure differential unloading (15 psi), 100 ton trucks (LO), SN 550175-550179

Sincerely,



Edward H. Soderstrom II
Attorney for North American
Car Corporation

EHS:bmt
Enclosures

SUPPLEMENT

RECORDATION NO. 13583-A
Filed 1428
MAR 30 1982 - 2 40 PM
INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated as of March 24 , 1982, to the ASSIGNMENT OF SUBLEASES, dated as of February 20 , 1981 (the "Assignment"), between THE CONNECTICUT BANK AND TRUST COMPANY, a Connecticut banking corporation, acting not in its individual capacity, but as Trustee (the "Trustee") under a Trust Agreement, dated as of April 13, 1981, with General Electric Credit and Leasing Corporation, a Delaware corporation ("GECC"), and NORTH AMERICAN CAR CORPORATION, a Delaware corporation ("NACC"):

WHEREAS, NACC and the Trustee desire to assign the leases referred to in Schedule A hereto (the "Subleases") to the Assignment;

NOW, THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Assignment, the Trustee and NACC agree as follows:

Article 1. Definitions, Interpretation

1.01 The definitions set forth or incorporated by reference in the Assignment are incorporated herein by reference to the same extent as if set forth herein, except as herein otherwise provided.

1.02 In the event of any discrepancy between the provisions of this Supplement and the provisions of the Assignment, the provisions of the Assignment shall control and the provisions hereof are expressly made subject thereto.

Article II. Supplement to Assignment

2.01 The Assignment is hereby supplemented to add the Subleases tnereto.

Article III. Representations and Warranties

3.01 The representations, warranties and covenants of NACC in the Assignment are true and correct on and

as of the date hereof as though made on and as of this date.

IN WITNESS WHEREOF, NACC and the Trustee have
executed this Supplement as of this 24th day of March ,
1982.

NORTH AMERICAN CAR CORPORATION,

By 

ATTEST:

By 

THE CONNECTICUT BANK AND TRUST COMPANY,
acting not in its individual
capacity, but as trustee under
a Trust Agreement, dated as of
April 13, 1981, with General
Electric Credit and Leasing
Corporation

By 

ATTEST:

AGENT

By _____

SCHEDULE A

<u>Name of Sublessee</u>	<u>Dates and Numbers of Master Sublease and Rider</u>	<u>[ICC Recordation Number]*</u>	<u>Reporting Marks and Serial Numbers of Equipment Subject to Sublease</u>	<u>Description of Equipment (Including AAR designation)</u>
	Car Leasing Agmt. 0738 (dated 3-9-82) Rider No. 2 (dated 3-9-82)		NAHX 550175- 550179 550175-550179	5000 cubic ft. covered hopper cars, pressure differential unloading (15 PSI), 100-ton trucks, Class LO

* If applicable.

STATE OF *Illinois* ,
COUNTY OF *Cook* ; SS.:

On this *24* day of *March*, 1982, before me personally appeared *Harold Wong*, to me personally known, who being by me duly sworn, says that he is a *Director - Investor Mgmt Prog.* of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and 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.

~~My Commission Expires Dec. 29, 1983~~

Helena A Kelly

Notary Public

STATE OF *Conn.*)
COUNTY OF *Fairfield*) SS.:

On this *24th* day of *March*, 1982, before me personally appeared *Chris Peadarley*, to me personally known, who being by me duly sworn, says that he is a *Agent* of THE CONNECTICUT BANK AND TRUST COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and 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.

Pandora Tsouros

Notary Public

PANDORA TSOUROS
NOTARY PUBLIC
My Commission Expires Mar. 31, 1988

