14059-D1

AN AFFILIATE OF

EVANS PRODUCTS COMPANY

EVANS RAILCAR LEASING COMPANY

Executive Offices
The East Tower, Suite 900 • 2550 Golf Road • Rolling Meadows, IL 60008 • 312/640-7000

RECORDATION NO. 14059-D Filed 1425

JAN 29 1985 ·2 25 PM

INTERSTATE COMMERCE COMMISSION

No. JAN 29 1985
Date
Fee $ 10.00
ICC Washington, D.C.
5-029A051

January 1, 1985

Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Secretary:

Pursuant to 49 U.S.C. Section 11303 and the rules and regulations promulgated thereunder, as amended, we hand you herewith for filing five fully executed counterparts of that certain Amendment to Security Agreement ("Amendment") dated as of Janaury 1, 1985. The parties to the Amendment are:

Debtor:	Evans Railcar Leasing Company The East Tower, Suite 1000 2550 Golf Road Rolling Meadows, Illinois 60008
Secured Party:	Continental Illinois National Bank and Trust Company of Chicago, as Agent 231 South LaSalle Street Chicago, Illinois 60697

The enclosed Amendment relates to that certain Security Agreement dated as of May 20, 1983 and recorded with Interstate Commerce Commission on June 17, 1983 as ICC Recordation No. 14059. Accordingly, we request that the Amendment be filed as subfilings under that number.

Certified C.T. Kamber

A description of the equipment being added to the Security Agreement is attached hereto as Exhibit A and a description of the equipment being deleted from the Security Agreement is attached hereto as Exhibit B.

Enclosed herewith is a check in the amount of $10 in payment of the applicable recording fees.

Since these documents are being delivered to you by hand, we would appreciate it if you would return to the bearer the duly stamped counterparts of the Amendment not required to be kept by you, or, if it is not possible to return them to the bearer, send them to: Mr. Ronald M. Neifield, Rosenthal and Schanfield, 55 East Monroe Street, Suite 4620, Chicago, Illinois 60603.

Very truly yours,

EVANS RAILCAR LEASING COMPANY

Assistant Secretary

Enclosures

E X H I B I T A
COLLATERAL ADDITIONS
DECEMBER 31, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
772-01	*	BOX-XP	CANADIAN PACIFIC LTD	15043	70/04/13	1	70/04/13	20	1	CPAA	205811
		BOX-XP	CANADIAN PACIFIC LTD	15044	70/04/13	1	70/04/13	20	1	CPAA	205812
N=2											
1977-05	*	HOPPER-HT	CIS EQUIPMENT LEASING CO	41267	82/04/19	5	84/06/28	1	0	SECX	656
N=1											
2023-10	*	COV HOP-LO	FERDINAND RAILROAD	23860	83/07/01	10	84/09/04	5	0	FRDN	4000
		COV HOP-LO	FERDINAND RAILROAD	23861	83/07/01	10	84/09/04	5	0	FRDN	4001
		COV HOP-LO	FERDINAND RAILROAD	23862	83/07/01	10	84/09/04	5	0	FRDN	4002
		COV HOP-LO	FERDINAND RAILROAD	23863	83/07/01	10	84/09/04	5	0	FRDN	4003
		COV HOP-LO	FERDINAND RAILROAD	23866	83/07/01	10	84/09/04	5	0	FRDN	4004
		COV HOP-LO	FERDINAND RAILROAD	23869	83/07/01	10	84/09/04	5	0	FRDN	4005
		COV HOP-LO	FERDINAND RAILROAD	24178	83/07/01	10	84/09/04	5	0	FRDN	4143
		COV HOP-LO	FERDINAND RAILROAD	25384	83/07/01	10	84/09/04	5	0	FRDN	4153
		COV HOP-LO	FERDINAND RAILROAD	38513	83/07/01	10	84/09/04	5	0	FRDN	4267
N=9											
2040-01	*	TANK-210CI	LEASE POOL	39548	0/00/00	0	0/00/00	0	0	USLX	21856
		TANK-210CI	LEASE POOL	41105	0/00/00	0	0/00/00	0	0	USLX	22096
		TANK-210CI	LEASE POOL	41508	0/00/00	0	0/00/00	0	0	USLX	22205
N=3											
2058-02	*	COV HOP-LO	CARGILL INC	20306	83/12/14	2	84/10/01	0	4	USLX	5903
N=1											
2067-02	*	TANK-210CI	LEASE POOL	41103	0/00/00	0	0/00/00	0	0	USLX	22094
		TANK-210CI	LEASE POOL	41177	0/00/00	0	0/00/00	0	0	USLX	22168
N=2											
2067-03	*	TANK-210CI	BUNGE CORPORATION	38447	84/03/01	3	84/09/17	0	1	ERLX	138
N=1											
2083-03	*	TANK-210CI	PROCTER & GAMBLE MFG CO	40635	84/07/11	3	84/11/27	3	0	USLX	22003
		TANK-210CI	PROCTER & GAMBLE MFG CO	40640	84/07/11	3	84/11/27	3	0	USLX	22008
N=2											

E X H I B I T A
COLLATERAL ADDITIONS
DECEMBER 31, 1984

LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2084-01 *	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40641	84/09/01	1	84/09/01	1	0	NACR	100100
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40642	84/09/01	1	84/09/01	1	0	NACR	100101
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40643	84/09/01	1	84/09/01	1	0	NACR	100102
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40645	84/09/01	1	84/09/01	1	0	NACR	100104
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40646	84/09/01	1	84/09/01	1	0	NACR	100105
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40648	84/09/01	1	84/09/01	1	0	NACR	100107
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40653	84/09/01	1	84/09/01	1	0	NACR	100112
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40654	84/09/01	1	84/09/01	1	0	NACR	100113
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40655	84/09/01	1	84/09/01	1	0	NACR	100114
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40656	84/09/01	1	84/09/01	1	0	NACR	100115
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40658	84/09/01	1	84/09/01	1	0	NACR	100117
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40664	84/09/01	1	84/09/01	1	0	NACR	100123
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40668	84/09/01	1	84/09/01	1	0	NACR	100127
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40683	84/09/01	1	84/09/01	1	0	NACR	100142
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40686	84/09/01	1	84/09/01	1	0	NACR	100145
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40691	84/09/01	1	84/09/01	1	0	NACR	100150
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40692	84/09/01	1	84/09/01	1	0	NACR	100151
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40900	84/09/01	1	84/09/01	1	0	NACR	100165
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40901	84/09/01	1	84/09/01	1	0	NACR	100166
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40903	84/09/01	1	84/09/01	1	0	NACR	100168
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40904	84/09/01	1	84/09/01	1	0	NACR	100169
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40914	84/09/01	1	84/09/01	1	0	NACR	100179
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40915	84/09/01	1	84/09/01	1	0	NACR	100180
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40916	84/09/01	1	84/09/01	1	0	NACR	100181
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40921	84/09/01	1	84/09/01	1	0	NACR	100186
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40922	84/09/01	1	84/09/01	1	0	NACR	100187
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40923	84/09/01	1	84/09/01	1	0	NACR	100188
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40924	84/09/01	1	84/09/01	1	0	NACR	100189
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40925	84/09/01	1	84/09/01	1	0	NACR	100190
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40926	84/09/01	1	84/09/01	1	0	NACR	100191
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40933	84/09/01	1	84/09/01	1	0	NACR	100197
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40952	84/09/01	1	84/09/01	1	0	NACR	100216
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40957	84/09/01	1	84/09/01	1	0	NACR	100221
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40962	84/09/01	1	84/09/01	1	0	NACR	100226
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40963	84/09/01	1	84/09/01	1	0	NACR	100227
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40965	84/09/01	1	84/09/01	1	0	NACR	100229
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40977	84/09/01	1	84/09/01	1	0	NACR	100241
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40988	84/09/01	1	84/09/01	1	0	NACR	100252
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40989	84/09/01	1	84/09/01	1	0	NACR	100253
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40997	84/09/01	1	84/09/01	1	0	NACR	100261
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41006	84/09/01	1	84/09/01	1	0	NACR	100270
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41009	84/09/01	1	84/09/01	1	0	NACR	100273
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41010	84/09/01	1	84/09/01	1	0	NACR	100274
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41011	84/09/01	1	84/09/01	1	0	NACR	100275
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41018	84/09/01	1	84/09/01	1	0	NACR	100282
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41019	84/09/01	1	84/09/01	1	0	NACR	100283
	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41020	84/09/01	1	84/09/01	1	0	NACR	100284

N=47

E X H I B I T A
COLLATERAL ADDITIONS
DECEMBER 31, 1984

LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2088-01	* COV HOP-LO	CANADIAN PACIFIC LTD	15407	84/08/01	1	84/08/01	1	0	USLX	31059
N=1										
2094-01	* GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37812	84/09/17	1	84/09/17	1	0	IAIS	643550
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37814	84/09/17	1	84/09/17	1	0	IAIS	643552
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37817	84/09/17	1	84/09/17	1	0	IAIS	643555
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37820	84/09/17	1	84/09/17	1	0	IAIS	643558
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37821	84/09/17	1	84/09/17	1	0	IAIS	643559
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37823	84/09/17	1	84/09/17	1	0	IAIS	643561
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37824	84/09/17	1	84/09/17	1	0	IAIS	643562
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37825	84/09/17	1	84/09/17	1	0	IAIS	643563
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37827	84/09/17	1	84/09/17	1	0	IAIS	643565
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37832	84/09/17	1	84/09/17	1	0	IAIS	643570
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37834	84/09/17	1	84/09/17	1	0	IAIS	643572
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37843	84/09/17	1	84/09/17	1	0	IAIS	643581
	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37845	84/09/17	1	84/09/17	1	0	IAIS	643583
N=13										

TOTAL COLLATERAL ADDITIONS = 82

E X H I B I T B
COLLATERAL DELETIONS
DECEMBER 31, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
586-00	*	BOX-XP	LEASE POOL	15043	0/00/00	0	0/00/00	0	0	ITC	620
		BOX-XP	LEASE POOL	15044	0/00/00	0	0/00/00	0	0	ITC	621
N=2											
1748-02	*	GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37812	82/10/15	1	83/07/21	1	3	IRRC	643550
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37814	82/10/15	1	83/07/21	1	3	IRRC	643552
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37817	82/10/15	1	83/07/21	1	3	IRRC	643555
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37820	82/10/15	1	83/07/21	1	3	IRRC	643558
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37821	82/10/15	1	83/07/21	1	3	IRRC	643559
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37823	82/10/15	1	83/07/21	1	3	IRRC	643561
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37824	82/10/15	1	83/07/21	1	3	IRRC	643562
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37825	82/10/15	1	83/07/21	1	3	IRRC	643563
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37827	82/10/15	1	83/07/21	1	3	IRRC	643565
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37832	82/10/15	1	83/07/21	1	3	IRRC	643570
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37834	82/10/15	1	83/07/21	1	3	IRRC	643572
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37843	82/10/15	1	83/07/21	1	3	IRRC	643581
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37845	82/10/15	1	83/07/21	1	3	IRRC	643583
N=13											
1919-10	*	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40683	81/04/21	2	81/04/21	15	0	NACR	100142
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40686	81/04/21	2	81/04/21	15	0	NACR	100145
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40691	81/04/21	2	81/04/21	15	0	NACR	100150
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40692	81/04/21	2	81/04/21	15	0	NACR	100151
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40900	81/04/21	2	81/04/21	15	0	NACR	100165
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40901	81/04/21	2	81/04/21	15	0	NACR	100166
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40903	81/04/21	2	81/04/21	15	0	NACR	100168
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40904	81/04/21	2	81/04/21	15	0	NACR	100169
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40914	81/04/21	2	81/04/21	15	0	NACR	100179
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40915	81/04/21	2	81/04/21	15	0	NACR	100180
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40916	81/04/21	2	81/04/21	15	0	NACR	100181
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40921	81/04/21	2	81/04/21	15	0	NACR	100186
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40922	81/04/21	2	81/04/21	15	0	NACR	100187
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40923	81/04/21	2	81/04/21	15	0	NACR	100188
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40924	81/04/21	2	81/04/21	15	0	NACR	100189
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40925	81/04/21	2	81/04/21	15	0	NACR	100190
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40926	81/04/21	2	81/04/21	15	0	NACR	100191
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40933	81/04/21	2	81/04/21	15	0	NACR	100197
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40952	81/04/21	2	81/04/21	15	0	NACR	100216
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40957	81/04/21	2	81/04/21	15	0	NACR	100221
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40962	81/04/21	2	81/04/21	15	0	NACR	100226
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40963	81/04/21	2	81/04/21	15	0	NACR	100227
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40965	81/04/21	2	81/04/21	15	0	NACR	100229
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40977	81/04/21	2	81/04/21	15	0	NACR	100241
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40988	81/04/21	2	81/04/21	15	0	NACR	100252
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40989	81/04/21	2	81/04/21	15	0	NACR	100253

E X H I B I T B
COLLATERAL DELETIONS
DECEMBER 31, 1984

LOT NUMBER	* ≠	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1919-10	*	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40997	81/04/21	2	81/04/21	15	0	NACR	100261
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41006	81/04/21	2	81/04/21	15	0	NACR	100270
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41009	81/04/21	2	81/04/21	15	0	NACR	100273
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41010	81/04/21	2	81/04/21	15	0	NACR	100274
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41011	81/04/21	2	81/04/21	15	0	NACR	100275
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41018	81/04/21	2	81/04/21	15	0	NACR	100282
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41019	81/04/21	2	81/04/21	15	0	NACR	100283
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41020	81/04/21	2	81/04/21	15	0	NACR	100284
N=34											
1919-50	*	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40641	81/04/21	2	81/04/21	15	0	NACR	100100
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40642	81/04/21	2	81/04/21	15	0	NACR	100101
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40643	81/04/21	2	81/04/21	15	0	NACR	100102
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40645	81/04/21	2	81/04/21	15	0	NACR	100104
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40646	81/04/21	2	81/04/21	15	0	NACR	100105
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40648	81/04/21	2	81/04/21	15	0	NACR	100107
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40653	81/04/21	2	81/04/21	15	0	NACR	100112
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40654	81/04/21	2	81/04/21	15	0	NACR	100113
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40655	81/04/21	2	81/04/21	15	0	NACR	100114
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40656	81/04/21	2	81/04/21	15	0	NACR	100115
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40658	81/04/21	2	81/04/21	15	0	NACR	100117
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40664	81/04/21	2	81/04/21	15	0	NACR	100123
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40668	81/04/21	2	81/04/21	15	0	NACR	100127
N=13											
1956-00	≠	TANK-210CI	LEASE POOL	40635	0/00/00	0	0/00/00	0	0	USLX	22003
		TANK-210CI	LEASE POOL	40640	0/00/00	0	0/00/00	0	0	USLX	22008
N=2											
1959-02	≠	HOPPER-HT	LEASE POOL	41267	0/00/00	0	0/00/00	0	0	SECX	656
N=1											
2023-10	*	COV HOP-LO	FERDINAND RAILROAD	23860	83/07/01	10	84/09/04	5	0	USLX	4800
		COV HOP-LO	FERDINAND RAILROAD	23861	83/07/01	10	84/09/04	5	0	USLX	4801
		COV HOP-LO	FERDINAND RAILROAD	23862	83/07/01	10	84/09/04	5	0	USLX	4802
		COV HOP-LO	FERDINAND RAILROAD	23863	83/07/01	10	84/09/04	5	0	USLX	4803
		COV HOP-LO	FERDINAND RAILROAD	23866	83/07/01	10	84/09/04	5	0	USLX	4806
		COV HOP-LO	FERDINAND RAILROAD	23869	83/07/01	10	84/09/04	5	0	USLX	4809
		COV HOP-LO	FERDINAND RAILROAD	24178	83/07/01	10	84/09/04	5	0	USLX	7527
		COV HOP-LO	FERDINAND RAILROAD	25384	83/07/01	10	84/09/04	5	0	USLX	7817
		COV HOP-LO	FERDINAND RAILROAD	38513	83/07/01	10	84/09/04	5	0	USLX	27335
N=9											

E X H I B I T B
COLLATERAL DELETIONS
DECEMBER 31, 1984

LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2040-01 *	TANK-210CI	CHARTRAND'S TANK CAR SERVICE, INC	39548	83/09/07	1	83/09/07	1	0	USLX	21856
	TANK-210CI	CHARTRAND'S TANK CAR SERVICE, INC	41105	83/09/07	1	83/09/07	1	0	USLX	22096
	TANK-210CI	CHARTRAND'S TANK CAR SERVICE, INC	41508	83/09/07	1	83/09/07	1	0	USLX	22205
N=3										
2043-01 ≠	COV HOP-LO	LEASE POOL	20306	0/00/00	0	0/00/00	0	0	USLX	5903
N=1										
2060-32 *	COV HOP-LO	CANADIAN NATIONAL RAILWAY	15407	83/12/21	32	83/12/21	0	7	USLX	31059
N=1										
2067-01 ≠	TANK-210CI	LEASE POOL	38447	0/00/00	0	0/00/00	0	0	ERLX	138
N=1										
2067-02 *	TANK-210CI	BUNGE CORPORATION	41103	84/03/01	2	84/06/26	0	1	USLX	22094
	TANK-210CI	BUNGE CORPORATION	41177	84/03/01	2	84/06/26	0	1	USLX	22168
N=2										

TOTAL COLLATERAL DELETIONS = 82

1/29/85

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Ronald M. Neifield
Rosenthal & Schanfield
55 East Monroe Street ,4620
Chicago,Illinois 60603

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act,49 U.S.C. 11303, on 1/29/85 at 2:35pm and assigned re-recordation number(s). 14059-AA, 14059-EE

Sincerely yours,

James H. Bayne

Secretary

Enclosure(s)

SE-30
(7/79)

RECORDATION NO. 14059-D
Filed 1425
JAN 29 1985 -2 25 PM
INTERSTATE COMMERCE COMMISSION

AMENDMENT TO SECURITY AGREEMENT

THIS AMENDMENT TO SECURITY AGREEMENT is dated as of the 1st day of January, 1985, by and between EVANS RAILCAR LEASING COMPANY, an Illinois corporation (herein called the "Borrower"), and CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, as Agent (herein called the "Agent").

W I T N E S S E T H :

WHEREAS, the Borrower and the Agent have entered into an Amended and Restated Security Agreement, dated as of June 30, 1984, recorded with the Interstate Commerce Commission on October 4, 1984 under Recordation No. 14059-S (herein, as amended or otherwise modified from time to time, called the "Security Agreement"), pursuant to which the Borrower has granted to the Agent for the benefit of various lenders (herein called the "Lenders") a security interest in certain property of the Borrower (herein called the "Collateral");

WHEREAS, pursuant to the terms of Section 4.1(a) (iv) of the Security Agreement, the Borrower is required to execute and deliver this Amendment to the Security Agreement to and with the Agent.

NOW, THEREFORE, in consideration of the mutual covenants and agreements of the parties and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is agreed as follows:

1. The reporting marks and lessees as to certain Cars (as defined in the Security Agreement) have changed, therefore the line items from Schedule 1 to the Security Agreement listed on Exhibit B hereto are hereby replaced by the line items on Exhibit A.

2. Except as hereby amended the Security Agreement remains in full force and effect, and the Security Agreement as hereby amended is ratified, confirmed and approved.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their respective authorized officers as of the day and year first written above.

EVANS RAILCAR LEASING COMPANY

By: William M. Peyton
Vice President

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, as Agent

By: [illegible]
Vice President

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, Jeanette C. Benedetto a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that William B. Peyton personally known to me to be a Vice President of EVANS RAILCAR LEASING COMPANY, an Illinois corporation, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Vice President he signed and delivered the said instrument as Vice President of said corporation, pursuant to authority, given by the Board of Directors of said corporation as his free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 30 day of Jan, 1985

Jeanette C. Benedetto
Notary Public
My Commission Expires July 25, 1987

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, Barbara A Van Stensel a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Caren L. Reed personally known to me to be a Vice President of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Vice President he signed and delivered the said instrument as Vice President of said corporation, pursuant to authority, given by the Board of Directors of said corporation as his free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 21st day of January, 1985.

Barbara A. Van Stensel
Notary Public
My Commission Expires July 25, 1987

LOT NUMBER	*	CAR TYPE***	LESSEE NAME **	INTERNAL I. D. NUMBER*	MASTER LEASE DATE **	SCHEDULE NUMBER **	SCHEDULE DATE **	TERM YEAR **	TERM MONTH **	PREFIX **	CAR NUMBER**

Column headings on each of the following pages shall be deemed to be subject to the same footnotes as on this page.

* Appears on internal records of Borrower only.
** Subject to change from time to time.
*** Same designation may appear on more than one car (initials are the AAR mechanical designations).

E X H I B I T A
COLLATERAL ADDITIONS
DECEMBER 31, 1984

LOT NUMBER	* ≠	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
772-01	*	BOX-XP	CANADIAN PACIFIC LTD	15043	70/04/13	1	70/04/13	20	1	CPAA	205811
		BOX-XP	CANADIAN PACIFIC LTD	15044	70/04/13	1	70/04/13	20	1	CPAA	205812
N=2											
1977-05	*	HOPPER-HT	CIS EQUIPMENT LEASING CO	41267	82/04/19	5	84/06/28	1	0	SECX	656
N=1											
2023-10	*	COV HOP-LO	FERDINAND RAILROAD	23860	83/07/01	10	84/09/04	5	0	FRDN	4000
		COV HOP-LO	FERDINAND RAILROAD	23861	83/07/01	10	84/09/04	5	0	FRDN	4001
		COV HOP-LO	FERDINAND RAILROAD	23862	83/07/01	10	84/09/04	5	0	FRDN	4002
		COV HOP-LO	FERDINAND RAILROAD	23863	83/07/01	10	84/09/04	5	0	FRDN	4003
		COV HOP-LO	FERDINAND RAILROAD	23866	83/07/01	10	84/09/04	5	0	FRDN	4004
		COV HOP-LO	FERDINAND RAILROAD	23869	83/07/01	10	84/09/04	5	0	FRDN	4005
		COV HOP-LO	FERDINAND RAILROAD	24178	83/07/01	10	84/09/04	5	0	FRDN	4143
		COV HOP-LO	FERDINAND RAILROAD	25384	83/07/01	10	84/09/04	5	0	FRDN	4153
		COV HOP-LO	FERDINAND RAILROAD	38513	83/07/01	10	84/09/04	5	0	FRDN	4267
N=9											
2040-01	≠	TANK-210CI	LEASE POOL	39548	0/00/00	0	0/00/00	0	0	USLX	21856
		TANK-210CI	LEASE POOL	41105	0/00/00	0	0/00/00	0	0	USLX	22096
		TANK-210CI	LEASE POOL	41508	0/00/00	0	0/00/00	0	0	USLX	22205
N=3											
2058-02	*	COV HOP-LO	CARGILL INC	20306	83/12/14	2	84/10/01	0	4	USLX	5903
N=1											
2067-02	≠	TANK-210CI	LEASE POOL	41103	0/00/00	0	0/00/00	0	0	USLX	22094
		TANK-210CI	LEASE POOL	41177	0/00/00	0	0/00/00	0	0	USLX	22168
N=2											
2067-03	*	TANK-210CI	BUNGE CORPORATION	38447	84/03/01	3	84/09/17	0	1	ERLX	138
N=1											
2083-03	*	TANK-210CI	PROCTER & GAMBLE MFG CO	40635	84/07/11	3	84/11/27	3	0	USLX	22003
		TANK-210CI	PROCTER & GAMBLE MFG CO	40640	84/07/11	3	84/11/27	3	0	USLX	22008
N=2											

E X H I B I T A
COLLATERAL ADDITIONS
DECEMBER 31, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2084-01	*	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40641	84/09/01	1	84/09/01	1	0	NACR	100100
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40642	84/09/01	1	84/09/01	1	0	NACR	100101
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40643	84/09/01	1	84/09/01	1	0	NACR	100102
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40645	84/09/01	1	84/09/01	1	0	NACR	100104
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40646	84/09/01	1	84/09/01	1	0	NACR	100105
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40648	84/09/01	1	84/09/01	1	0	NACR	100107
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40653	84/09/01	1	84/09/01	1	0	NACR	100112
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40654	84/09/01	1	84/09/01	1	0	NACR	100113
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40655	84/09/01	1	84/09/01	1	0	NACR	100114
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40656	84/09/01	1	84/09/01	1	0	NACR	100115
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40658	84/09/01	1	84/09/01	1	0	NACR	100117
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40664	84/09/01	1	84/09/01	1	0	NACR	100123
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40668	84/09/01	1	84/09/01	1	0	NACR	100127
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40683	84/09/01	1	84/09/01	1	0	NACR	100142
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40686	84/09/01	1	84/09/01	1	0	NACR	100145
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40691	84/09/01	1	84/09/01	1	0	NACR	100150
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40692	84/09/01	1	84/09/01	1	0	NACR	100151
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40900	84/09/01	1	84/09/01	1	0	NACR	100165
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40901	84/09/01	1	84/09/01	1	0	NACR	100166
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40903	84/09/01	1	84/09/01	1	0	NACR	100168
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40904	84/09/01	1	84/09/01	1	0	NACR	100169
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40914	84/09/01	1	84/09/01	1	0	NACR	100179
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40915	84/09/01	1	84/09/01	1	0	NACR	100180
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40916	84/09/01	1	84/09/01	1	0	NACR	100181
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40921	84/09/01	1	84/09/01	1	0	NACR	100186
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40922	84/09/01	1	84/09/01	1	0	NACR	100187
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40923	84/09/01	1	84/09/01	1	0	NACR	100188
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40924	84/09/01	1	84/09/01	1	0	NACR	100189
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40925	84/09/01	1	84/09/01	1	0	NACR	100190
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40926	84/09/01	1	84/09/01	1	0	NACR	100191
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40933	84/09/01	1	84/09/01	1	0	NACR	100197
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40952	84/09/01	1	84/09/01	1	0	NACR	100216
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40957	84/09/01	1	84/09/01	1	0	NACR	100221
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40962	84/09/01	1	84/09/01	1	0	NACR	100226
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40963	84/09/01	1	84/09/01	1	0	NACR	100227
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40965	84/09/01	1	84/09/01	1	0	NACR	100229
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40977	84/09/01	1	84/09/01	1	0	NACR	100241
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40988	84/09/01	1	84/09/01	1	0	NACR	100252
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40989	84/09/01	1	84/09/01	1	0	NACR	100253
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40997	84/09/01	1	84/09/01	1	0	NACR	100261
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41006	84/09/01	1	84/09/01	1	0	NACR	100270
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41009	84/09/01	1	84/09/01	1	0	NACR	100273
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41010	84/09/01	1	84/09/01	1	0	NACR	100274
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41011	84/09/01	1	84/09/01	1	0	NACR	100275
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41018	84/09/01	1	84/09/01	1	0	NACR	100282
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41019	84/09/01	1	84/09/01	1	0	NACR	100283
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41020	84/09/01	1	84/09/01	1	0	NACR	100284

N=47

E X H I B I T A
COLLATERAL ADDITIONS
DECEMBER 31, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2088-01	*	COV HOP-LO	CANADIAN PACIFIC LTD	15407	84/08/01	1	84/08/01	1	0	USLX	31059
N=1											
2094-01	*	GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37812	84/09/17	1	84/09/17	1	0	IAIS	643550
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37814	84/09/17	1	84/09/17	1	0	IAIS	643552
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37817	84/09/17	1	84/09/17	1	0	IAIS	643555
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37820	84/09/17	1	84/09/17	1	0	IAIS	643558
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37821	84/09/17	1	84/09/17	1	0	IAIS	643559
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37823	84/09/17	1	84/09/17	1	0	IAIS	643561
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37824	84/09/17	1	84/09/17	1	0	IAIS	643562
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37825	84/09/17	1	84/09/17	1	0	IAIS	643563
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37827	84/09/17	1	84/09/17	1	0	IAIS	643565
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37832	84/09/17	1	84/09/17	1	0	IAIS	643570
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37834	84/09/17	1	84/09/17	1	0	IAIS	643572
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37843	84/09/17	1	84/09/17	1	0	IAIS	643581
		GONDOAL-GB	IOWA INTERSTATE RAILROAD CO	37845	84/09/17	1	84/09/17	1	0	IAIS	643583
N=13											

TOTAL COLLATERAL ADDITIONS = 82

E X H I B I T B
COLLATERAL DELETIONS
DECEMBER 31, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
586-00	*	BOX-XP	LEASE POOL	15043	0/00/00	0	0/00/00	0	0	ITC	620
		BOX-XP	LEASE POOL	15044	0/00/00	0	0/00/00	0	0	ITC	621
N=2											
1748-02	*	GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37812	82/10/15	1	83/07/21	1	3	IRRC	643550
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37814	82/10/15	1	83/07/21	1	3	IRRC	643552
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37817	82/10/15	1	83/07/21	1	3	IRRC	643555
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37820	82/10/15	1	83/07/21	1	3	IRRC	643558
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37821	82/10/15	1	83/07/21	1	3	IRRC	643559
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37823	82/10/15	1	83/07/21	1	3	IRRC	643561
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37824	82/10/15	1	83/07/21	1	3	IRRC	643562
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37825	82/10/15	1	83/07/21	1	3	IRRC	643563
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37827	82/10/15	1	83/07/21	1	3	IRRC	643565
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37832	82/10/15	1	83/07/21	1	3	IRRC	643570
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37834	82/10/15	1	83/07/21	1	3	IRRC	643572
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37843	82/10/15	1	83/07/21	1	3	IRRC	643581
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37845	82/10/15	1	83/07/21	1	3	IRRC	643583
N=13											
1919-10	*	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40683	81/04/21	2	81/04/21	15	0	NACR	100142
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40686	81/04/21	2	81/04/21	15	0	NACR	100145
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40691	81/04/21	2	81/04/21	15	0	NACR	100150
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40692	81/04/21	2	81/04/21	15	0	NACR	100151
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40900	81/04/21	2	81/04/21	15	0	NACR	100165
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40901	81/04/21	2	81/04/21	15	0	NACR	100166
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40903	81/04/21	2	81/04/21	15	0	NACR	100168
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40904	81/04/21	2	81/04/21	15	0	NACR	100169
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40914	81/04/21	2	81/04/21	15	0	NACR	100179
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40915	81/04/21	2	81/04/21	15	0	NACR	100180
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40916	81/04/21	2	81/04/21	15	0	NACR	100181
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40921	81/04/21	2	81/04/21	15	0	NACR	100186
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40922	81/04/21	2	81/04/21	15	0	NACR	100187
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40923	81/04/21	2	81/04/21	15	0	NACR	100188
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40924	81/04/21	2	81/04/21	15	0	NACR	100189
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40925	81/04/21	2	81/04/21	15	0	NACR	100190
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40926	81/04/21	2	81/04/21	15	0	NACR	100191
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40933	81/04/21	2	81/04/21	15	0	NACR	100197
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40952	81/04/21	2	81/04/21	15	0	NACR	100216
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40957	81/04/21	2	81/04/21	15	0	NACR	100221
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40962	81/04/21	2	81/04/21	15	0	NACR	100226
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40963	81/04/21	2	81/04/21	15	0	NACR	100227
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40965	81/04/21	2	81/04/21	15	0	NACR	100229
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40977	81/04/21	2	81/04/21	15	0	NACR	100241
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40988	81/04/21	2	81/04/21	15	0	NACR	100252
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40989	81/04/21	2	81/04/21	15	0	NACR	100253

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LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1919-10 *	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40997	81/04/21	2	81/04/21	15	0	NACR	100261
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41006	81/04/21	2	81/04/21	15	0	NACR	100270
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41009	81/04/21	2	81/04/21	15	0	NACR	100273
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41010	81/04/21	2	81/04/21	15	0	NACR	100274
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41011	81/04/21	2	81/04/21	15	0	NACR	100275
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41018	81/04/21	2	81/04/21	15	0	NACR	100282
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41019	81/04/21	2	81/04/21	15	0	NACR	100283
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41020	81/04/21	2	81/04/21	15	0	NACR	100284
N=34										
1919-50 *	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40641	81/04/21	2	81/04/21	15	0	NACR	100100
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40642	81/04/21	2	81/04/21	15	0	NACR	100101
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40643	81/04/21	2	81/04/21	15	0	NACR	100102
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40645	81/04/21	2	81/04/21	15	0	NACR	100104
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40646	81/04/21	2	81/04/21	15	0	NACR	100105
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40648	81/04/21	2	81/04/21	15	0	NACR	100107
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40653	81/04/21	2	81/04/21	15	0	NACR	100112
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40654	81/04/21	2	81/04/21	15	0	NACR	100113
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40655	81/04/21	2	81/04/21	15	0	NACR	100114
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40656	81/04/21	2	81/04/21	15	0	NACR	100115
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40658	81/04/21	2	81/04/21	15	0	NACR	100117
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40664	81/04/21	2	81/04/21	15	0	NACR	100123
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40668	81/04/21	2	81/04/21	15	0	NACR	100127
N=13										
1956-00 ≠	TANK-210CI	LEASE POOL	40635	0/00/00	0	0/00/00	0	0	USLX	22003
	TANK-210CI	LEASE POOL	40640	0/00/00	0	0/00/00	0	0	USLX	22008
N=2										
1959-02 ≠	HOPPER-HT	LEASE POOL	41267	0/00/00	0	0/00/00	0	0	SECX	656
N=1										
2023-10 *	COV HOP-LO	FERDINAND RAILROAD	23860	83/07/01	10	84/09/04	5	0	USLX	4800
	COV HOP-LO	FERDINAND RAILROAD	23861	83/07/01	10	84/09/04	5	0	USLX	4801
	COV HOP-LO	FERDINAND RAILROAD	23862	83/07/01	10	84/09/04	5	0	USLX	4802
	COV HOP-LO	FERDINAND RAILROAD	23863	83/07/01	10	84/09/04	5	0	USLX	4803
	COV HOP-LO	FERDINAND RAILROAD	23866	83/07/01	10	84/09/04	5	0	USLX	4806
	COV HOP-LO	FERDINAND RAILROAD	23869	83/07/01	10	84/09/04	5	0	USLX	4809
	COV HOP-LO	FERDINAND RAILROAD	24178	83/07/01	10	84/09/04	5	0	USLX	7527
	COV HOP-LO	FERDINAND RAILROAD	25384	83/07/01	10	84/09/04	5	0	USLX	7817
	COV HOP-LO	FERDINAND RAILROAD	38513	83/07/01	10	84/09/04	5	0	USLX	27335
N=9										

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LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2040-01 *	TANK-210CI	CHARTRAND'S TANK CAR SERVICE, INC	39548	83/09/07	1	83/09/07	1	0	USLX	21856
	TANK-210CI	CHARTRAND'S TANK CAR SERVICE, INC	41105	83/09/07	1	83/09/07	1	0	USLX	22096
	TANK-210CI	CHARTRAND'S TANK CAR SERVICE, INC	41508	83/09/07	1	83/09/07	1	0	USLX	22205
N=3										
2043-01 *	COV HOP-LO	LEASE POOL	20306	0/00/00	0	0/00/00	0	0	USLX	5903
N=1										
2060-32 *	COV HOP-LO	CANADIAN NATIONAL RAILWAY	15407	83/12/21	32	83/12/21	0	7	USLX	31059
N=1										
2067-01 *	TANK-210CI	LEASE POOL	38447	0/00/00	0	0/00/00	0	0	ERLX	138
N=1										
2067-02 *	TANK-210CI	BUNGE CORPORATION	41103	84/03/01	2	84/06/26	0	1	USLX	22094
	TANK-210CI	BUNGE CORPORATION	41177	84/03/01	2	84/06/26	0	1	USLX	22168
N=2										

TOTAL COLLATERAL DELETIONS = 82