AN AFFILIATE OF
EVANS
PRODUCTS COMPANY

14059-II

EVANS RAILCAR LEASING COMPANY

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

RECORDATION NO. 14059-A-I Filed 1425

MAR 25 1985 -12 00 PM

INTERSTATE COMMERCE COMMISSION

5-084A051

No.

Date MAR 25 1985

Fee $ 10.00

ICC Washington, D. C.

March 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 March 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.

C. T. Hamb

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

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
FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1802-04	*	COV HOP-LO	UNION CHEMICALS DIVISION	16193	79/08/22	4	85/01/22	0	6	USLX	955
		COV HOP-LO	UNION CHEMICALS DIVISION	16209	79/08/22	4	85/01/22	0	6	USLX	972
		COV HOP-LO	UNION CHEMICALS DIVISION	16214	79/08/22	4	85/01/22	0	6	USLX	977
		COV HOP-LO	UNION CHEMICALS DIVISION	16225	79/08/22	4	85/01/22	0	6	USLX	988
		COV HOP-LO	UNION CHEMICALS DIVISION	16235	79/08/22	4	85/01/22	0	6	USLX	999
N=5											
1978-01	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41350	82/05/04	1	85/02/01	10	0	BN	438800
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41351	82/05/04	1	85/02/01	10	0	BN	438801
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41685	82/05/04	1	85/02/01	10	0	BN	438802
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41352	82/05/04	1	85/02/01	10	0	BN	438803
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41353	82/05/04	1	85/02/01	10	0	BN	438804
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41354	82/05/04	1	85/02/01	10	0	BN	438805
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41355	82/05/04	1	85/02/01	10	0	BN	438806
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41357	82/05/04	1	85/02/01	10	0	BN	438808
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41359	82/05/04	1	85/02/01	10	0	BN	438810
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41361	82/05/04	1	85/02/01	10	0	BN	438812
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41363	82/05/04	1	85/02/01	10	0	BN	438814
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41364	82/05/04	1	85/02/01	10	0	BN	438815
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41366	82/05/04	1	85/02/01	10	0	BN	438817
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41370	82/05/04	1	85/02/01	10	0	BN	438821
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41372	82/05/04	1	85/02/01	10	0	BN	438823
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41373	82/05/04	1	85/02/01	10	0	BN	438824
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41374	82/05/04	1	85/02/01	10	0	BN	438825
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41375	82/05/04	1	85/02/01	10	0	BN	438826
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41376	82/05/04	1	85/02/01	10	0	BN	438827
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41377	82/05/04	1	85/02/01	10	0	BN	438828
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41378	82/05/04	1	85/02/01	10	0	BN	438829
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41379	82/05/04	1	85/02/01	10	0	BN	438830
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41381	82/05/04	1	85/02/01	10	0	BN	438832
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41383	82/05/04	1	85/02/01	10	0	BN	438834
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41384	82/05/04	1	85/02/01	10	0	BN	438835
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41387	82/05/04	1	85/02/01	10	0	BN	438838
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41388	82/05/04	1	85/02/01	10	0	BN	438839
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41389	82/05/04	1	85/02/01	10	0	BN	438840
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41391	82/05/04	1	85/02/01	10	0	BN	438842
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41392	82/05/04	1	85/02/01	10	0	BN	438843
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41393	82/05/04	1	85/02/01	10	0	BN	438844
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41534	82/05/04	1	85/02/01	10	0	BN	438846
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41536	82/05/04	1	85/02/01	10	0	BN	438848
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41542	82/05/04	1	85/02/01	10	0	BN	438854
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41543	82/05/04	1	85/02/01	10	0	BN	438855
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41545	82/05/04	1	85/02/01	10	0	BN	438857
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41546	82/05/04	1	85/02/01	10	0	BN	438858
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41547	82/05/04	1	85/02/01	10	0	BN	438859
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41548	82/05/04	1	85/02/01	10	0	BN	438860

EXHIBIT A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1978-01	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41549	82/05/04	1	85/02/01	10	0	BN	438861
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41550	82/05/04	1	85/02/01	10	0	BN	438862
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41558	82/05/04	1	85/02/01	10	0	BN	438870
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41559	82/05/04	1	85/02/01	10	0	BN	438871
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41561	82/05/04	1	85/02/01	10	0	BN	438873
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41562	82/05/04	1	85/02/01	10	0	BN	438874
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41563	82/05/04	1	85/02/01	10	0	BN	438875
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41565	82/05/04	1	85/02/01	10	0	BN	438877
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41566	82/05/04	1	85/02/01	10	0	BN	438878
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41569	82/05/04	1	85/02/01	10	0	BN	438881
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41570	82/05/04	1	85/02/01	10	0	BN	438882
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41572	82/05/04	1	85/02/01	10	0	BN	438884
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41573	82/05/04	1	85/02/01	10	0	BN	438885
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41686	82/05/04	1	85/02/01	10	0	BN	438886
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41688	82/05/04	1	85/02/01	10	0	BN	438888
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41689	82/05/04	1	85/02/01	10	0	BN	438889
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41690	82/05/04	1	85/02/01	10	0	BN	438890
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41691	82/05/04	1	85/02/01	10	0	BN	438891
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41694	82/05/04	1	85/02/01	10	0	BN	438894
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41695	82/05/04	1	85/02/01	10	0	BN	438895
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41696	82/05/04	1	85/02/01	10	0	BN	438896
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41697	82/05/04	1	85/02/01	10	0	BN	438897
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41700	82/05/04	1	85/02/01	10	0	BN	438900
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41702	82/05/04	1	85/02/01	10	0	BN	438902
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41703	82/05/04	1	85/02/01	10	0	BN	438903
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41704	82/05/04	1	85/02/01	10	0	BN	438904
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41707	82/05/04	1	85/02/01	10	0	BN	438907
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41709	82/05/04	1	85/02/01	10	0	BN	438909
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41710	82/05/04	1	85/02/01	10	0	BN	438910
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41711	82/05/04	1	85/02/01	10	0	BN	438911
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41712	82/05/04	1	85/02/01	10	0	BN	438912
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41713	82/05/04	1	85/02/01	10	0	BN	438913
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41716	82/05/04	1	85/02/01	10	0	BN	438916
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41717	82/05/04	1	85/02/01	10	0	BN	438917
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41720	82/05/04	1	85/02/01	10	0	BN	438920
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41723	82/05/04	1	85/02/01	10	0	BN	438923
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41724	82/05/04	1	85/02/01	10	0	BN	438924
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41725	82/05/04	1	85/02/01	10	0	BN	438925
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41727	82/05/04	1	85/02/01	10	0	BN	438927
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41728	82/05/04	1	85/02/01	10	0	BN	438928
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41729	82/05/04	1	85/02/01	10	0	BN	438929
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41730	82/05/04	1	85/02/01	10	0	BN	438930
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41732	82/05/04	1	85/02/01	10	0	BN	438932
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41735	82/05/04	1	85/02/01	10	0	BN	438935
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41751	82/05/04	1	85/02/01	10	0	BN	438936
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41754	82/05/04	1	85/02/01	10	0	BN	438939
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41755	82/05/04	1	85/02/01	10	0	BN	438940
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41817	82/05/04	1	85/02/01	10	0	BN	438947
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41820	82/05/04	1	85/02/01	10	0	BN	438950
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41821	82/05/04	1	85/02/01	10	0	BN	438951
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41823	82/05/04	1	85/02/01	10	0	BN	438953
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41824	82/05/04	1	85/02/01	10	0	BN	438954

EXHIBIT A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1978-01	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41825	82/05/04	1	85/02/01	10	0	BN	438955
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41827	82/05/04	1	85/02/01	10	0	BN	438957
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41833	82/05/04	1	85/02/01	10	0	BN	438963
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41836	82/05/04	1	85/02/01	10	0	BN	438966
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41838	82/05/04	1	85/02/01	10	0	BN	438968
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41842	82/05/04	1	85/02/01	10	0	BN	438972
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41844	82/05/04	1	85/02/01	10	0	BN	438974
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41848	82/05/04	1	85/02/01	10	0	BN	438978
N=99											
2032-01	*	COV HOP-LO	MARYLAND MIDLAND RAILROAD	41715	83/07/07	1	83/07/07	15	0	MMID	3400
N=1											
2065-02	*	TANK-210CI	TRANSPORTATION EQUIPMENT INC	39628	84/01/15	2	85/01/04	0	4	USLX	21980
N=1											

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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
2067-04	*	TANK 210CI	BUNGE CORPORATION	38439	84/03/01	4	85/01/14	0	1	ERLX	130
		TANK 210CI	BUNGE CORPORATION	38440	84/03/01	4		0	1	ERLX	131
		TANK 210CI	BUNGE CORPORATION	38442	84/03/01	4		0	1	ERLX	133
		TANK 210CI	BUNGE CORPORATION	38444	84/03/01	4		0	1	ERLX	135
		TANK 210CI	BUNGE CORPORATION	38446	84/03/01	4		0	1	ERLX	137
		TANK 210CI	BUNGE CORPORATION	38447	84/03/01	4		0	1	ERLX	138
		TANK 210CI	BUNGE CORPORATION	39523	84/03/01	4		0	1	USLX	21827
		TANK 210CI	BUNGE CORPORATION	39535	84/03/01	4		0	1	USLX	21839
		TANK 210CI	BUNGE CORPORATION	39548	84/03/01	4		0	1	USLX	21856
		TANK 210CI	BUNGE CORPORATION	41091	84/03/01	4		0	1	USLX	22025
		TANK 210CI	BUNGE CORPORATION	41093	84/03/01	4		0	1	USLX	22027
		TANK 210CI	BUNGE CORPORATION	41094	84/03/01	4		0	1	USLX	22028
		TANK 210CI	BUNGE CORPORATION	41103	84/03/01	4		0	1	USLX	22094
		TANK 210CI	BUNGE CORPORATION	41105	84/03/01	4		0	1	USLX	22096
		TANK 210CI	BUNGE CORPORATION	41108	84/03/01	4		0	1	USLX	22099
		TANK 210CI	BUNGE CORPORATION	41109	84/03/01	4		0	1	USLX	22100
		TANK 210CI	BUNGE CORPORATION	41117	84/03/01	4		0	1	USLX	22108
		TANK 210CI	BUNGE CORPORATION	41124	84/03/01	4		0	1	USLX	22115
		TANK 210CI	BUNGE CORPORATION	41142	84/03/01	4		0	1	USLX	22133
		TANK 210CI	BUNGE CORPORATION	41143	84/03/01	4		0	1	USLX	22134
		TANK 210CI	BUNGE CORPORATION	41154	84/03/01	4		0	1	USLX	22145
		TANK 210CI	BUNGE CORPORATION	41155	84/03/01	4		0	1	USLX	22146
		TANK 210CI	BUNGE CORPORATION	41158	84/03/01	4		0	1	USLX	22149
		TANK 210CI	BUNGE CORPORATION	41161	84/03/01	4		0	1	USLX	22152
		TANK 210CI	BUNGE CORPORATION	41163	84/03/01	4		0	1	USLX	22154
		TANK 210CI	BUNGE CORPORATION	41165	84/03/01	4		0	1	USLX	22156
		TANK 210CI	BUNGE CORPORATION	41166	84/03/01	4		0	1	USLX	22157
		TANK 210CI	BUNGE CORPORATION	41174	84/03/01	4		0	1	USLX	22165
		TANK 210CI	BUNGE CORPORATION	41177	84/03/01	4		0	1	USLX	22168
		TANK 210CI	BUNGE CORPORATION	41178	84/03/01	4		0	1	USLX	22169
		TANK 210CI	BUNGE CORPORATION	41184	84/03/01	4		0	1	USLX	22175
		TANK 210CI	BUNGE CORPORATION	41185	84/03/01	4		0	1	USLX	22176
		TANK 210CI	BUNGE CORPORATION	41189	84/03/01	4		0	1	USLX	22180
		TANK 210CI	BUNGE CORPORATION	41191	84/03/01	4		0	1	USLX	22182
		TANK 210CI	BUNGE CORPORATION	41508	84/03/01	4		0	1	USLX	22205
		TANK 210CI	BUNGE CORPORATION	41509	84/03/01	4		0	1	USLX	22206
N=36											
2083-03	*	TANK-210CI	PROCTER & GAMBLE MFG CO	37318	84/07/11	3	84/11/27	3	0	ERLX	100
		TANK-210CI	PROCTER & GAMBLE MFG CO	37319	84/07/11	3	84/11/27	3	0	ERLX	101
		TANK-210CI	PROCTER & GAMBLE MFG CO	37322	84/07/11	3	84/11/27	3	0	ERLX	104
		TANK-210CI	PROCTER & GAMBLE MFG CO	37324	84/07/11	3	84/11/27	3	0	ERLX	106
N=4											

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COLLATERAL ADDITIONS
FEBRUARY 28, 1985

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	USLX	100100
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40642	84/09/01	1	84/09/01	1	0	USLX	100101
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40643	84/09/01	1	84/09/01	1	0	USLX	100102
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40645	84/09/01	1	84/09/01	1	0	USLX	100104
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40646	84/09/01	1	84/09/01	1	0	USLX	100105
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40648	84/09/01	1	84/09/01	1	0	USLX	100107
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40649	84/09/01	1	84/09/01	1	0	USLX	100108
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40650	84/09/01	1	84/09/01	1	0	USLX	100109
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40653	84/09/01	1	84/09/01	1	0	USLX	100112
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40654	84/09/01	1	84/09/01	1	0	USLX	100113
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40655	84/09/01	1	84/09/01	1	0	USLX	100114
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40656	84/09/01	1	84/09/01	1	0	USLX	100115
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40658	84/09/01	1	84/09/01	1	0	USLX	100117
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40662	84/09/01	1	84/09/01	1	0	USLX	100121
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40663	84/09/01	1	84/09/01	1	0	USLX	100122
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40664	84/09/01	1	84/09/01	1	0	USLX	100123
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40667	84/09/01	1	84/09/01	1	0	USLX	100126
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40668	84/09/01	1	84/09/01	1	0	USLX	100127
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40669	84/09/01	1	84/09/01	1	0	USLX	100128
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40675	84/09/01	1	84/09/01	1	0	USLX	100134
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40676	84/09/01	1	84/09/01	1	0	USLX	100135
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40679	84/09/01	1	84/09/01	1	0	USLX	100138
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40680	84/09/01	1	84/09/01	1	0	USLX	100139
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40681	84/09/01	1	84/09/01	1	0	USLX	100140
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40683	84/09/01	1	84/09/01	1	0	USLX	100142
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40684	84/09/01	1	84/09/01	1	0	USLX	100143
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40686	84/09/01	1	84/09/01	1	0	USLX	100145
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40687	84/09/01	1	84/09/01	1	0	USLX	100146
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40688	84/09/01	1	84/09/01	1	0	USLX	100147
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40689	84/09/01	1	84/09/01	1	0	USLX	100148
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40691	84/09/01	1	84/09/01	1	0	USLX	100150
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40692	84/09/01	1	84/09/01	1	0	USLX	100151
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40693	84/09/01	1	84/09/01	1	0	USLX	100152
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40694	84/09/01	1	84/09/01	1	0	USLX	100153
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40696	84/09/01	1	84/09/01	1	0	USLX	100155
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40697	84/09/01	1	84/09/01	1	0	USLX	100156
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40698	84/09/01	1	84/09/01	1	0	USLX	100157
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40894	84/09/01	1	84/09/01	1	0	USLX	100159
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40895	84/09/01	1	84/09/01	1	0	USLX	100160
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40896	84/09/01	1	84/09/01	1	0	USLX	100161
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40899	84/09/01	1	84/09/01	1	0	USLX	100164
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40903	84/09/01	1	84/09/01	1	0	USLX	100168
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40904	84/09/01	1	84/09/01	1	0	USLX	100169
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40914	84/09/01	1	84/09/01	1	0	USLX	100179
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40915	84/09/01	1	84/09/01	1	0	USLX	100180
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40916	84/09/01	1	84/09/01	1	0	USLX	100181
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40921	84/09/01	1	84/09/01	1	0	USLX	100186
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40922	84/09/01	1	84/09/01	1	0	USLX	100187
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40923	84/09/01	1	84/09/01	1	0	USLX	100188
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40924	84/09/01	1	84/09/01	1	0	USLX	100189
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40925	84/09/01	1	84/09/01	1	0	USLX	100190
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40926	84/09/01	1	84/09/01	1	0	USLX	100191

EXHIBIT A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

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	40930	84/09/01	1	84/09/01	1	0	USLX	100194
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40931	84/09/01	1	84/09/01	1	0	USLX	100195
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40932	84/09/01	1	84/09/01	1	0	USLX	100196
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40933	84/09/01	1	84/09/01	1	0	USLX	100197
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40941	84/09/01	1	84/09/01	1	0	USLX	100205
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40945	84/09/01	1	84/09/01	1	0	USLX	100209
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40946	84/09/01	1	84/09/01	1	0	USLX	100210
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40952	84/09/01	1	84/09/01	1	0	USLX	100216
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40953	84/09/01	1	84/09/01	1	0	USLX	100217
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40954	84/09/01	1	84/09/01	1	0	USLX	100218
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40955	84/09/01	1	84/09/01	1	0	USLX	100219
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40956	84/09/01	1	84/09/01	1	0	USLX	100220
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40957	84/09/01	1	84/09/01	1	0	USLX	100221
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40962	84/09/01	1	84/09/01	1	0	USLX	100226
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40963	84/09/01	1	84/09/01	1	0	USLX	100227
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40965	84/09/01	1	84/09/01	1	0	USLX	100229
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40967	84/09/01	1	84/09/01	1	0	USLX	100231
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40977	84/09/01	1	84/09/01	1	0	USLX	100241
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40980	84/09/01	1	84/09/01	1	0	USLX	100244
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40981	84/09/01	1	84/09/01	1	0	USLX	100245
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40987	84/09/01	1	84/09/01	1	0	USLX	100251
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40988	84/09/01	1	84/09/01	1	0	USLX	100252
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40989	84/09/01	1	84/09/01	1	0	USLX	100253
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40991	84/09/01	1	84/09/01	1	0	USLX	100255
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40997	84/09/01	1	84/09/01	1	0	USLX	100261
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41000	84/09/01	1	84/09/01	1	0	USLX	100264
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41001	84/09/01	1	84/09/01	1	0	USLX	100265
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41002	84/09/01	1	84/09/01	1	0	USLX	100266
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41003	84/09/01	1	84/09/01	1	0	USLX	100267
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41004	84/09/01	1	84/09/01	1	0	USLX	100268
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41005	84/09/01	1	84/09/01	1	0	USLX	100269
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41006	84/09/01	1	84/09/01	1	0	USLX	100270
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41010	84/09/01	1	84/09/01	1	0	USLX	100274
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41011	84/09/01	1	84/09/01	1	0	USLX	100275
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41017	84/09/01	1	84/09/01	1	0	USLX	100281
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41018	84/09/01	1	84/09/01	1	0	USLX	100282
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41019	84/09/01	1	84/09/01	1	0	USLX	100283
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41020	84/09/01	1	84/09/01	1	0	USLX	100284
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41024	84/09/01	1	84/09/01	1	0	USLX	100288
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41025	84/09/01	1	84/09/01	1	0	USLX	100289
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41030	84/09/01	1	84/09/01	1	0	USLX	100294
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41032	84/09/01	1	84/09/01	1	0	USLX	100296
N=94											
2087-01	*	COV HOP-LO	WESTERN TENNESSEE RAILROAD	24174	84/08/14	1	84/08/14	10	0	WTNN	7522
N=1											

E X H I B I T A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2094-01	*	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37813	84/09/17	1	84/09/17	1	0	IAIS	643551
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37815	84/09/17	1	84/09/17	1	0	IAIS	643553
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37818	84/09/17	1	84/09/17	1	0	IAIS	643556
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37819	84/09/17	1	84/09/17	1	0	IAIS	643557
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37837	84/09/17	1	84/09/17	1	0	IAIS	643575
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37841	84/09/17	1	84/09/17	1	0	IAIS	643579
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37842	84/09/17	1	84/09/17	1	0	IAIS	643580
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37844	84/09/17	1	84/09/17	1	0	IAIS	643582

N=8

TOTAL COLLATERAL ADDITIONS 02/85 = 249

EXHIBIT B
COLLATERAL DELETIONS
FEBRUARY 28, 1985

LOT NUMBER	* ≠	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1542-16	≠	TANK-210CI	LEASE POOL	41166	0/00/00	0	0/00/00	0	0	USLX	22157
N=1											
1748-02	*	GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37813	82/10/15	1	83/07/21	1	3	IRRC	643551
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37815	82/10/15	1	83/07/21	1	3	IRRC	643553
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37818	82/10/15	1	83/07/21	1	3	IRRC	643556
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37819	82/10/15	1	83/07/21	1	3	IRRC	643557
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37837	82/10/15	1	83/07/21	1	3	IRRC	643575
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37841	82/10/15	1	83/07/21	1	3	IRRC	643579
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37842	82/10/15	1	83/07/21	1	3	IRRC	643580
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37844	82/10/15	1	83/07/21	1	3	IRRC	643582
N=8											
1758-00	≠	COV HOP-LO	LEASE POOL	16193	0/00/00	0	0/00/00	0	0	USLX	955
		COV HOP-LO	LEASE POOL	16209	0/00/00	0	0/00/00	0	0	USLX	972
		COV HOP-LO	LEASE POOL	16214	0/00/00	0	0/00/00	0	0	USLX	977
		COV HOP-LO	LEASE POOL	16225	0/00/00	0	0/00/00	0	0	USLX	988
		COV HOP-LO	LEASE POOL	16235	0/00/00	0	0/00/00	0	0	USLX	999
N=5											
1976-00	≠	TANK-210CI	LEASE POOL	41174	0/00/00	0	0/00/00	0	0	USLX	22165
		TANK-210CI	LEASE POOL	41189	0/00/00	0	0/00/00	0	0	USLX	22180
N=2											
1976-02	≠	TANK-210CI	LEASE POOL	41191	0/00/00	0	0/00/00	0	0	USLX	22182
N=1											
1978-00	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41350	82/05/04	1	82/05/04	2	8	BN	438800
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41351	82/05/04	1	82/05/04	2	8	BN	438801
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41685	82/05/04	1	82/05/04	2	8	BN	438802
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41352	82/05/04	1	82/05/04	2	8	BN	438803
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41353	82/05/04	1	82/05/04	2	8	BN	438804
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41354	82/05/04	1	82/05/04	2	8	BN	438805
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41355	82/05/04	1	82/05/04	2	8	BN	438806
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41357	82/05/04	1	82/05/04	2	8	BN	438808
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41359	82/05/04	1	82/05/04	2	8	BN	438810
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41361	82/05/04	1	82/05/04	2	8	BN	438812
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41363	82/05/04	1	82/05/04	2	8	BN	438814
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41364	82/05/04	1	82/05/04	2	8	BN	438815
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41366	82/05/04	1	82/05/04	2	8	BN	438817
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41370	82/05/04	1	82/05/04	2	8	BN	438821
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41372	82/05/04	1	82/05/04	2	8	BN	438823

E X H I B I T B
COLLATERAL DELETIONS
FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1978-00	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41373	82/05/04	1	82/05/04	2	8	BN	438824
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41374	82/05/04	1	82/05/04	2	8	BN	438825
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41375	82/05/04	1	82/05/04	2	8	BN	438826
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41376	82/05/04	1	82/05/04	2	8	BN	438827
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41377	82/05/04	1	82/05/04	2	8	BN	438828
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41378	82/05/04	1	82/05/04	2	8	BN	438829
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41379	82/05/04	1	82/05/04	2	8	BN	438830
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41381	82/05/04	1	82/05/04	2	8	BN	438832
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41383	82/05/04	1	82/05/04	2	8	BN	438834
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41384	82/05/04	1	82/05/04	2	8	BN	438835
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41387	82/05/04	1	82/05/04	2	8	BN	438838
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41388	82/05/04	1	82/05/04	2	8	BN	438839
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41389	82/05/04	1	82/05/04	2	8	BN	438840
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41391	82/05/04	1	82/05/04	2	8	BN	438842
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41392	82/05/04	1	82/05/04	2	8	BN	438843
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41393	82/05/04	1	82/05/04	2	8	BN	438844
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41534	82/05/04	1	82/05/04	2	8	BN	438846
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41536	82/05/04	1	82/05/04	2	8	BN	438848
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41542	82/05/04	1	82/05/04	2	8	BN	438854
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41543	82/05/04	1	82/05/04	2	8	BN	438855
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41545	82/05/04	1	82/05/04	2	8	BN	438857
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41546	82/05/04	1	82/05/04	2	8	BN	438858
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41547	82/05/04	1	82/05/04	2	8	BN	438859
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41548	82/05/04	1	82/05/04	2	8	BN	438860
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41549	82/05/04	1	82/05/04	2	8	BN	438861
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41550	82/05/04	1	82/05/04	2	8	BN	438862
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41558	82/05/04	1	82/05/04	2	8	BN	438870
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41559	82/05/04	1	82/05/04	2	8	BN	438871
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41561	82/05/04	1	82/05/04	2	8	BN	438873
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41562	82/05/04	1	82/05/04	2	8	BN	438874
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41563	82/05/04	1	82/05/04	2	8	BN	438875
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41565	82/05/04	1	82/05/04	2	8	BN	438877
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41566	82/05/04	1	82/05/04	2	8	BN	438878
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41569	82/05/04	1	82/05/04	2	8	BN	438881
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41570	82/05/04	1	82/05/04	2	8	BN	438882
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41572	82/05/04	1	82/05/04	2	8	BN	438884
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41573	82/05/04	1	82/05/04	2	8	BN	438885
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41686	82/05/04	1	82/05/04	2	8	BN	438886
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41688	82/05/04	1	82/05/04	2	8	BN	438888
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41689	82/05/04	1	82/05/04	2	8	BN	438889
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41690	82/05/04	1	82/05/04	2	8	BN	438890
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41691	82/05/04	1	82/05/04	2	8	BN	438891
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41694	82/05/04	1	82/05/04	2	8	BN	438894
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41695	82/05/04	1	82/05/04	2	8	BN	438895
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41696	82/05/04	1	82/05/04	2	8	BN	438896
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41697	82/05/04	1	82/05/04	2	8	BN	438897
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41700	82/05/04	1	82/05/04	2	8	BN	438900
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41702	82/05/04	1	82/05/04	2	8	BN	438902
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41703	82/05/04	1	82/05/04	2	8	BN	438903
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41704	82/05/04	1	82/05/04	2	8	BN	438904
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41707	82/05/04	1	82/05/04	2	8	BN	438907
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41709	82/05/04	1	82/05/04	2	8	BN	438909

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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
1978-00	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41710	82/05/04	1	82/05/04	2	8	BN	438910
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41711	82/05/04	1	82/05/04	2	8	BN	438911
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41712	82/05/04	1	82/05/04	2	8	BN	438912
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41713	82/05/04	1	82/05/04	2	8	BN	438913
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41716	82/05/04	1	82/05/04	2	8	BN	438916
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41717	82/05/04	1	82/05/04	2	8	BN	438917
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41720	82/05/04	1	82/05/04	2	8	BN	438920
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41723	82/05/04	1	82/05/04	2	8	BN	438923
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41724	82/05/04	1	82/05/04	2	8	BN	438924
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41725	82/05/04	1	82/05/04	2	8	BN	438925
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41727	82/05/04	1	82/05/04	2	8	BN	438927
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41728	82/05/04	1	82/05/04	2	8	BN	438928
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41729	82/05/04	1	82/05/04	2	8	BN	438929
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41730	82/05/04	1	82/05/04	2	8	BN	438930
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41732	82/05/04	1	82/05/04	2	8	BN	438932
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41735	82/05/04	1	82/05/04	2	8	BN	438935
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41751	82/05/04	1	82/05/04	2	8	BN	438936
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41754	82/05/04	1	82/05/04	2	8	BN	438939
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41755	82/05/04	1	82/05/04	2	8	BN	438940
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41817	82/05/04	1	82/05/04	2	8	BN	438947
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41820	82/05/04	1	82/05/04	2	8	BN	438950
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41821	82/05/04	1	82/05/04	2	8	BN	438951
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41823	82/05/04	1	82/05/04	2	8	BN	438953
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41824	82/05/04	1	82/05/04	2	8	BN	438954
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41825	82/05/04	1	82/05/04	2	8	BN	438955
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41827	82/05/04	1	82/05/04	2	8	BN	438957
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41833	82/05/04	1	82/05/04	2	8	BN	438963
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41836	82/05/04	1	82/05/04	2	8	BN	438966
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41838	82/05/04	1	82/05/04	2	8	BN	438968
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41842	82/05/04	1	82/05/04	2	8	BN	438972
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41844	82/05/04	1	82/05/04	2	8	BN	438974
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41848	82/05/04	1	82/05/04	2	8	BN	438978
N=99											
1984-00	≠	TANK-210CI	LEASE POOL	37318	0/00/00	0	0/00/00	0	0	ERLX	100
		TANK-210CI	LEASE POOL	37319	0/00/00	0	0/00/00	0	0	ERLX	101
		TANK-210CI	LEASE POOL	37322	0/00/00	0	0/00/00	0	0	ERLX	104
		TANK-210CI	LEASE POOL	37324	0/00/00	0	0/00/00	0	0	ERLX	106
N=4											
2026-02	≠	TANK-210CI	LEASE POOL	39628	0/00/00	0	0/00/00	0	0	USLX	21980
N=1											

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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
2032-02	* COV HOP-LO	MARYLAND MIDLAND RAILROAD	41715	83/07/07	2	84/01/06	15	0	BN	438915
N=1										
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										
2067-02	≑ TANK-210CI	LEASE POOL	41103	0/00/00	0	0/00/00	0	0	USLX	22094
	TANK-210CI	LEASE POOL	41108	0/00/00	0	0/00/00	0	0	USLX	22099
	TANK-210CI	LEASE POOL	41161	0/00/00	0	0/00/00	0	0	USLX	22152
	TANK-210CI	LEASE POOL	41177	0/00/00	0	0/00/00	0	0	USLX	22168
	TANK-210CI	LEASE POOL	41178	0/00/00	0	0/00/00	0	0	USLX	22169
N=5										
2067-03	* TANK-210CI	BUNGE CORPORATION	38439	84/03/01	3	84/09/17	0	1	ERLX	130
	TANK-210CI	BUNGE CORPORATION	38440	84/03/01	3	84/09/17	0	1	ERLX	131
	TANK-210CI	BUNGE CORPORATION	38442	84/03/01	3	84/09/17	0	1	ERLX	133
	TANK-210CI	BUNGE CORPORATION	38444	84/03/01	3	84/09/17	0	1	ERLX	135
	TANK-210CI	BUNGE CORPORATION	38446	84/03/01	3	84/09/17	0	1	ERLX	137
	TANK-210CI	BUNGE CORPORATION	38447	84/03/01	3	84/09/17	0	1	ERLX	138
	TANK-210CI	BUNGE CORPORATION	39523	84/03/01	3	84/09/17	0	1	USLX	21827
	TANK-210CI	BUNGE CORPORATION	39535	84/03/01	3	84/09/17	0	1	USLX	21839
	TANK-210CI	BUNGE CORPORATION	41091	84/03/01	3	84/09/17	0	1	USLX	22025
	TANK-210CI	BUNGE CORPORATION	41093	84/03/01	3	84/09/17	0	1	USLX	22027
	TANK-210CI	BUNGE CORPORATION	41094	84/03/01	3	84/09/17	0	1	USLX	22028
	TANK-210CI	BUNGE CORPORATION	41109	84/03/01	3	84/09/17	0	1	USLX	22100
	TANK-210CI	BUNGE CORPORATION	41117	84/03/01	3	84/09/17	0	1	USLX	22108
	TANK-210CI	BUNGE CORPORATION	41124	84/03/01	3	84/09/17	0	1	USLX	22115
	TANK-210CI	BUNGE CORPORATION	41142	84/03/01	3	84/09/17	0	1	USLX	22133
	TANK-210CI	BUNGE CORPORATION	41143	84/03/01	3	84/09/17	0	1	USLX	22134
	TANK-210CI	BUNGE CORPORATION	41154	84/03/01	3	84/09/17	0	1	USLX	22145
	TANK-210CI	BUNGE CORPORATION	41155	84/03/01	3	84/09/17	0	1	USLX	22146
	TANK-210CI	BUNGE CORPORATION	41158	84/03/01	3	84/09/17	0	1	USLX	22149
	TANK-210CI	BUNGE CORPORATION	41163	84/03/01	3	84/09/17	0	1	USLX	22154
	TANK-210CI	BUNGE CORPORATION	41165	84/03/01	3	84/09/17	0	1	USLX	22156
	TANK-210CI	BUNGE CORPORATION	41184	84/03/01	3	84/09/17	0	1	USLX	22175
	TANK-210CI	BUNGE CORPORATION	41185	84/03/01	3	84/09/17	0	1	USLX	22176
	TANK-210CI	BUNGE CORPORATION	41509	84/03/01	3	84/09/17	0	1	USLX	22206
N=24										

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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	40649	84/09/01	1	84/09/01	1	0	NACR	100108
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40650	84/09/01	1	84/09/01	1	0	NACR	100109
		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	40662	84/09/01	1	84/09/01	1	0	NACR	100121
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40663	84/09/01	1	84/09/01	1	0	NACR	100122
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40664	84/09/01	1	84/09/01	1	0	NACR	100123
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40667	84/09/01	1	84/09/01	1	0	NACR	100126
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40668	84/09/01	1	84/09/01	1	0	NACR	100127
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40669	84/09/01	1	84/09/01	1	0	NACR	100128
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40675	84/09/01	1	84/09/01	1	0	NACR	100134

EXHIBIT B
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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
2084-01	*	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40676	84/09/01	1	84/09/01	1	0	NACR	100135
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40679	84/09/01	1	84/09/01	1	0	NACR	100138
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40680	84/09/01	1	84/09/01	1	0	NACR	100139
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40681	84/09/01	1	84/09/01	1	0	NACR	100140
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40683	84/09/01	1	84/09/01	1	0	NACR	100142
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40684	84/09/01	1	84/09/01	1	0	NACR	100143
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40686	84/09/01	1	84/09/01	1	0	NACR	100145
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40687	84/09/01	1	84/09/01	1	0	NACR	100146
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40688	84/09/01	1	84/09/01	1	0	NACR	100147
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40689	84/09/01	1	84/09/01	1	0	NACR	100148
		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	40693	84/09/01	1	84/09/01	1	0	NACR	100152
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40694	84/09/01	1	84/09/01	1	0	NACR	100153
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40696	84/09/01	1	84/09/01	1	0	NACR	100155
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40697	84/09/01	1	84/09/01	1	0	NACR	100156
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40698	84/09/01	1	84/09/01	1	0	NACR	100157
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40894	84/09/01	1	84/09/01	1	0	NACR	100159
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40895	84/09/01	1	84/09/01	1	0	NACR	100160
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40896	84/09/01	1	84/09/01	1	0	NACR	100161
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40899	84/09/01	1	84/09/01	1	0	NACR	100164
		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	40930	84/09/01	1	84/09/01	1	0	NACR	100194
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40931	84/09/01	1	84/09/01	1	0	NACR	100195
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40932	84/09/01	1	84/09/01	1	0	NACR	100196
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40933	84/09/01	1	84/09/01	1	0	NACR	100197
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40941	84/09/01	1	84/09/01	1	0	NACR	100205
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40945	84/09/01	1	84/09/01	1	0	NACR	100209
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40946	84/09/01	1	84/09/01	1	0	NACR	100210
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40952	84/09/01	1	84/09/01	1	0	NACR	100216
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40953	84/09/01	1	84/09/01	1	0	NACR	100217
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40954	84/09/01	1	84/09/01	1	0	NACR	100218
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40955	84/09/01	1	84/09/01	1	0	NACR	100219
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40956	84/09/01	1	84/09/01	1	0	NACR	100220
		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	40967	84/09/01	1	84/09/01	1	0	NACR	100231
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40977	84/09/01	1	84/09/01	1	0	NACR	100241
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40980	84/09/01	1	84/09/01	1	0	NACR	100244
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40981	84/09/01	1	84/09/01	1	0	NACR	100245

EXHIBIT B
COLLATERAL DELETIONS
FEBRUARY 28, 1985

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	40987	84/09/01	1	84/09/01	1	0	NACR	100251
		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	40991	84/09/01	1	84/09/01	1	0	NACR	100255
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40997	84/09/01	1	84/09/01	1	0	NACR	100261
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41000	84/09/01	1	84/09/01	1	0	NACR	100264
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41001	84/09/01	1	84/09/01	1	0	NACR	100265
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41002	84/09/01	1	84/09/01	1	0	NACR	100266
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41003	84/09/01	1	84/09/01	1	0	NACR	100267
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41004	84/09/01	1	84/09/01	1	0	NACR	100268
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41005	84/09/01	1	84/09/01	1	0	NACR	100269
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41006	84/09/01	1	84/09/01	1	0	NACR	100270
		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	41017	84/09/01	1	84/09/01	1	0	NACR	100281
		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
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41024	84/09/01	1	84/09/01	1	0	NACR	100288
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41025	84/09/01	1	84/09/01	1	0	NACR	100289
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41030	84/09/01	1	84/09/01	1	0	NACR	100294
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41032	84/09/01	1	84/09/01	1	0	NACR	100296
N=94											
2087-01	*	COV HOP-LO	WESTERN TENNESSEE RAILROAD	24174	84/08/14	1	84/08/14	10	0	USLX	7522
N=1											

TOTAL COLLATERAL DELETIONS 02/85 = 249

RECORDATION NO. 14059-A Filed 1425

MAR 25 1985 -12 00 PM

INTERSTATE COMMERCE COMMISSION

AMENDMENT TO SECURITY AGREEMENT

THIS AMENDMENT TO SECURITY AGREEMENT is dated as of the 1st day of March 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. Dayton
Vice President

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

By: Mary C. Kolman
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 1st day of March, 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 Mark C. Rohman 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 March, 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).

EXHIBIT A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1802-04	*	COV HOP-LO	UNION CHEMICALS DIVISION	16193	79/08/22	4	85/01/22	0	6	USLX	955
		COV HOP-LO	UNION CHEMICALS DIVISION	16209	79/08/22	4	85/01/22	0	6	USLX	972
		COV HOP-LO	UNION CHEMICALS DIVISION	16214	79/08/22	4	85/01/22	0	6	USLX	977
		COV HOP-LO	UNION CHEMICALS DIVISION	16225	79/08/22	4	85/01/22	0	6	USLX	988
		COV HOP-LO	UNION CHEMICALS DIVISION	16235	79/08/22	4	85/01/22	0	6	USLX	999
N=5											
1978-01	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41350	82/05/04	1	85/02/01	10	0	BN	438800
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41351	82/05/04	1	85/02/01	10	0	BN	438801
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41685	82/05/04	1	85/02/01	10	0	BN	438802
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41352	82/05/04	1	85/02/01	10	0	BN	438803
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41353	82/05/04	1	85/02/01	10	0	BN	438804
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41354	82/05/04	1	85/02/01	10	0	BN	438805
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41355	82/05/04	1	85/02/01	10	0	BN	438806
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41357	82/05/04	1	85/02/01	10	0	BN	438808
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41359	82/05/04	1	85/02/01	10	0	BN	438810
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41361	82/05/04	1	85/02/01	10	0	BN	438812
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41363	82/05/04	1	85/02/01	10	0	BN	438814
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41364	82/05/04	1	85/02/01	10	0	BN	438815
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41366	82/05/04	1	85/02/01	10	0	BN	438817
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41370	82/05/04	1	85/02/01	10	0	BN	438821
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41372	82/05/04	1	85/02/01	10	0	BN	438823
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41373	82/05/04	1	85/02/01	10	0	BN	438824
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41374	82/05/04	1	85/02/01	10	0	BN	438825
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41375	82/05/04	1	85/02/01	10	0	BN	438826
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41376	82/05/04	1	85/02/01	10	0	BN	438827
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41377	82/05/04	1	85/02/01	10	0	BN	438828
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41378	82/05/04	1	85/02/01	10	0	BN	438829
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41379	82/05/04	1	85/02/01	10	0	BN	438830
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41381	82/05/04	1	85/02/01	10	0	BN	438832
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41383	82/05/04	1	85/02/01	10	0	BN	438834
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41384	82/05/04	1	85/02/01	10	0	BN	438835
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41387	82/05/04	1	85/02/01	10	0	BN	438838
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41388	82/05/04	1	85/02/01	10	0	BN	438839
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41389	82/05/04	1	85/02/01	10	0	BN	438840
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41391	82/05/04	1	85/02/01	10	0	BN	438842
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41392	82/05/04	1	85/02/01	10	0	BN	438843
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41393	82/05/04	1	85/02/01	10	0	BN	438844
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41534	82/05/04	1	85/02/01	10	0	BN	438846
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41536	82/05/04	1	85/02/01	10	0	BN	438848
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41542	82/05/04	1	85/02/01	10	0	BN	438854
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41543	82/05/04	1	85/02/01	10	0	BN	438855
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41545	82/05/04	1	85/02/01	10	0	BN	438857
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41546	82/05/04	1	85/02/01	10	0	BN	438858
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41547	82/05/04	1	85/02/01	10	0	BN	438859
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41548	82/05/04	1	85/02/01	10	0	BN	438860

EXHIBIT A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

LOT NUMBER	* ≠	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1978-01	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41549	82/05/04	1	85/02/01	10	0	BN	438861
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41550	82/05/04	1	85/02/01	10	0	BN	438862
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41558	82/05/04	1	85/02/01	10	0	BN	438870
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41559	82/05/04	1	85/02/01	10	0	BN	438871
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41561	82/05/04	1	85/02/01	10	0	BN	438873
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41562	82/05/04	1	85/02/01	10	0	BN	438874
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41563	82/05/04	1	85/02/01	10	0	BN	438875
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41565	82/05/04	1	85/02/01	10	0	BN	438877
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41566	82/05/04	1	85/02/01	10	0	BN	438878
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41569	82/05/04	1	85/02/01	10	0	BN	438881
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41570	82/05/04	1	85/02/01	10	0	BN	438882
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41572	82/05/04	1	85/02/01	10	0	BN	438884
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41573	82/05/04	1	85/02/01	10	0	BN	438885
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41686	82/05/04	1	85/02/01	10	0	BN	438886
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41688	82/05/04	1	85/02/01	10	0	BN	438888
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41689	82/05/04	1	85/02/01	10	0	BN	438889
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41690	82/05/04	1	85/02/01	10	0	BN	438890
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41691	82/05/04	1	85/02/01	10	0	BN	438891
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41694	82/05/04	1	85/02/01	10	0	BN	438894
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41695	82/05/04	1	85/02/01	10	0	BN	438895
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41696	82/05/04	1	85/02/01	10	0	BN	438896
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41697	82/05/04	1	85/02/01	10	0	BN	438897
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41700	82/05/04	1	85/02/01	10	0	BN	438900
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41702	82/05/04	1	85/02/01	10	0	BN	438902
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41703	82/05/04	1	85/02/01	10	0	BN	438903
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41704	82/05/04	1	85/02/01	10	0	BN	438904
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41707	82/05/04	1	85/02/01	10	0	BN	438907
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41709	82/05/04	1	85/02/01	10	0	BN	438909
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41710	82/05/04	1	85/02/01	10	0	BN	438910
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41711	82/05/04	1	85/02/01	10	0	BN	438911
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41712	82/05/04	1	85/02/01	10	0	BN	438912
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41713	82/05/04	1	85/02/01	10	0	BN	438913
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41716	82/05/04	1	85/02/01	10	0	BN	438916
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41717	82/05/04	1	85/02/01	10	0	BN	438917
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41720	82/05/04	1	85/02/01	10	0	BN	438920
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41723	82/05/04	1	85/02/01	10	0	BN	438923
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41724	82/05/04	1	85/02/01	10	0	BN	438924
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41725	82/05/04	1	85/02/01	10	0	BN	438925
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41727	82/05/04	1	85/02/01	10	0	BN	438927
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41728	82/05/04	1	85/02/01	10	0	BN	438928
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41729	82/05/04	1	85/02/01	10	0	BN	438929
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41730	82/05/04	1	85/02/01	10	0	BN	438930
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41732	82/05/04	1	85/02/01	10	0	BN	438932
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41735	82/05/04	1	85/02/01	10	0	BN	438935
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41751	82/05/04	1	85/02/01	10	0	BN	438936
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41754	82/05/04	1	85/02/01	10	0	BN	438939
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41755	82/05/04	1	85/02/01	10	0	BN	438940
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41817	82/05/04	1	85/02/01	10	0	BN	438947
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41820	82/05/04	1	85/02/01	10	0	BN	438950
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41821	82/05/04	1	85/02/01	10	0	BN	438951
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41823	82/05/04	1	85/02/01	10	0	BN	438953
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41824	82/05/04	1	85/02/01	10	0	BN	438954

E X H I B I T A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1978-01	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41825	82/05/04	1	85/02/01	10	0	BN	438955
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41827	82/05/04	1	85/02/01	10	0	BN	438957
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41833	82/05/04	1	85/02/01	10	0	BN	438963
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41836	82/05/04	1	85/02/01	10	0	BN	438966
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41838	82/05/04	1	85/02/01	10	0	BN	438968
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41842	82/05/04	1	85/02/01	10	0	BN	438972
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41844	82/05/04	1	85/02/01	10	0	BN	438974
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41848	82/05/04	1	85/02/01	10	0	BN	438978
N=99											
2032-01	*	COV HOP-LO	MARYLAND MIDLAND RAILROAD	41715	83/07/07	1	83/07/07	15	0	MMID	3400
N=1											
2065-02	*	TANK-210CI	TRANSPORTATION EQUIPMENT INC	39628	84/01/15	2	85/01/04	0	4	USLX	21980
N=1											

EXHIBIT A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2067-04	*	TANK 210CI	BUNGE CORPORATION	38439	84/03/01	4	85/01/14	0	1	ERLX	130
		TANK 210CI	BUNGE CORPORATION	38440	84/03/01	4		0	1	ERLX	131
		TANK 210CI	BUNGE CORPORATION	38442	84/03/01	4		0	1	ERLX	133
		TANK 210CI	BUNGE CORPORATION	38444	84/03/01	4		0	1	ERLX	135
		TANK 210CI	BUNGE CORPORATION	38446	84/03/01	4		0	1	ERLX	137
		TANK 210CI	BUNGE CORPORATION	38447	84/03/01	4		0	1	ERLX	138
		TANK 210CI	BUNGE CORPORATION	39523	84/03/01	4		0	1	USLX	21827
		TANK 210CI	BUNGE CORPORATION	39535	84/03/01	4		0	1	USLX	21839
		TANK 210CI	BUNGE CORPORATION	39548	84/03/01	4		0	1	USLX	21856
		TANK 210CI	BUNGE CORPORATION	41091	84/03/01	4		0	1	USLX	22025
		TANK 210CI	BUNGE CORPORATION	41093	84/03/01	4		0	1	USLX	22027
		TANK 210CI	BUNGE CORPORATION	41094	84/03/01	4		0	1	USLX	22028
		TANK 210CI	BUNGE CORPORATION	41103	84/03/01	4		0	1	USLX	22094
		TANK 210CI	BUNGE CORPORATION	41105	84/03/01	4		0	1	USLX	22096
		TANK 210CI	BUNGE CORPORATION	41108	84/03/01	4		0	1	USLX	22099
		TANK 210CI	BUNGE CORPORATION	41109	84/03/01	4		0	1	USLX	22100
		TANK 210CI	BUNGE CORPORATION	41117	84/03/01	4		0	1	USLX	22108
		TANK 210CI	BUNGE CORPORATION	41124	84/03/01	4		0	1	USLX	22115
		TANK 210CI	BUNGE CORPORATION	41142	84/03/01	4		0	1	USLX	22133
		TANK 210CI	BUNGE CORPORATION	41143	84/03/01	4		0	1	USLX	22134
		TANK 210CI	BUNGE CORPORATION	41154	84/03/01	4		0	1	USLX	22145
		TANK 210CI	BUNGE CORPORATION	41155	84/03/01	4		0	1	USLX	22146
		TANK 210CI	BUNGE CORPORATION	41158	84/03/01	4		0	1	USLX	22149
		TANK 210CI	BUNGE CORPORATION	41161	84/03/01	4		0	1	USLX	22152
		TANK 210CI	BUNGE CORPORATION	41163	84/03/01	4		0	1	USLX	22154
		TANK 210CI	BUNGE CORPORATION	41165	84/03/01	4		0	1	USLX	22156
		TANK 210CI	BUNGE CORPORATION	41166	84/03/01	4		0	1	USLX	22157
		TANK 210CI	BUNGE CORPORATION	41174	84/03/01	4		0	1	USLX	22165
		TANK 210CI	BUNGE CORPORATION	41177	84/03/01	4		0	1	USLX	22168
		TANK 210CI	BUNGE CORPORATION	41178	84/03/01	4		0	1	USLX	22169
		TANK 210CI	BUNGE CORPORATION	41184	84/03/01	4		0	1	USLX	22175
		TANK 210CI	BUNGE CORPORATION	41185	84/03/01	4		0	1	USLX	22176
		TANK 210CI	BUNGE CORPORATION	41189	84/03/01	4		0	1	USLX	22180
		TANK 210CI	BUNGE CORPORATION	41191	84/03/01	4		0	1	USLX	22182
		TANK 210CI	BUNGE CORPORATION	41508	84/03/01	4		0	1	USLX	22205
		TANK 210CI	BUNGE CORPORATION	41509	84/03/01	4		0	1	USLX	22206
N=36											
2083-03	*	TANK-210CI	PROCTER & GAMBLE MFG CO	37318	84/07/11	3	84/11/27	3	0	ERLX	100
		TANK-210CI	PROCTER & GAMBLE MFG CO	37319	84/07/11	3	84/11/27	3	0	ERLX	101
		TANK-210CI	PROCTER & GAMBLE MFG CO	37322	84/07/11	3	84/11/27	3	0	ERLX	104
		TANK-210CI	PROCTER & GAMBLE MFG CO	37324	84/07/11	3	84/11/27	3	0	ERLX	106
N=4											

EXHIBIT A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

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	USLX	100100
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40642	84/09/01	1	84/09/01	1	0	USLX	100101
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40643	84/09/01	1	84/09/01	1	0	USLX	100102
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40645	84/09/01	1	84/09/01	1	0	USLX	100104
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40646	84/09/01	1	84/09/01	1	0	USLX	100105
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40648	84/09/01	1	84/09/01	1	0	USLX	100107
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40649	84/09/01	1	84/09/01	1	0	USLX	100108
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40650	84/09/01	1	84/09/01	1	0	USLX	100109
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40653	84/09/01	1	84/09/01	1	0	USLX	100112
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40654	84/09/01	1	84/09/01	1	0	USLX	100113
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40655	84/09/01	1	84/09/01	1	0	USLX	100114
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40656	84/09/01	1	84/09/01	1	0	USLX	100115
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40658	84/09/01	1	84/09/01	1	0	USLX	100117
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40662	84/09/01	1	84/09/01	1	0	USLX	100121
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40663	84/09/01	1	84/09/01	1	0	USLX	100122
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40664	84/09/01	1	84/09/01	1	0	USLX	100123
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40667	84/09/01	1	84/09/01	1	0	USLX	100126
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40668	84/09/01	1	84/09/01	1	0	USLX	100127
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40669	84/09/01	1	84/09/01	1	0	USLX	100128
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40675	84/09/01	1	84/09/01	1	0	USLX	100134
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40676	84/09/01	1	84/09/01	1	0	USLX	100135
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40679	84/09/01	1	84/09/01	1	0	USLX	100138
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40680	84/09/01	1	84/09/01	1	0	USLX	100139
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40681	84/09/01	1	84/09/01	1	0	USLX	100140
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40683	84/09/01	1	84/09/01	1	0	USLX	100142
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40684	84/09/01	1	84/09/01	1	0	USLX	100143
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40686	84/09/01	1	84/09/01	1	0	USLX	100145
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40687	84/09/01	1	84/09/01	1	0	USLX	100146
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40688	84/09/01	1	84/09/01	1	0	USLX	100147
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40689	84/09/01	1	84/09/01	1	0	USLX	100148
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40691	84/09/01	1	84/09/01	1	0	USLX	100150
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40692	84/09/01	1	84/09/01	1	0	USLX	100151
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40693	84/09/01	1	84/09/01	1	0	USLX	100152
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40694	84/09/01	1	84/09/01	1	0	USLX	100153
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40696	84/09/01	1	84/09/01	1	0	USLX	100155
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40697	84/09/01	1	84/09/01	1	0	USLX	100156
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40698	84/09/01	1	84/09/01	1	0	USLX	100157
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40894	84/09/01	1	84/09/01	1	0	USLX	100159
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40895	84/09/01	1	84/09/01	1	0	USLX	100160
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40896	84/09/01	1	84/09/01	1	0	USLX	100161
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40899	84/09/01	1	84/09/01	1	0	USLX	100164
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40903	84/09/01	1	84/09/01	1	0	USLX	100168
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40904	84/09/01	1	84/09/01	1	0	USLX	100169
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40914	84/09/01	1	84/09/01	1	0	USLX	100179
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40915	84/09/01	1	84/09/01	1	0	USLX	100180
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40916	84/09/01	1	84/09/01	1	0	USLX	100181
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40921	84/09/01	1	84/09/01	1	0	USLX	100186
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40922	84/09/01	1	84/09/01	1	0	USLX	100187
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40923	84/09/01	1	84/09/01	1	0	USLX	100188
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40924	84/09/01	1	84/09/01	1	0	USLX	100189
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40925	84/09/01	1	84/09/01	1	0	USLX	100190
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40926	84/09/01	1	84/09/01	1	0	USLX	100191

EXHIBIT A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

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	40930	84/09/01	1	84/09/01	1	0	USLX	100194
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40931	84/09/01	1	84/09/01	1	0	USLX	100195
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40932	84/09/01	1	84/09/01	1	0	USLX	100196
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40933	84/09/01	1	84/09/01	1	0	USLX	100197
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40941	84/09/01	1	84/09/01	1	0	USLX	100205
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40945	84/09/01	1	84/09/01	1	0	USLX	100209
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40946	84/09/01	1	84/09/01	1	0	USLX	100210
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40952	84/09/01	1	84/09/01	1	0	USLX	100216
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40953	84/09/01	1	84/09/01	1	0	USLX	100217
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40954	84/09/01	1	84/09/01	1	0	USLX	100218
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40955	84/09/01	1	84/09/01	1	0	USLX	100219
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40956	84/09/01	1	84/09/01	1	0	USLX	100220
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40957	84/09/01	1	84/09/01	1	0	USLX	100221
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40962	84/09/01	1	84/09/01	1	0	USLX	100226
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40963	84/09/01	1	84/09/01	1	0	USLX	100227
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40965	84/09/01	1	84/09/01	1	0	USLX	100229
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40967	84/09/01	1	84/09/01	1	0	USLX	100231
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40977	84/09/01	1	84/09/01	1	0	USLX	100241
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40980	84/09/01	1	84/09/01	1	0	USLX	100244
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40981	84/09/01	1	84/09/01	1	0	USLX	100245
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40987	84/09/01	1	84/09/01	1	0	USLX	100251
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40988	84/09/01	1	84/09/01	1	0	USLX	100252
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40989	84/09/01	1	84/09/01	1	0	USLX	100253
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40991	84/09/01	1	84/09/01	1	0	USLX	100255
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40997	84/09/01	1	84/09/01	1	0	USLX	100261
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41000	84/09/01	1	84/09/01	1	0	USLX	100264
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41001	84/09/01	1	84/09/01	1	0	USLX	100265
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41002	84/09/01	1	84/09/01	1	0	USLX	100266
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41003	84/09/01	1	84/09/01	1	0	USLX	100267
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41004	84/09/01	1	84/09/01	1	0	USLX	100268
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41005	84/09/01	1	84/09/01	1	0	USLX	100269
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41006	84/09/01	1	84/09/01	1	0	USLX	100270
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41010	84/09/01	1	84/09/01	1	0	USLX	100274
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41011	84/09/01	1	84/09/01	1	0	USLX	100275
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41017	84/09/01	1	84/09/01	1	0	USLX	100281
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41018	84/09/01	1	84/09/01	1	0	USLX	100282
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41019	84/09/01	1	84/09/01	1	0	USLX	100283
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41020	84/09/01	1	84/09/01	1	0	USLX	100284
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41024	84/09/01	1	84/09/01	1	0	USLX	100288
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41025	84/09/01	1	84/09/01	1	0	USLX	100289
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41030	84/09/01	1	84/09/01	1	0	USLX	100294
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41032	84/09/01	1	84/09/01	1	0	USLX	100296
N=94											
2087-01	*	COV HOP-LO	WESTERN TENNESSEE RAILROAD	24174	84/08/14	1	84/08/14	10	0	WTNN	7522
N=1											

EXHIBIT A
COLLATERAL ADDITIONS
FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2094-01	*	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37813	84/09/17	1	84/09/17	1	0	IAIS	643551
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37815	84/09/17	1	84/09/17	1	0	IAIS	643553
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37818	84/09/17	1	84/09/17	1	0	IAIS	643556
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37819	84/09/17	1	84/09/17	1	0	IAIS	643557
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37837	84/09/17	1	84/09/17	1	0	IAIS	643575
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37841	84/09/17	1	84/09/17	1	0	IAIS	643579
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37842	84/09/17	1	84/09/17	1	0	IAIS	643580
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37844	84/09/17	1	84/09/17	1	0	IAIS	643582

N=8

TOTAL COLLATERAL ADDITIONS 02/85 = 249

EXHIBIT B
COLLATERAL DELETIONS
FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1542-16	≑	TANK-210CI	LEASE POOL	41166	0/00/00	0	0/00/00	0	0	USLX	22157
N=1											
1748-02	*	GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37813	82/10/15	1	83/07/21	1	3	IRRC	643551
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37815	82/10/15	1	83/07/21	1	3	IRRC	643553
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37818	82/10/15	1	83/07/21	1	3	IRRC	643556
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37819	82/10/15	1	83/07/21	1	3	IRRC	643557
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37837	82/10/15	1	83/07/21	1	3	IRRC	643575
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37841	82/10/15	1	83/07/21	1	3	IRRC	643579
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37842	82/10/15	1	83/07/21	1	3	IRRC	643580
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37844	82/10/15	1	83/07/21	1	3	IRRC	643582
N=8											
1758-00	≑	COV HOP-LO	LEASE POOL	16193	0/00/00	0	0/00/00	0	0	USLX	955
		COV HOP-LO	LEASE POOL	16209	0/00/00	0	0/00/00	0	0	USLX	972
		COV HOP-LO	LEASE POOL	16214	0/00/00	0	0/00/00	0	0	USLX	977
		COV HOP-LO	LEASE POOL	16225	0/00/00	0	0/00/00	0	0	USLX	988
		COV HOP-LO	LEASE POOL	16235	0/00/00	0	0/00/00	0	0	USLX	999
N=5											
1976-00	≑	TANK-210CI	LEASE POOL	41174	0/00/00	0	0/00/00	0	0	USLX	22165
		TANK-210CI	LEASE POOL	41189	0/00/00	0	0/00/00	0	0	USLX	22180
N=2											
1976-02	≑	TANK-210CI	LEASE POOL	41191	0/00/00	0	0/00/00	0	0	USLX	22182
N=1											
1978-00	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41350	82/05/04	1	82/05/04	2	8	BN	438800
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41351	82/05/04	1	82/05/04	2	8	BN	438801
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41685	82/05/04	1	82/05/04	2	8	BN	438802
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41352	82/05/04	1	82/05/04	2	8	BN	438803
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41353	82/05/04	1	82/05/04	2	8	BN	438804
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41354	82/05/04	1	82/05/04	2	8	BN	438805
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41355	82/05/04	1	82/05/04	2	8	BN	438806
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41357	82/05/04	1	82/05/04	2	8	BN	438808
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41359	82/05/04	1	82/05/04	2	8	BN	438810
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41361	82/05/04	1	82/05/04	2	8	BN	438812
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41363	82/05/04	1	82/05/04	2	8	BN	438814
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41364	82/05/04	1	82/05/04	2	8	BN	438815
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41366	82/05/04	1	82/05/04	2	8	BN	438817
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41370	82/05/04	1	82/05/04	2	8	BN	438821
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41372	82/05/04	1	82/05/04	2	8	BN	438823

EXHIBIT B
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FEBRUARY 28, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1978-00	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41373	82/05/04	1	82/05/04	2	8	BN	438824
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41374	82/05/04	1	82/05/04	2	8	BN	438825
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41375	82/05/04	1	82/05/04	2	8	BN	438826
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41376	82/05/04	1	82/05/04	2	8	BN	438827
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41377	82/05/04	1	82/05/04	2	8	BN	438828
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41378	82/05/04	1	82/05/04	2	8	BN	438829
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41379	82/05/04	1	82/05/04	2	8	BN	438830
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41381	82/05/04	1	82/05/04	2	8	BN	438832
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41383	82/05/04	1	82/05/04	2	8	BN	438834
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41384	82/05/04	1	82/05/04	2	8	BN	438835
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41387	82/05/04	1	82/05/04	2	8	BN	438838
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41388	82/05/04	1	82/05/04	2	8	BN	438839
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41389	82/05/04	1	82/05/04	2	8	BN	438840
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41391	82/05/04	1	82/05/04	2	8	BN	438842
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41392	82/05/04	1	82/05/04	2	8	BN	438843
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41393	82/05/04	1	82/05/04	2	8	BN	438844
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41534	82/05/04	1	82/05/04	2	8	BN	438846
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41536	82/05/04	1	82/05/04	2	8	BN	438848
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41542	82/05/04	1	82/05/04	2	8	BN	438854
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41543	82/05/04	1	82/05/04	2	8	BN	438855
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41545	82/05/04	1	82/05/04	2	8	BN	438857
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41546	82/05/04	1	82/05/04	2	8	BN	438858
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41547	82/05/04	1	82/05/04	2	8	BN	438859
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41548	82/05/04	1	82/05/04	2	8	BN	438860
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41549	82/05/04	1	82/05/04	2	8	BN	438861
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41550	82/05/04	1	82/05/04	2	8	BN	438862
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41558	82/05/04	1	82/05/04	2	8	BN	438870
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41559	82/05/04	1	82/05/04	2	8	BN	438871
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41561	82/05/04	1	82/05/04	2	8	BN	438873
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41562	82/05/04	1	82/05/04	2	8	BN	438874
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41563	82/05/04	1	82/05/04	2	8	BN	438875
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41565	82/05/04	1	82/05/04	2	8	BN	438877
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41566	82/05/04	1	82/05/04	2	8	BN	438878
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41569	82/05/04	1	82/05/04	2	8	BN	438881
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41570	82/05/04	1	82/05/04	2	8	BN	438882
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41572	82/05/04	1	82/05/04	2	8	BN	438884
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41573	82/05/04	1	82/05/04	2	8	BN	438885
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41686	82/05/04	1	82/05/04	2	8	BN	438886
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41688	82/05/04	1	82/05/04	2	8	BN	438888
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41689	82/05/04	1	82/05/04	2	8	BN	438889
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41690	82/05/04	1	82/05/04	2	8	BN	438890
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41691	82/05/04	1	82/05/04	2	8	BN	438891
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41694	82/05/04	1	82/05/04	2	8	BN	438894
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41695	82/05/04	1	82/05/04	2	8	BN	438895
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41696	82/05/04	1	82/05/04	2	8	BN	438896
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41697	82/05/04	1	82/05/04	2	8	BN	438897
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41700	82/05/04	1	82/05/04	2	8	BN	438900
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41702	82/05/04	1	82/05/04	2	8	BN	438902
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41703	82/05/04	1	82/05/04	2	8	BN	438903
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41704	82/05/04	1	82/05/04	2	8	BN	438904
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41707	82/05/04	1	82/05/04	2	8	BN	438907
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41709	82/05/04	1	82/05/04	2	8	BN	438909

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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
1978-00	*	COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41710	82/05/04	1	82/05/04	2	8	BN	438910
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41711	82/05/04	1	82/05/04	2	8	BN	438911
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41712	82/05/04	1	82/05/04	2	8	BN	438912
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41713	82/05/04	1	82/05/04	2	8	BN	438913
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41716	82/05/04	1	82/05/04	2	8	BN	438916
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41717	82/05/04	1	82/05/04	2	8	BN	438917
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41720	82/05/04	1	82/05/04	2	8	BN	438920
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41723	82/05/04	1	82/05/04	2	8	BN	438923
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41724	82/05/04	1	82/05/04	2	8	BN	438924
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41725	82/05/04	1	82/05/04	2	8	BN	438925
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41727	82/05/04	1	82/05/04	2	8	BN	438927
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41728	82/05/04	1	82/05/04	2	8	BN	438928
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41729	82/05/04	1	82/05/04	2	8	BN	438929
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41730	82/05/04	1	82/05/04	2	8	BN	438930
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41732	82/05/04	1	82/05/04	2	8	BN	438932
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41735	82/05/04	1	82/05/04	2	8	BN	438935
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41751	82/05/04	1	82/05/04	2	8	BN	438936
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41754	82/05/04	1	82/05/04	2	8	BN	438939
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41755	82/05/04	1	82/05/04	2	8	BN	438940
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41817	82/05/04	1	82/05/04	2	8	BN	438947
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41820	82/05/04	1	82/05/04	2	8	BN	438950
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41821	82/05/04	1	82/05/04	2	8	BN	438951
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41823	82/05/04	1	82/05/04	2	8	BN	438953
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41824	82/05/04	1	82/05/04	2	8	BN	438954
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41825	82/05/04	1	82/05/04	2	8	BN	438955
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41827	82/05/04	1	82/05/04	2	8	BN	438957
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41833	82/05/04	1	82/05/04	2	8	BN	438963
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41836	82/05/04	1	82/05/04	2	8	BN	438966
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41838	82/05/04	1	82/05/04	2	8	BN	438968
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41842	82/05/04	1	82/05/04	2	8	BN	438972
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41844	82/05/04	1	82/05/04	2	8	BN	438974
		COV HOP-LO	BURLINGTON NORTHERN RAILROAD CO	41848	82/05/04	1	82/05/04	2	8	BN	438978
N=99											
1984-00	≠	TANK-210CI	LEASE POOL	37318	0/00/00	0	0/00/00	0	0	ERLX	100
		TANK-210CI	LEASE POOL	37319	0/00/00	0	0/00/00	0	0	ERLX	101
		TANK-210CI	LEASE POOL	37322	0/00/00	0	0/00/00	0	0	ERLX	104
		TANK-210CI	LEASE POOL	37324	0/00/00	0	0/00/00	0	0	ERLX	106
N=4											
2026-02	≠	TANK-210CI	LEASE POOL	39628	0/00/00	0	0/00/00	0	0	USLX	21980
N=1											

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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
2032-02	*	COV HOP-LO	MARYLAND MIDLAND RAILROAD	41715	83/07/07	2	84/01/06	15	0	BN	438915
N=1											
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											
2067-02	≠	TANK-210CI	LEASE POOL	41103	0/00/00	0	0/00/00	0	0	USLX	22094
		TANK-210CI	LEASE POOL	41108	0/00/00	0	0/00/00	0	0	USLX	22099
		TANK-210CI	LEASE POOL	41161	0/00/00	0	0/00/00	0	0	USLX	22152
		TANK-210CI	LEASE POOL	41177	0/00/00	0	0/00/00	0	0	USLX	22168
		TANK-210CI	LEASE POOL	41178	0/00/00	0	0/00/00	0	0	USLX	22169
N=5											
2067-03	*	TANK-210CI	BUNGE CORPORATION	38439	84/03/01	3	84/09/17	0	1	ERLX	130
		TANK-210CI	BUNGE CORPORATION	38440	84/03/01	3	84/09/17	0	1	ERLX	131
		TANK-210CI	BUNGE CORPORATION	38442	84/03/01	3	84/09/17	0	1	ERLX	133
		TANK-210CI	BUNGE CORPORATION	38444	84/03/01	3	84/09/17	0	1	ERLX	135
		TANK-210CI	BUNGE CORPORATION	38446	84/03/01	3	84/09/17	0	1	ERLX	137
		TANK-210CI	BUNGE CORPORATION	38447	84/03/01	3	84/09/17	0	1	ERLX	138
		TANK-210CI	BUNGE CORPORATION	39523	84/03/01	3	84/09/17	0	1	USLX	21827
		TANK-210CI	BUNGE CORPORATION	39535	84/03/01	3	84/09/17	0	1	USLX	21839
		TANK-210CI	BUNGE CORPORATION	41091	84/03/01	3	84/09/17	0	1	USLX	22025
		TANK-210CI	BUNGE CORPORATION	41093	84/03/01	3	84/09/17	0	1	USLX	22027
		TANK-210CI	BUNGE CORPORATION	41094	84/03/01	3	84/09/17	0	1	USLX	22028
		TANK-210CI	BUNGE CORPORATION	41109	84/03/01	3	84/09/17	0	1	USLX	22100
		TANK-210CI	BUNGE CORPORATION	41117	84/03/01	3	84/09/17	0	1	USLX	22108
		TANK-210CI	BUNGE CORPORATION	41124	84/03/01	3	84/09/17	0	1	USLX	22115
		TANK-210CI	BUNGE CORPORATION	41142	84/03/01	3	84/09/17	0	1	USLX	22133
		TANK-210CI	BUNGE CORPORATION	41143	84/03/01	3	84/09/17	0	1	USLX	22134
		TANK-210CI	BUNGE CORPORATION	41154	84/03/01	3	84/09/17	0	1	USLX	22145
		TANK-210CI	BUNGE CORPORATION	41155	84/03/01	3	84/09/17	0	1	USLX	22146
		TANK-210CI	BUNGE CORPORATION	41158	84/03/01	3	84/09/17	0	1	USLX	22149
		TANK-210CI	BUNGE CORPORATION	41163	84/03/01	3	84/09/17	0	1	USLX	22154
		TANK-210CI	BUNGE CORPORATION	41165	84/03/01	3	84/09/17	0	1	USLX	22156
		TANK-210CI	BUNGE CORPORATION	41184	84/03/01	3	84/09/17	0	1	USLX	22175
		TANK-210CI	BUNGE CORPORATION	41185	84/03/01	3	84/09/17	0	1	USLX	22176
		TANK-210CI	BUNGE CORPORATION	41509	84/03/01	3	84/09/17	0	1	USLX	22206
N=24											

EXHIBIT B
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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
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	40649	84/09/01	1	84/09/01	1	0	NACR	100108
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40650	84/09/01	1	84/09/01	1	0	NACR	100109
		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	40662	84/09/01	1	84/09/01	1	0	NACR	100121
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40663	84/09/01	1	84/09/01	1	0	NACR	100122
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40664	84/09/01	1	84/09/01	1	0	NACR	100123
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40667	84/09/01	1	84/09/01	1	0	NACR	100126
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40668	84/09/01	1	84/09/01	1	0	NACR	100127
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40669	84/09/01	1	84/09/01	1	0	NACR	100128
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40675	84/09/01	1	84/09/01	1	0	NACR	100134

EXHIBIT B
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2084-01	*	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40676	84/09/01	1	84/09/01	1	0	NACR	100135
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40679	84/09/01	1	84/09/01	1	0	NACR	100138
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40680	84/09/01	1	84/09/01	1	0	NACR	100139
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40681	84/09/01	1	84/09/01	1	0	NACR	100140
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40683	84/09/01	1	84/09/01	1	0	NACR	100142
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40684	84/09/01	1	84/09/01	1	0	NACR	100143
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40686	84/09/01	1	84/09/01	1	0	NACR	100145
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40687	84/09/01	1	84/09/01	1	0	NACR	100146
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40688	84/09/01	1	84/09/01	1	0	NACR	100147
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40689	84/09/01	1	84/09/01	1	0	NACR	100148
		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	40693	84/09/01	1	84/09/01	1	0	NACR	100152
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40694	84/09/01	1	84/09/01	1	0	NACR	100153
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40696	84/09/01	1	84/09/01	1	0	NACR	100155
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40697	84/09/01	1	84/09/01	1	0	NACR	100156
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40698	84/09/01	1	84/09/01	1	0	NACR	100157
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40894	84/09/01	1	84/09/01	1	0	NACR	100159
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40895	84/09/01	1	84/09/01	1	0	NACR	100160
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40896	84/09/01	1	84/09/01	1	0	NACR	100161
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40899	84/09/01	1	84/09/01	1	0	NACR	100164
		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	40930	84/09/01	1	84/09/01	1	0	NACR	100194
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40931	84/09/01	1	84/09/01	1	0	NACR	100195
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40932	84/09/01	1	84/09/01	1	0	NACR	100196
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40933	84/09/01	1	84/09/01	1	0	NACR	100197
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40941	84/09/01	1	84/09/01	1	0	NACR	100205
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40945	84/09/01	1	84/09/01	1	0	NACR	100209
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40946	84/09/01	1	84/09/01	1	0	NACR	100210
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40952	84/09/01	1	84/09/01	1	0	NACR	100216
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40953	84/09/01	1	84/09/01	1	0	NACR	100217
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40954	84/09/01	1	84/09/01	1	0	NACR	100218
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40955	84/09/01	1	84/09/01	1	0	NACR	100219
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40956	84/09/01	1	84/09/01	1	0	NACR	100220
		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	40967	84/09/01	1	84/09/01	1	0	NACR	100231
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40977	84/09/01	1	84/09/01	1	0	NACR	100241
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40980	84/09/01	1	84/09/01	1	0	NACR	100244
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40981	84/09/01	1	84/09/01	1	0	NACR	100245

E X H I B I T B
COLLATERAL DELETIONS
FEBRUARY 28, 1985

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	40987	84/09/01	1	84/09/01	1	0	NACR	100251
		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	40991	84/09/01	1	84/09/01	1	0	NACR	100255
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40997	84/09/01	1	84/09/01	1	0	NACR	100261
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41000	84/09/01	1	84/09/01	1	0	NACR	100264
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41001	84/09/01	1	84/09/01	1	0	NACR	100265
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41002	84/09/01	1	84/09/01	1	0	NACR	100266
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41003	84/09/01	1	84/09/01	1	0	NACR	100267
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41004	84/09/01	1	84/09/01	1	0	NACR	100268
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41005	84/09/01	1	84/09/01	1	0	NACR	100269
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41006	84/09/01	1	84/09/01	1	0	NACR	100270
		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	41017	84/09/01	1	84/09/01	1	0	NACR	100281
		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
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41024	84/09/01	1	84/09/01	1	0	NACR	100288
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41025	84/09/01	1	84/09/01	1	0	NACR	100289
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41030	84/09/01	1	84/09/01	1	0	NACR	100294
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41032	84/09/01	1	84/09/01	1	0	NACR	100296
N=94											
2087-01	*	COV HOP-LO	WESTERN TENNESSEE RAILROAD	24174	84/08/14	1	84/08/14	10	0	USLX	7522
N=1											

TOTAL COLLATERAL DELETIONS 02/85 = 249