



EVANS RAILCAR LEASING COMPANY
AFFILIATE OF EVANS TRANSPORTATION COMPANY

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

RECORDATION NO. 14059-AAAA Filed & Recorded

14059-DDDD

MAR 2 1987 1-10 PM

INTERSTATE COMMERCE COMMISSION

January 1, 1987

No. 7-061A100
Date MAR-2 1987
Fee \$ 10.00
ICC Washington, D.C.

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 January 1, 1987. The parties to the Amendment are:

Debtor: Evans Railcar Leasing Company
The East Tower, Suite 900
2550 Golf Road
Rolling Meadows, Illinois 60008

Secured Party: Manufacturers Hanover Trust Company,
as Agent
270 Park Avenue
New York, New York 10017

The enclosed Amendment relates to that certain Security Agreement dated as of May 20, 1983 as ICC Recordation Number 14059. Accordingly, we request that the Amendment be filed as subfilings under that number.

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.

Handwritten signatures:
C. T. Kasper
C. [unclear]

ICC OFFICE OF THE SECRETARY
MAR 2 1987
RECORDATION UNIT

Secretary
Interstate Commerce Commission

January 1, 1987
Page 2

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, sent them to: Mr. Gerald E. Beatty, Rosenthal and Schanfield, 55 East Monroe Street, Suite 4620, Chicago, Illinois 60603.

Very truly yours,

EVANS RAILCAR LEASING COMPANY

By: 
Assistant Secretary

Enclosures

COL

EXHIBIT B
COLLATERAL DELETIONS
DECEMBER 31, 1986

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	ARCHER DANIELS MIDLAND	41511	77/12/01	16	83/09/30	2	6	USLX	22208
N=1										
1999-00	* TANK-210CI	REED LIGNIN INC	39540	82/11/30	1	82/11/30	5	0	USLX	21844
	TANK-210CI	REED LIGNIN INC	39542	82/11/30	1	82/11/30	5	0	USLX	21846
	TANK-210CI	REED LIGNIN INC	41204	82/11/30	1	82/11/30	5	0	USLX	22195
	TANK-210CI	REED LIGNIN INC	41507	82/11/30	1	82/11/30	5	0	USLX	22204
	TANK-210CI	REED LIGNIN INC	41510	82/11/30	1	82/11/30	5	0	USLX	22207
	TANK-210CI	REED LIGNIN INC	41513	82/11/30	1	82/11/30	5	0	USLX	22210
N=6										
1999-02	* TANK-210CI	REED LIGNIN INC	39536	82/11/30	2	83/09/23	4	2	USLX	21840
	TANK-210CI	REED LIGNIN INC	39625	82/11/30	2	83/09/23	4	2	USLX	21977
	TANK-210CI	REED LIGNIN INC	39633	82/11/30	2	83/09/23	4	2	USLX	21985
N=3										
2014-01	* TANK-235CI	LEASE POOL	40565	0/00/00	0	0/00/00	0	0	USLX	22046
	TANK-235CI	LEASE POOL	40571	0/00/00	0	0/00/00	0	0	USLX	22052
	TANK-235CI	LEASE POOL	40582	0/00/00	0	0/00/00	0	0	USLX	22063
N=3										
2028-02	* TANK-210CI	CARGILL INC	41140	83/09/09	2	83/09/09	0	2	USLX	22131
N=1										
2028-03	* TANK-210CI	CARGILL INC	41113	83/06/28	3	84/01/30	0	22	USLX	22104
N=1										
2041-01	* TANK-210CI	WEYERHAEUSER COMPANY	39619	83/09/08	1	83/09/08	0	1	USLX	21971
	TANK-210CI	WEYERHAEUSER COMPANY	39621	83/09/08	1	83/09/08	0	1	USLX	21973
	TANK-210CI	WEYERHAEUSER COMPANY	39630	83/09/08	1	83/09/08	0	1	USLX	21982
N=3										

EXHIBIT B
COLLATERAL DELETIONS
DECEMBER 31, 1986

LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2069-01	* COV HOP-LO	DOW CHEMICAL CORPORATION	42113	84/03/30	1	84/03/30	0	6	ERLX	6174
	COV HOP-LO	DOW CHEMICAL CORPORATION	42287	84/03/30	1	84/03/30	0	6	ERLX	6202
	COV HOP-LO	DOW CHEMICAL CORPORATION	42288	84/03/30	1	84/03/30	0	6	ERLX	6204
	COV HOP-LO	DOW CHEMICAL CORPORATION	42289	84/03/30	1	84/03/30	0	6	ERLX	6206
	COV HOP-LO	DOW CHEMICAL CORPORATION	42290	84/03/30	1	84/03/30	0	6	ERLX	6211
	COV HOP-LO	DOW CHEMICAL CORPORATION	42291	84/03/30	1	84/03/30	0	6	ERLX	6213
	COV HOP-LO	DOW CHEMICAL CORPORATION	42292	84/03/30	1	84/03/30	0	6	ERLX	6214
	COV HOP-LO	DOW CHEMICAL CORPORATION	42293	84/03/30	1	84/03/30	0	6	ERLX	6215
	COV HOP-LO	DOW CHEMICAL CORPORATION	42321	84/03/30	1	84/03/30	0	6	ERLX	6219
	COV HOP-LO	DOW CHEMICAL CORPORATION	42294	84/03/30	1	84/03/30	0	6	ERLX	6220
N=10										
2069-02	* COV HOP-LO	DOW CHEMICAL CORPORATION	41776	84/03/30	2	84/05/11	0	6	ERLX	6144
N=1										
2075-01	* TANK-210CI	DOUGLASS FERTILIZER & CHEMICAL INC	37325	84/05/11	1	84/05/11	2	0	ERLX	107
	TANK-210CI	DOUGLASS FERTILIZER & CHEMICAL INC	37326	84/05/11	1	84/05/11	2	0	ERLX	108
	TANK-210CI	DOUGLASS FERTILIZER & CHEMICAL INC	37327	84/05/11	1	84/05/11	2	0	ERLX	109
N=3										
2093-01	* COV HOP-LO	IOWA INTERSTATE RAILROAD CO	15612	85/04/22	1	85/04/22	5	3	USLX	131056
N=1										
2094-01	* GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37818	84/09/17	1	84/09/17	1	2	IAIS	643556
	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37828	84/09/17	1	84/09/17	1	2	IAIS	643566
	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37845	84/09/17	1	84/09/17	1	2	IAIS	643583
N=3										
2094-05	* GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37816	84/09/17	5	84/09/17	1	0	IAIS	643554
	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37852	84/09/17	5	84/09/17	1	0	IAIS	643590
	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37857	84/09/17	5	84/09/17	1	0	IAIS	643595
N=3										
2104-01	* REFRIG-RBL	GRAND TRUNK WESTERN RR	17591	84/12/27	1	84/12/27	0	1	USLX	10196
N=1										
2108-01	* TANK-210CI	LEASE POOL	40636	0/00/00	0	0/00/00	0	0	USLX	22004
	TANK-210CI	LEASE POOL	40637	0/00/00	0	0/00/00	0	0	USLX	22005

N=2

Total Collateral Deletions 12/86 = 42

EXHIBIT A
COLLATERAL ADDITIONS
DECEMBER 31, 1986

LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAP. NUMBER
1542-16	‡ TANK-210CI	LEASE POOL	41511	0/00/00	0	0/00/00	0	0	USLX	22208
N=1										
1769-10	* TANK-210CI	MONSANTO COMPANY	40636	79/05/29	10	0/00/00	1	0	USLX	22004
	TANK-210CI	MONSANTO COMPANY	40637	79/05/29	10	0/00/00	1	0	USLX	22005
N=2										
1999-00	‡ TANK-210CI	LEASE POOL	39540	0/00/00	0	0/00/00	0	0	USLX	21844
	TANK-210CI	LEASE POOL	39542	0/00/00	0	0/00/00	0	0	USLX	21846
	TANK-210CI	LEASE POOL	41204	0/00/00	0	0/00/00	0	0	USLX	22195
	TANK-210CI	LEASE POOL	41507	0/00/00	0	0/00/00	0	0	USLX	22204
	TANK-210CI	LEASE POOL	41510	0/00/00	0	0/00/00	0	0	USLX	22207
	TANK-210CI	LEASE POOL	41513	0/00/00	0	0/00/00	0	0	USLX	22210
N=6										
1999-02	‡ TANK-210CI	LEASE POOL	39536	0/00/00	0	0/00/00	0	0	USLX	21840
	TANK-210CI	LEASE POOL	39625	0/00/00	0	0/00/00	0	0	USLX	21977
	TANK-210CI	LEASE POOL	39633	0/00/00	0	0/00/00	0	0	USLX	21985
N=3										
2023-14	* GONDOLA-GB	FERDINAND RAILROAD	37818	86/10/02	14	86/10/02	1	0	FRDN	41252
	GONDOLA-GB	FERDINAND RAILROAD	37828	86/10/02	14	86/10/02	1	0	FRDN	41258
	GONDOLA-GB	FERDINAND RAILROAD	37845	86/10/02	14	86/10/02	1	0	FRDN	41267
	GONDOLA-GB	FERDINAND RAILROAD	37816	86/10/02	14	86/10/02	1	0	FRDN	41269
	GONDOLA-GB	FERDINAND RAILROAD	37852	86/10/02	14	86/10/02	1	0	FRDN	41277
	GONDOLA-GB	FERDINAND RAILROAD	37857	86/10/02	14	86/10/02	1	0	FRDN	41278
N=6										
2028-02	‡ TANK-210CI	LEASE POOL	41140	0/00/00	0	0/00/00	0	0	USLX	22131
N=1										
2028-03	‡ TANK-210CI	LEASE POOL	41113	0/00/00	0	0/00/00	0	0	USLX	22104
N=1										
2041-01	‡ TANK-210CI	LEASE POOL	39619	0/00/00	0	0/00/00	0	0	USLX	21971
	TANK-210CI	LEASE POOL	39621	0/00/00	0	0/00/00	0	0	USLX	21973
	TANK-210CI	LEASE POOL	39630	0/00/00	0	0/00/00	0	0	USLX	21982
N=3										

E X H I B I T A
 COLLATERAL ADDITIONS
 DECEMBER 31, 1986

LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2069-03	* COV HOP-LO	DOW CHEMICAL CORPORATION	41776	84/03/30	3	86/04/24	0	6	ERLX	6144
	COV HOP-LO	DOW CHEMICAL CORPORATION	42113	84/03/30	3	86/04/24	0	6	ERLX	6174
	COV HOP-LO	DOW CHEMICAL CORPORATION	42287	84/03/30	3	86/04/24	0	6	ERLX	6202
	COV HOP-LO	DOW CHEMICAL CORPORATION	42288	84/03/30	3	86/04/24	0	6	ERLX	6204
	COV HOP-LO	DOW CHEMICAL CORPORATION	42289	84/03/30	3	86/04/24	0	6	ERLX	6206
	COV HOP-LO	DOW CHEMICAL CORPORATION	42290	84/03/30	3	86/04/24	0	6	ERLX	6211
	COV HOP-LO	DOW CHEMICAL CORPORATION	42291	84/03/30	3	86/04/24	0	6	ERLX	6213
	COV HOP-LO	DOW CHEMICAL CORPORATION	42292	84/03/30	3	86/04/24	0	6	ERLX	6214
	COV HOP-LO	DOW CHEMICAL CORPORATION	42293	84/03/30	3	86/04/24	0	6	ERLX	6215
	COV HOP-LO	DOW CHEMICAL CORPORATION	42321	84/03/30	3	86/04/24	0	6	ERLX	6219
	COV HOP-LO	DOW CHEMICAL CORPORATION	42294	84/03/30	3	86/04/24	0	6	ERLX	6220

N=11

2075-01	* TANK-210CI LEASE POOL		37325	0/00/00	0	0/00/00	0	0	ERLX	107
	TANK-210CI LEASE POOL		37326	0/00/00	0	0/00/00	0	0	ERLX	108
	TANK-210CI LEASE POOL		37327	0/00/00	0	0/00/00	0	0	ERLX	109

N=3

2077-04	* REFRIG-RBL WISCONSIN & SOUTHERN RAILROAD CO		17591	84/05/31	4	86/08/25	0	6	USLX	10196
---------	---	--	-------	----------	---	----------	---	---	------	-------

N=1

2083-07	* TANK-235CI PROCTER & GAMBLE MFG CO		40565	84/07/11	7	86/06/05	3	0	USLX	22046
	TANK-235CI PROCTER & GAMBLE MFG CO		40571	84/07/11	7	86/06/05	3	0	USLX	22052
	TANK-235CI PROCTER & GAMBLE MFG CO		40582	84/07/11	7	86/06/05	3	0	USLX	22063

N=3

2093-07	* COV HOP-LO IOWA INTERSTATE RAILROAD CO		15612	85/04/22	7	86/09/09	0	4	USLX	131056
---------	--	--	-------	----------	---	----------	---	---	------	--------

N=1

Total Collateral Additions 12/86 = 42

Interstate Commerce Commission
Washington, D.C. 20423

3/2/87

OFFICE OF THE SECRETARY

Gerald E. Beatty
Rosenthal & Schanfield
55 East Monroe Street ; Suite 4620
Chicago, Illinois 60603

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/2/87 at 1:10pm, and assigned re-
recording number(s) 14059-DDDD & 14059-EEEE

Sincerely yours,

Norita K. McGehee
Secretary

Enclosure(s)

SE-30
(7/79)

RECORDATION NO. 14059-S AAAA Filed & Recorded

MAR 2 1987 1:10 PM

INTERSTATE COMMERCE COMMISSION

AMENDMENT TO SECURITY AGREEMENT

THIS AMENDMENT TO SECURITY AGREEMENT is dated as of the 1st day of January, 1987 by and between **EVANS RAILCAR LEASING COMPANY**, an Illinois corporation (herein called the "Borrower"), and **MANUFACTURERS HANOVER TRUST COMPANY**, as Successor Agent (herein called the "Agent").

WITNESSETH:

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 Number 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: J. M. Sington
Vice President

**MANUFACTURERS HANOVER TRUST
COMPANY, as Agent**

By: Eliz A Kelley
Vice President

COL1

STATE OF ILLINOIS)
)
COUNTY OF COOK)

I, Robert Sherman a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that William M. Peyton personally known to me to be a Vice President of **EVANS RAILCAR LEASING COMPANY**, an Illinois corporation, and personally knows 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 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 1 day of January, 1987.

Robert Sherman

Notary Public

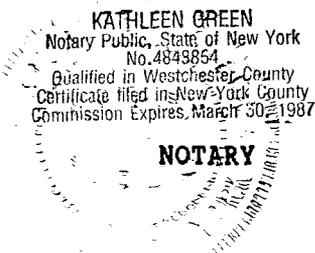
NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXPIRES AUG 2, 1987
ISSUED THRU ILL. NOTARY ASSOC.

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

I, Kathleen Green a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Elizabeth A. Kelley personally known to me to be a Vice President of **MANUFACTURERS HANOVER TRUST COMPANY**, a New York Bank Corporation, and personally knows to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and severally 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 February, 1987.

Kathleen Green
Notary Public



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 B
COLLATERAL DELETIONS
DECEMBER 31, 1986

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	ARCHER DANIELS MIDLAND	41511	77/12/01	16	83/09/30	2	6	USLX	22208
N=1										
1999-00	* TANK-210CI	REED LIGNIN INC	39540	82/11/30	1	82/11/30	5	0	USLX	21844
	TANK-210CI	REED LIGNIN INC	39542	82/11/30	1	82/11/30	5	0	USLX	21846
	TANK-210CI	REED LIGNIN INC	41204	82/11/30	1	82/11/30	5	0	USLX	22195
	TANK-210CI	REED LIGNIN INC	41507	82/11/30	1	82/11/30	5	0	USLX	22204
	TANK-210CI	REED LIGNIN INC	41510	82/11/30	1	82/11/30	5	0	USLX	22207
	TANK-210CI	REED LIGNIN INC	41513	82/11/30	1	82/11/30	5	0	USLX	22210
N=6										
1999-02	* TANK-210CI	REED LIGNIN INC	39536	82/11/30	2	83/09/23	4	2	USLX	21840
	TANK-210CI	REED LIGNIN INC	39625	82/11/30	2	83/09/23	4	2	USLX	21977
	TANK-210CI	REED LIGNIN INC	39633	82/11/30	2	83/09/23	4	2	USLX	21985
N=3										
2014-01	* TANK-235CI	LEASE POOL	40565	0/00/00	0	0/00/00	0	0	USLX	22046
	TANK-235CI	LEASE POOL	40571	0/00/00	0	0/00/00	0	0	USLX	22052
	TANK-235CI	LEASE POOL	40582	0/00/00	0	0/00/00	0	0	USLX	22063
N=3										
2028-02	* TANK-210CI	CARGILL INC	41140	83/09/09	2	83/09/09	0	2	USLX	22131
N=1										
2028-03	* TANK-210CI	CARGILL INC	41113	83/06/28	3	84/01/30	0	22	USLX	22104
N=1										
2041-01	* TANK-210CI	WEYERHAEUSER COMPANY	39619	83/09/08	1	83/09/08	0	1	USLX	21971
	TANK-210CI	WEYERHAEUSER COMPANY	39621	83/09/08	1	83/09/08	0	1	USLX	21973
	TANK-210CI	WEYERHAEUSER COMPANY	39630	83/09/08	1	83/09/08	0	1	USLX	21982
N=3										

EXHIBIT B
COLLATERAL DELETIONS
DECEMBER 31, 1986

LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2069-01	* COV HOP-LO	DOW CHEMICAL CORPORATION	42113	84/03/30	1	84/03/30	0	6	ERLX	6174
	COV HOP-LO	DOW CHEMICAL CORPORATION	42287	84/03/30	1	84/03/30	0	6	ERLX	6202
	COV HOP-LO	DOW CHEMICAL CORPORATION	42288	84/03/30	1	84/03/30	0	6	ERLX	6204
	COV HOP-LO	DOW CHEMICAL CORPORATION	42289	84/03/30	1	84/03/30	0	6	ERLX	6206
	COV HOP-LO	DOW CHEMICAL CORPORATION	42290	84/03/30	1	84/03/30	0	6	ERLX	6211
	COV HOP-LO	DOW CHEMICAL CORPORATION	42291	84/03/30	1	84/03/30	0	6	ERLX	6213
	COV HOP-LO	DOW CHEMICAL CORPORATION	42292	84/03/30	1	84/03/30	0	6	ERLX	6214
	COV HOP-LO	DOW CHEMICAL CORPORATION	42293	84/03/30	1	84/03/30	0	6	ERLX	6215
	COV HOP-LO	DOW CHEMICAL CORPORATION	42321	84/03/30	1	84/03/30	0	6	ERLX	6219
	COV HOP-LO	DOW CHEMICAL CORPORATION	42294	84/03/30	1	84/03/30	0	6	ERLX	6220
N=10										
2069-02	* COV HOP-LO	DOW CHEMICAL CORPORATION	41776	84/03/30	2	84/05/11	0	6	ERLX	6144
N=1										
2075-01	* TANK-210CI	DOUGLASS FERTILIZER & CHEMICAL INC	37325	84/05/11	1	84/05/11	2	0	ERLX	107
	TANK-210CI	DOUGLASS FERTILIZER & CHEMICAL INC	37326	84/05/11	1	84/05/11	2	0	ERLX	108
	TANK-210CI	DOUGLASS FERTILIZER & CHEMICAL INC	37327	84/05/11	1	84/05/11	2	0	ERLX	109
N=3										
2093-01	* COV HOP-LO	IOWA INTERSTATE RAILROAD CO	15612	85/04/22	1	85/04/22	5	3	USLX	131056
N=1										
2094-01	* GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37818	84/09/17	1	84/09/17	1	2	IAIS	643556
	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37828	84/09/17	1	84/09/17	1	2	IAIS	643566
	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37845	84/09/17	1	84/09/17	1	2	IAIS	643583
N=3										
2094-05	* GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37816	84/09/17	5	84/09/17	1	0	IAIS	643554
	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37852	84/09/17	5	84/09/17	1	0	IAIS	643590
	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37857	84/09/17	5	84/09/17	1	0	IAIS	643595
N=3										
2104-01	* REFRIG-RBL	GRAND TRUNK WESTERN RR	17591	84/12/27	1	84/12/27	0	1	USLX	10196
N=1										
2108-01	* TANK-210CI	LEASE POOL	40636	0/00/00	0	0/00/00	0	0	USLX	22004
	TANK-210CI	LEASE POOL	40637	0/00/00	0	0/00/00	0	0	USLX	22005

Total Collateral Deletions 12/86 = 42

EXHIBIT A
COLLATERAL ADDITIONS
DECEMBER 31, 1986

LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAP. NUMBER
1542-16	# TANK-210CI	LEASE POOL	41511	0/00/00	0	0/00/00	0	0	USLX	22208
N=1										
1769-10	* TANK-210CI	MONSANTO COMPANY	40636	79/05/29	10	0/00/00	1	0	USLX	22004
	TANK-210CI	MONSANTO COMPANY	40637	79/05/29	10	0/00/00	1	0	USLX	22005
N=2										
1999-00	# TANK-210CI	LEASE POOL	39540	0/00/00	0	0/00/00	0	0	USLX	21844
	TANK-210CI	LEASE POOL	39542	0/00/00	0	0/00/00	0	0	USLX	21846
	TANK-210CI	LEASE POOL	41204	0/00/00	0	0/00/00	0	0	USLX	22195
	TANK-210CI	LEASE POOL	41507	0/00/00	0	0/00/00	0	0	USLX	22204
	TANK-210CI	LEASE POOL	41510	0/00/00	0	0/00/00	0	0	USLX	22207
	TANK-210CI	LEASE POOL	41513	0/00/00	0	0/00/00	0	0	USLX	22210
N=6										
1999-02	# TANK-210CI	LEASE POOL	39536	0/00/00	0	0/00/00	0	0	USLX	21840
	TANK-210CI	LEASE POOL	39625	0/00/00	0	0/00/00	0	0	USLX	21977
	TANK-210CI	LEASE POOL	39633	0/00/00	0	0/00/00	0	0	USLX	21985
N=3										
2023-14	* GONDOLA-GB	FERDINAND RAILROAD	37818	86/10/02	14	86/10/02	1	0	FRDN	41252
	GONDOLA-GB	FERDINAND RAILROAD	37828	86/10/02	14	86/10/02	1	0	FRDN	41258
	GONDOLA-GB	FERDINAND RAILROAD	37845	86/10/02	14	86/10/02	1	0	FRDN	41267
	GONDOLA-GB	FERDINAND RAILROAD	37816	86/10/02	14	86/10/02	1	0	FRDN	41269
	GONDOLA-GB	FERDINAND RAILROAD	37852	86/10/02	14	86/10/02	1	0	FRDN	41277
	GONDOLA-GB	FERDINAND RAILROAD	37857	86/10/02	14	86/10/02	1	0	FRDN	41278
N=6										
2028-02	# TANK-210CI	LEASE POOL	41140	0/00/00	0	0/00/00	0	0	USLX	22131
N=1										
2028-03	# TANK-210CI	LEASE POOL	41113	0/00/00	0	0/00/00	0	0	USLX	22104
N=1										
2041-01	# TANK-210CI	LEASE POOL	39619	0/00/00	0	0/00/00	0	0	USLX	21971
	TANK-210CI	LEASE POOL	39621	0/00/00	0	0/00/00	0	0	USLX	21973
	TANK-210CI	LEASE POOL	39630	0/00/00	0	0/00/00	0	0	USLX	21982
N=3										

EXHIBIT A
COLLATERAL ADDITIONS
DECEMBER 31, 1986

LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2069-03	* COV HOP-LO	DOW CHEMICAL CORPORATION	41776	84/03/30	3	86/04/24	0	6	ERLX	6144
	COV HOP-LO	DOW CHEMICAL CORPORATION	42113	84/03/30	3	86/04/24	0	6	ERLX	6174
	COV HOP-LO	DOW CHEMICAL CORPORATION	42287	84/03/30	3	86/04/24	0	6	ERLX	6202
	COV HOP-LO	DOW CHEMICAL CORPORATION	42288	84/03/30	3	86/04/24	0	6	ERLX	6204
	COV HOP-LO	DOW CHEMICAL CORPORATION	42289	84/03/30	3	86/04/24	0	6	ERLX	6206
	COV HOP-LO	DOW CHEMICAL CORPORATION	42290	84/03/30	3	86/04/24	0	6	ERLX	6211
	COV HOP-LO	DOW CHEMICAL CORPORATION	42291	84/03/30	3	86/04/24	0	6	ERLX	6213
	COV HOP-LO	DOW CHEMICAL CORPORATION	42292	84/03/30	3	86/04/24	0	6	ERLX	6214
	COV HOP-LO	DOW CHEMICAL CORPORATION	42293	84/03/30	3	86/04/24	0	6	ERLX	6215
	COV HOP-LO	DOW CHEMICAL CORPORATION	42321	84/03/30	3	86/04/24	0	6	ERLX	6219
	COV HOP-LO	DOW CHEMICAL CORPORATION	42294	84/03/30	3	86/04/24	0	6	ERLX	6220
N=11										
2075-01	* TANK-210CI	LEASE POOL	37325	0/00/00	0	0/00/00	0	0	ERLX	107
	TANK-210CI	LEASE POOL	37326	0/00/00	0	0/00/00	0	0	ERLX	108
	TANK-210CI	LEASE POOL	37327	0/00/00	0	0/00/00	0	0	ERLX	109
N=3										
2077-04	* REFRIG-RBL	WISCONSIN & SOUTHERN RAILROAD CO	17591	84/05/31	4	86/08/25	0	6	USLX	10196
N=1										
2083-07	* TANK-235CI	PROCTER & GAMBLE MFG CO	40565	84/07/11	7	86/06/05	3	0	USLX	22046
	TANK-235CI	PROCTER & GAMBLE MFG CO	40571	84/07/11	7	86/06/05	3	0	USLX	22052
	TANK-235CI	PROCTER & GAMBLE MFG CO	40582	84/07/11	7	86/06/05	3	0	USLX	22063
N=3										
2093-07	* COV HOP-LO	IOWA INTERSTATE RAILROAD CO	15612	85/04/22	7	86/09/09	0	4	USLX	131056
N=1										

Total Collateral Additions 12/86 = 42