

Union Tank Car Company

RECORDATION NO. 5781 Filed 1425

JUN 11 1980 9 22 AM

90 Half Day Road
Lincolnshire, Illinois 60015

A Subsidiary of
INTERSTATE COMMERCE COMMISSION Trans Union Corporation

Direct Tel. No.:

June 4, 1980

No. JUN 11 1980

Date JUN 11 1980
Fee \$ 20.00

Secretary
Interstate Commerce Commission
Washington, D. C. 20423

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INTERSTATE COMMERCE COMMISSION

ICC Washington, D. C.

Dear Sir:

We transmit to you herewith by registered mail for recordation, pursuant to Section 20c of the Interstate Commerce Act, an original and two certified counterparts of the Ninth Supplemental Equipment Trust Agreement (the "Supplemental Agreement"), dated May 9, 1980, by and between Union Tank Car Company, 90 Half Day Road, Lincolnshire, Illinois 60015 (the "Company") and United States Trust Company of New York, 45 Wall Street, New York, New York 10005 (the "Bank") as Trustee, which amends the Equipment Trust Agreement dated as of July 1, 1970, between the Company and the Bank. The Supplemental Agreement evidences the substitution under the said Equipment Trust Agreement of 4 railroad cars, identified with the initials UTLX, and more fully described in Schedule A attached hereto.

Also enclosed for recordation is an original and two certified counterparts of a Bill of Sale to the Company from the Bank, which Bill of Sale relates to the 19 railroad cars in respect of which the aforesaid substitution was made. The railroad cars covered by the said Bill of Sale are fully described in Schedule B attached hereto. The Bill of Sale releases the Equipment described in Schedule B from the encumbrance created by the Equipment Trust Agreement.

The Supplemental Agreement and the said Bill of Sale should be recorded as supplements to the Equipment Trust Agreement dated as of July 1, 1970, which was recorded with your office on July 15, 1970, and assigned recordation number 5781. We enclose herewith our check in the amount of \$20 payable to the Interstate Commerce Commission to cover the recordation fees.

Please return the original copy of the Supplemental Agreement and the Bill of Sale to the undersigned.

Very truly yours,

UNION TANK CAR COMPANY

By AB Hillman

Change to N of O

Jun 11 1980

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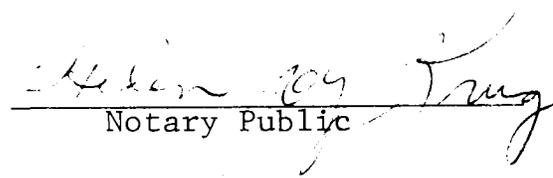
INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS)
) SS
COUNTY OF LAKE)

C E R T I F I C A T E

The undersigned, Helen Joy Krug, a Notary Public in and for said County, states that she compared the attached copy of the Bill of Sale dated the 23rd day of May, 1980, from United States Trust Company of New York to Union Tank Car Company with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 4th day of June, 1980.


Notary Public

My Commission Expires July 10, 1980

BILL OF SALE

UNITED STATES TRUST
COMPANY OF NEW YORK

as Trustee under Equipment Trust Agreement

Dated as of July 1, 1970 (Series 6)

To

Union Tank Car Company

KNOW ALL MEN BY THESE PRESENTS, that United States Trust Company of New York (the "Bank"), as Trustee under that certain Equipment Trust Agreement dated as of July 1, 1970 (the "Agreement"), by and between the Bank, as Trustee, and Union Tank Car Company (the "Company"), in consideration of the conveyance to the Bank, as Trustee, of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and of the compliance by the Company with the terms of the Agreement, and particularly Section 5.06 thereof, with respect to such substitutions, and other good and valuable considerations, the receipt whereof is acknowledged, has sold, assigned, transferred, set over and delivered, and by these presents does hereby sell, assign, transfer, set over and deliver unto the Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by the Company to the Bank, as Trustee aforesaid, pursuant to the Agreement, which units of Equipment are each identified with the initials UTLX, and more fully described in Schedule B hereto annexed and by reference incorporated herein, hereby warranting

that such Equipment is free and clear from all liens and encumbrances of the Bank.

TO HAVE AND TO HOLD the said Equipment unto the Company and its successors and assigns forever.

IN WITNESS WHEREOF, the Bank, as Trustee aforesaid, has caused this instrument to be duly executed by a proper corporate officer thereunto duly authorized, and its corporate seal to be hereunto affixed and attested, this 23 day of May, 1980.

UNITED STATES TRUST
COMPANY OF NEW YORK

By *[Signature]*

(CORPORATE SEAL)

ATTEST:

Stephen J. Kalin
Its ASST SECRETARY

STATE OF NEW YORK)
) SS
COUNTY OF)

On this 23 day of May, 1980, before me, a Notary Public in and for said County, personally appeared Green Bank II and Stephen J. Kaba to me personally known, who being by me duly sworn did say that they are respectively Asst Vice President and Asst Secretary of United States Trust Company of New York, that the seal affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by authority of its Board of Directors, and said George Buscetta and Stephen J. Kaba acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank.

Federico C. Santos
Notary Public

My Commission Expires:

FEDERICO C. SANTOS
Notary Public, State of New York
No. 41-4691650
Qualified in Queens County
Commission Expires March 30, 1981

SCHEDULE B

DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A.A.R. Mechanical Designation Code</u>	<u>Capacity in Gallons</u>	<u>Road Numbers</u>
1	LO	3800 CU FT	CN 374112
1	RACK	-	CP 550404
	TRI-LEVEL		
1	TM	20,000	UTLX 587
1	TMI	22,500	UTLX 25595
1	TMI	22,500	UTLX 25598
1	TMI	20,500	UTLX 25664
1	TP	33,800	UTLX 29100
1	TP	33,800	UTLX 38966
1	TM	29,000	UTLX 48611
1	TM	20,500	UTLX 48636
1	TM	20,500	UTLX 59477
1	TMI	15,500	UTLX 73493
1	TMI	13,300	UTLX 76614
1	TMI	13,300	UTLX 76679
1	TMI	13,600	UTLX 76756
1	TMI	13,600	UTLX 76780
1	TMI	13,600	UTLX 76790
1	TP	20,000	UTLX 77683
1	TP	33,800	UTLX 90364