

Union Tank Car Company

90 Half Day Road
Lincolnshire, Illinois 60015

Direct Tel. No.:



RECORDATION NO. 6372-M
SEP 22 1981 11 00 AM
INTERSTATE COMMERCE COMMISSION

A Subsidiary of
Trans Union Corporation

No. _____
Date SEP 22 1981
Fee \$ 20.00

ICC Washington, D. C.

September 15, 1981

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RECORDATION NO. 6372-N
SEP 22 1981 11 00 AM
INTERSTATE COMMERCE COMMISSION

Dear Sir:

We transmit to you herewith by registered mail for recordation pursuant to 49 U.S.C. Section 11303, an original and two certified counterparts of the Seventh Supplemental Equipment Trust Agreement (the "Supplemental Agreement") dated August 20, 1981, by and between Union Tank Car Company, 111 W. Jackson Boulevard, Chicago, Illinois 60604 (the "Company") and Citibank, N.A., 5 Hanover Square, New York, New York 10043 (the "Bank") as Trustee, which amends the Equipment Trust Agreement dated as of October 1, 1971, between the Company and the Bank. The Supplemental Agreement evidences the substitution under the said Equipment Trust Agreement of one railroad car described in Schedule A attached to the Supplemental Agreement.

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 five railroad cars in respect of which the aforesaid substitution was made. The railroad cars covered by the said Bill of Sale are described in Schedule B attached thereto. 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 October 1, 1971, which was recorded with your office on October 26, 1971, and assigned recordation number 6372. We enclose herewith our check in the amount of \$20 payable to the Interstate Commerce Commission to cover the recordation fees.

Secretary
Interstate Commerce Commission
Page Two

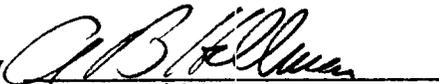
September 15, 1981

Please return the original copy of the Supplemental Agreement and the Bill of Sale to the undersigned at the following address:

2275 Half Day Road
Bannockburn, Illinois 60015

Very truly yours,

UNION TANK CAR COMPANY

By 
A. B. Hillman
Assistant General Counsel

EXECUTED IN 3 COUNTIES OF F
WHICH THIS IS COUNTERPART TO 2

BILL OF SALE

Citibank, N.A.

as Trustee under Equipment Trust Agreement

Dated as of October 1, 1971 (Series 8)

to

Union Tank Car Company

RECORDATION NO. 6372-N
FILED 1425
SEP 22 1981 - 11 02 AM
INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that Citibank, N.A. (formerly known as First National City Bank) (the "Bank"), as Trustee under that certain Equipment Trust Agreement dated as of October 1, 1971 (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.

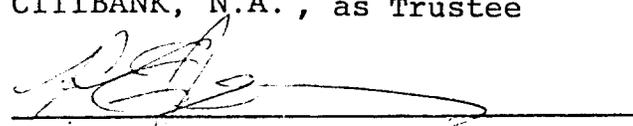
TO HAVE AND TO HOLD the said Equipment unto the Company and its successors and assigns forever. .

This Bill of Sale releases said Equipment from the encumbrance created by the Agreement, which was filed with the Interstate Commerce Commission on October 26, 1971, and assigned recordation number 6372.

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 *24TH* day of *AUGUST, 1981*.

CITIBANK, N.A., as Trustee

By


Senior Trust Officer

[CORPORATE SEAL]

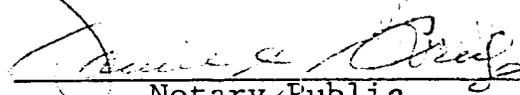
ATTEST:


Its

TRUST OFFICER

STATE OF NEW YORK)
) SS.
COUNTY OF NEW YORK)

On this 24TH day of AUGUST, 1981,
before me, a Notary Public in and for said County, personally
appeared RALPH E. JOHNSON and ENZO L. CARBOCCI
to me personally known, who being by me duly sworn did say
that they are respectively Senior Trust Officer and
TRUST OFFICER of Citibank, N.A., 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 RALPH E. JOHNSON and ENZO L. CARBOCCI
acknowledged that the execution of the foregoing instrument
was the free act and deed of said Bank.



Notary Public

DANIEL C. BROWN, JR.
Notary Public, State of New York
No. 41-4644153
Qualified in Queens County
Certificate Filed in New York County
Commission Expires March 30, 1983

My Commission Expires:

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>
5	LO	3,000 Cu.Ft.	UTLX80346-UTLX80350