

GATX

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL 60606
312-621-6200

RECORDATION NO. 9375-A
Filed 1425
MAY 21 1984
INTERSTATE COMMERCE COMMISSION
May 23, 1984

LAW DEPARTMENT

4-152A025

Secretary of the Interstate
Commerce Commission
Washington, D.C. 20006

No.
MAY 31 1984
Date.....
Fee \$ 10.00
ICC Washington, D.C.

RE: General American Transportation Corporation
Equipment Trust Series

Gentlemen:

I am counsel to GATX Corporation and General American
Transportation Corporation.

Enclosed herewith are five (5) signed copies of a Supplemental
Agreement dated as of April 30, 1984, deleting a portion of the
railroad cars covered by the above Trust Agreement, together with
our check for \$10.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the
Secretary of the Interstate Commerce Commission on May 15, 1978
under Recordation No. 9375.

The Trust Equipment deleted by the enclosed consists of railroad
cars described in the aforementioned documents (primarily railroad
cars of various AAR, DOT and ICC classifications) and the road
numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said
agreements are:

Citibank, N.A.
5 Hanover Square
New York, New York 10043
Attention: Ronald L. Pierce

GATX Corporation
120 South Riverside Plaza
Chicago, Illinois 60606
Attention: R. S. Connors

If you have any questions, feel free to call me at (312)
621-6593.

Very truly yours,

Elizabeth D.H. Bassel
Elizabeth D.H. Bassel

Encl:

EDHB/wk
3756D

Wm. G. ...
Elizabeth D.H. Bassel

EXECUTED IN
WHICH PARTS OF
COUNTERPARTS OF
WHICH PARTS OF
COUNTERPART No. 6

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 75

RECORDATION NO. 9375-17 Filed 1425

MAY 31 1984 2 10 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF APRIL 30, 1984
TO EQUIPMENT TRUST AGREEMENT DATED AS OF MAY 15, 1978

BY AND BETWEEN

CITIBANK N.A. TRUSTEE

AND

GENERAL AMERICAN TRANSPORTATION CORPORATION

Supplemental Agreement dated as of April 30, 1984 by and between Citibank, N.A., as Trustee, and General American Transportation Corporation, a New York corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of May 15, 1978 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 75, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20 of the Interstate Commerce Act on May 15, 1978, Recordation No. 9375; and

Whereas, the parties hereto wish to amend Schedule A to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of April 30, 1984.

CITIBANK, N.A., TRUSTEE

By: _____

ATTEST:

GENERAL AMERICAN TRANSPORTATION
CORPORATION

By: J.R. Moran

ATTEST:

Joh. Lee
Assistant Secretary

3788D

STATE OF _____)

) ss.:

COUNTY OF _____)

On this _____ day of _____, before me personally appeared _____, to me personally known, who, being by me duly sworn, says that he is _____ of _____, that one of the seals affixed to the foregoing instrument is the corporate seal of said _____, that said instrument was signed and sealed on behalf of said _____ by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

Notary Public

* * * * *

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK)

On this April 21st 1984, before me personally appeared James R. Moran, to me personally known, who, being by me duly sworn, said that he is Vice President of General American Transportation Corporation, that one of the seals affixed to the foregoing instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sharon A. Bryson

Notary Public
My Commission Expires 11/14/85

SCHEDULE I
 GENERAL AMERICAN TRANSPORTATION CORPORATION
 EQUIPMENT TRUST - SERIES 75
CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>
1 Tank Car	DOT 105A300-W	33,500	GATX 31863.
1 Tank Car	DOT 105A300-W	33,500	GATX 48534.
1 Tank Car	DOT 105A500-W	20,000	GATX 27423.
1 Tank Car	DOT 111A100-W-1	10,000	GATX 26065.
1 Tank Car	DOT 111A100-W-1	12,500	GATX 36504.
1 Tank Car	DOT 111A100-W-1	16,000	GATX 48443.
1 Tank Car	DOT 111A60-W-1	12,500	GATX 25762.
1 Tank Car	DOT 111A60-W-1	12,500	GATX 27657.
1 Tank Car	DOT 111A60-W-1	12,500	GATX 48592.
1 Tank Car	DOT 111A60-W-1	20,000	GATX 45847.
1 Tank Car	DOT 111A60-W-1	22,000	GATX 48926.
1 Tank Car	DOT 111A60-W-1	23,000	GATX 46175.
1 Airslide Car	L0	4,180 Cu.Ft.	GACX 47858.

SCHEDULE 11

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 75

CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST</u>
4 Tank Cars	DOT 111A100-W-1	26,000	GATX 66347-66350.	\$62,55
4 Tank Cars	DOT 111A60-W-1	20,000	GATX 23389-23392.	45,19
1 Tank Car	DOT 111A100-W-1	20,000	GATX 52610.	41,12
1 Tank Car	DOT 111A60-W-1	12,500	GATX 21458.	40,06