

250 Golf Road
Rolling Meadows, IL 60008

Telephone: 312/640-7000

EVANS PRODUCTS COMPANY / **EVANS RAILCAR LEASING COMPANY**
DIVISION

9423-H

4-209A084

RECORDATION NO. 9423-H Filed 1425

No. _____
Date JUL 27 1984

JUL 27 1984 2 12 PM

Fee \$ 10.00

INTERSTATE COMMERCE COMMISSION

ICC Washington, D.C.

ICC OFFICE OF THE SECRETARY
ICC OFFICE OF THE SECRETARY
JUL 27 2 01 PM '84
MOTOR OPERATING UNIT 27 2 01 PM '84
REGISTRATION UNIT

June 29, 1984

Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Secretary:

Pursuant to 49 U.S.C. §11303 and the rules and regulations promulgated thereunder, as amended, we hand you herewith for filing three fully executed counterparts of that certain Supplemental Agreement dated as of April 6, 1984. The parties to the Supplemental Agreement are:

Debtor: Evans Railcar Leasing Company
The East Tower, Suite 1000
2550 Golf Road
Rolling Meadows, Illinois 60008

Secured Party: Girard Bank
Broad and Chestnut Streets
Philadelphia, Pennsylvania 19101

A description of the equipment covered by the Supplemental Agreement and is attached hereto as Exhibits A and B.

The enclosed Supplemental Agreement relates to that certain Equipment Trust Agreement dated as of April 1, 1978 and recorded with Interstate Commerce Commission on June 5, 1978 as ICC Recordation No. 9423. Accordingly, we request that the Supplemental Agreement be filed as subfiling under that number.

CT. Kandler
Chandler

Secretary
Interstate Commerce Commission

June 29, 1984
Page Two

Enclosed herewith is a check in the amount of \$10.00 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 Supplemental Agreement not required to be kept by you, or, if it is not possible to return it to the bearer, send it 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

EXHIBIT A
SERIES 16
"DELETED CAR NUMBERS"

Description

Reporting Marks

238 Boxcars

HN 1000-1058
HN 1060-1099
NSL 100515-100553
NSL 100555-100593
NSL 100600-100620
MILW 150400-150439

89 Covered Hopper Cars

TPW 18202
TPW 18204-18208
TPW 18210
TPW 18212-18227
TPW 18230-18240
TPW 18242-18246
TPW 18248-18267
TPW 18270-18273
TPW 18275-18300

EXHIBIT B
SERIES 16
"REPLACEMENT CAR NUMBERS"

Description

Reporting Marks

238 Boxcars

NCTR 1923-1998
OKKT 1900-1922
ATW 61000-61058
ATW 61060-61099
BCH 800-839

89 Covered Hopper Cars

USLX 18202
USLX 18204-18208
USLX 18210
USLX 18212-18227
USLX 18230-18240
USLX 18242-18246
USLX 18248-18267
USLX 18270-18273
USLX 18275-18300

JUL 27 1984 - 2 13 PM

SUPPLEMENTAL AGREEMENT INTERSTATE COMMERCE COMMISSION

This Supplemental Agreement dated as of April 6, 1984, is by and between Girard Bank (hereinafter called the "Trustee") and Evans Railcar Leasing Company, an Illinois Corporation, by name change successor to United States Railway Leasing Company (hereinafter called the "Company").

W I T N E S S E T H:

WHEREAS, the Trustee and the Company have executed and delivered with and to each other that certain Equipment Trust Agreement, Series 16, dated as of April 1, 1978 (hereinafter called the "Agreement"); and

WHEREAS, the Agreement was recorded with the Interstate Commerce Commission in accordance with 49 USC Section 11303 and assigned Recordation No. 9423; and

WHEREAS, pursuant to said Agreement, the Company granted the Trustee a security interest in certain railroad cars (hereinafter called the "Trust Equipment"); and

WHEREAS, the Company and the Trustee desire to modify and amend the Agreement to reflect changes in identifying marks with respect to certain units of Trust Equipment.

NOW, THEREFORE, in consideration of the promises, covenants and agreements hereinafter set forth, it is agreed by and between the parties hereto that:

1. The Agreement is hereby amended by deleting from Schedule A thereof, the car numbers described in Exhibit A hereto (hereinafter called "Deleted Car Numbers"), and subjecting to the lien thereof and adding to Schedule A thereof, the car numbers described in Exhibit B hereto (hereinafter called "Replacement Car Numbers").
2. The term "Trust Equipment" as used in the Agreement shall hereafter, for all purposes, include the Replacement Car Numbers and shall not hereafter include the Deleted Car Numbers.
3. The Company will promptly cause this Supplemental Agreement to be filed and recorded with the Interstate Commerce Commission and recorded in accordance with 49 USC 11303.
4. Except as amended and supplemented hereby, the Agreement shall remain unaltered and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Agreement to be duly executed as of the 6th day of April, 1984.

[CORPORATE SEAL]

ATTEST:

GIRARD BANK, as Trustee


Assistant Secretary

By: 

[CORPORATE SEAL]

ATTEST:

EVANS RAILCAR LEASING COMPANY


Assistant Secretary

By: 

EXHIBIT A
SERIES 16
"DELETED CAR NUMBERS"

Description

Reporting Marks

238 Boxcars

HN 1000-1058
HN 1060-1099
NSL 100515-100553
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EXHIBIT B
SERIES 16
"REPLACEMENT CAR NUMBERS"

<u>Description</u>	<u>Reporting Marks</u>
238 Boxcars	NCTR 1923-1998 OKKT 1900-1922 ATW 61000-61058 ATW 61060-61099 BCH 800-839
89 Covered Hopper Cars	USLX 18202 USLX 18204-18208 USLX 18210 USLX 18212-18227 USLX 18230-18240 USLX 18242-18246 USLX 18248-18267 USLX 18270-18273 USLX 18275-18300

STATE OF PENNSYLVANIA

COUNTY OF PHILADELPHIA

On this 2nd day of MAY, 1984, before me personally appeared H. E. IKELER, JR. and C. H. DOUGHERTY to me personally known, who, being by me duly sworn, say that they are Vice President and Assistant Secretary, respectively, of GIRARD BANK, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My Commission Expires:

IRENE MATERNA
Notary Public, Phila., Phila. Co.
My Commission Expires Dec. 21, 1987

Irene Materna
Notary Public

STATE OF ILLINOIS

COUNTY OF COOK

On this 6th day of April, 1984, before me personally appeared Paul R. Leak and Lawrence Prange to me personally known, who, being by me duly sworn, say that they are Vice President and Assistant Secretary, respectively, of EVANS RAILCAR LEASING COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My Commission Expires:

Feb. 4, 1985

Susan S. Muehlefeld
Notary Public