



**Union Tank Car Company**

39 South La Salle Street  
Chicago, Illinois 60603  
312/372-9500

**Arthur B. Hillman**  
Secretary and  
Assistant General Counsel

Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

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 Second Supplemental Equipment Trust Agreement (the "Supplemental Agreement"), dated October 1, 1982, by and between Union Tank Car Company, 39 S. LaSalle St., Chicago, IL, 60603 (the "Company") and The First National Bank of Boston, P.O. Box 1897, Boston, Massachusetts, 02105 (the "Bank") as Trustee, which amends the Equipment Trust Agreement dated as of May 15, 1980 between the Company and the Bank. The Supplemental Agreement evidences the addition under the said Equipment Trust Agreement of 163 railroad cars, more fully described in Schedule A attached hereto.

The Supplemental Agreement should be recorded as supplement to the Equipment Trust Agreement dated as of May 15, 1980 which was recorded with your office on May 29, 1980 and assigned recordation number 11858. We enclose herewith our check in the amount of \$10.00 payable to the Interstate Commerce Commission to cover the recordation fee.

Please return the original copy of the Supplemental Agreement to the undersigned.

Very truly yours,

UNION TANK CAR COMPANY

By Arthur B. Hillman

Enclosures

/er

REGISTRATION NO. 11858-A ✓  
Form 142B

DEC 6 - 1982 - 10 20 AM

INTERSTATE COMMERCE COMMISSION

November 30, 1982

2-340A050

No. DEC 6 - 1982

Date.....

Fee \$ 10.00

ICC Washington, D. C.

RECEIVED  
DEC 14 AM '82  
REGISTRATION  
D.C.



SCHEDULE A

DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A. A. R. Mechanical Designation Code</u>	<u>Capacity in Gallons</u>	<u>Road Numbers</u>
163	Box Car	70 cu. ft.	WCTR 101534-101543, 101545-101694, 101696- 101698
<u>163</u> Total			

**Interstate Commerce Commission**  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Arthur B. Hillman  
Secretary & Gen. Counsel  
Union Tank /Car Company  
39 South LaSalle Street  
Chicago, Illinois 60603

December 6, 1982

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 12/6/82 at 10:20AM, and assigned re-  
recording number(s). 11858-A, 13199-A.

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

THIS FIRST SUPPLEMENTAL EQUIPMENT TRUST AGREEMENT dated as of October 1, 1982 (the "Supplement"), by and between UNION TANK CAR COMPANY, a Delaware corporation incorporated on September 28, 1980 (the "Company") and the successor to Union Tank Car Company, a Delaware corporation incorporated on January 22, 1968 ("Union"), and The First National Bank of Boston, as Trustee (the "Trustee").

RECORDATION NO. 11858-A  
DEC 6 - 1982 - 10 20 AM  
STATE COMMERCE COMMISSION  
✓

WITNESSETH:

WHEREAS, Union has heretofore executed and delivered to the Trustee an Equipment Trust Agreement dated as of May 15, 1980, (the "Trust Agreement"), providing for an issue of its Equipment Trust Certificates (Series 17) (the "Trust Certificates"); and

WHEREAS, the aggregate final Cost (as defined in the Trust Agreement) of the Equipment heretofore transferred to the Trustee pursuant to Section 4.04 of the Trust Agreement has been determined to be less than 133-1/3% of the aggregate principal amount of Trust Certificates issued pursuant to Section 2.01 of the Trust Agreement; and

WHEREAS, pursuant to said Section 4.04, Union desires to transfer and convey to the Trustee additional Equipment in such amount and of such Cost that the final Cost of the Trust Equipment will be at least 133-1/3% of the aggregate principal amount of said Trust Certificates; and

WHEREAS, the Company desires to comply with Section 5.03 of the Trust Agreement by the execution of a supplement thereto, to evidence the inclusion of the aforesaid Equipment as a part of the Trust Equipment under the Trust Agreement;

NOW, THEREFORE, in consideration of the premises and for other valuable consideration, the receipt whereof is hereby acknowledged, the Company covenants and agrees with the Trustee for the equal and proportionate benefit of the respective holders from time to time of the Trust Certificates, as follows:

ARTICLE ONE

Addition of Equipment

The equipment described in Schedule A annexed hereto is hereby added to and included as part of the Trust Equipment under the Trust Agreement and is and shall be subject to all the terms and conditions of the Trust Agreement in all respects as though it had been part of the Trust Equipment specifically described in the Trust Agreement.

ARTICLE TWO

Concerning the Trustee

The Trustee accepts the provisions of this Supplement but only upon the terms and conditions set forth in the Trust Agreement. Without limiting the generality of the foregoing, the Trustee assumes no responsibility for the correctness of the recitals herein contained, which shall be taken as the statements of the Company. The Trustee makes no representations and shall have no responsibility as to the validity of this Supplement.

ARTICLE THREE

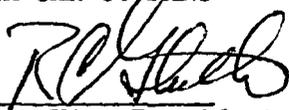
Miscellaneous Provisions

Except as hereby expressly provided, the Trust Agreement is in all respects ratified and confirmed and all the terms, provisions and conditions thereof shall be and remain in full force and effect.

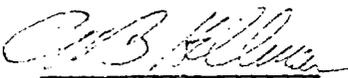
This Supplement may be executed in any number of counterparts, each of which shall be an original, but such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, the Company and the Trustee have caused this Supplement to be duly executed by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed, all as of the date and year first above written.

UNION TANK CAR COMPANY

By   
Executive Vice President

ATTEST:

  
Secretary

THE FIRST NATIONAL BANK of BOSTON,  
as Trustee

By   
Vice President

ATTEST:

  
Assistant Vice President



SCHEDULE A

DESCRIPTION OF TRUST EQUIPMENT

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163	Box Car	70 cu. ft.	WCTR 101534-101543, 101545-101694, 101696- 101698
<u>163</u> Total			

STATE OF ILLINOIS )  
                          )  
COUNTY OF COOK    )

SS

C E R T I F I C A T E

REGISTRATION NO. 11858-A  
DEC 6 - 1982 - 10 20 AM  
INTERSTATE COMMERCE COMMISSION

The undersigned, Bonnie L. Reddell, a Notary Public in and for said County, states that she compared the attached copy of the First Supplemental Equipment Trust Agreement dated the 1st day of October 1982, by and between Union Tank Car Company and The First National Bank of Boston with the original document, and certifies that it is a true and correct copy in all respect.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 22<sup>nd</sup> day of November 1982.

  
Notary Public

My Commission Expires:

February 1, 1984