



Edward H. Soderstorm II
General Counsel
Remarketing Service Division and
Investor Management Programs
Law Department
312.853.5324

NORTH AMERICAN CAR CORPORATION
33 West Monroe
Chicago, IL U.S.A. 60603
Telephone 312.853.5000
Telex #255222

2-138A087

Mrs. R. Soderstorm
This one is rec. 13182-P
RECORDATION NO. 13182

No.
MAY 18 1982
Date.....
Fee \$ 10.00
ICC Washington, D. C.

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

MAY 18 1982 11 20 AM

INTERSTATE COMMERCE COMMISSION

Dear Secretary:

I have enclosed an original and several counterparts of the document described below, to be recorded pursuant to Section 11303 of title 49 of the U.S. Code.

This document is a Supplement, a secondary document, dated as of May 10, 1982.

The primary document to which this is connected is recorded under Recordation No. 13182.

The names and addresses of the parties to the document are as follows:

Bailor and Assignee:

The Connecticut Bank and Trust Company,
as Trustee under Trust Agreement dated
as of April 13, 1981 with General
Electric Credit and Leasing Corporation
One Constitution Plaza
Hartford, Connecticut 06115

Attn: Corporation Trust Dept.

Bailee and Assignor:

North American Car Corporation
33 West Monroe Street
Chicago, Illinois 60603

A description of the equipment covered by the document follows:

14 - 4000 cu. ft. covered hopper cars, pressure differential unloading (15 psi), 100-ton trucks, Class LO, SN 390316-390325, 390344-390347

RECEIVED
MAY 18 11 28 AM '82
FEE OPERATING DEPT.

Comptroller Bob Collins

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the messenger presenting this document.

A short summary of the document to appear in the index follows:

Supplement dated as of May 10, 1982 to Bailment Agreement and Assignment of Leases dated as of February 20, 1981 between The Connecticut Bank and Trust Company, as Trustee under Trust Agreement dated as of 4/13/81 with General Electric Credit and Leasing Corporation, One Constitution Plaza, Hartford, Connecticut 06115, Attn: Corporate Trust Dept., Bailor and Assignee, and North American Car Corporation, 33 West Monroe Street, Chicago, Illinois 60603, Bailee and Assignor, covering the following equipment:

14 - 4000 cu. ft. covered hopper cars, pressure differential unloading (15 psi), 100-ton trucks, Class LO, SN 390316-390325, 390344-390347

Sincerely,



Edward H. Soderstrom II
Attorney for North American
Car Corporation

EHS:bmt
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

5/18/82

OFFICE OF THE SECRETARY

Edward H. Soderstrom 11
General Counsel

North American Car Corporation

33 West Monroe

Chicago, Illinois 60603

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 **5/18/82** at **11:20am**, and assigned re-
recording number(s). **13182-P**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

MAY 18 1982 - 11 20 AM

ALCO:DM:CN NO 31.82 TEL 1425 8

SUPPLEMENT, dated as of May 10, 1982, ~~INTERSTATE COMMERCE COMMISSION~~ AGREEMENT AND ASSIGNMENT OF LEASES, dated as of February 20, 1981, (the "Assignment"), between the Connecticut Bank and Trust Company, acting not in its individual capacity but solely as Trustee (the "Trustee") under a Trust Agreement, dated as of April 13, 1981, with General Electric Credit and Leasing Corporation, a Delaware corporation ("GECC"), and NORTH AMERICAN CAR CORPORATION, a Delaware corporation ("NACC"):

WHEREAS, NACC and the Trustee desire to add the units of railroad equipment referred to in Schedule A hereto (the "Equipment") to the Assignment;

WHEREAS, NACC and the Trustee desire to assign the leases referred to in Schedule B hereto (the "Leases") to the Assignment;

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Assignment, the Trustee and NACC agree as follows:

Article I. Definitions, Interpretation

1.01. The definitions set forth or incorporated by reference in the Assignment are incorporated herein by reference to the same extent as if set forth herein, except as herein otherwise provided.

1.02. In the event of any discrepancy between the provisions of this Supplement and the provisions of the Assignment, the provisions of the Assignment shall control and the provisions hereof are expressly made subject thereto.

Article II. Supplement to Assignment

2.01. ~~The Assignment~~ is hereby supplemented to add the Leases and the Equipment thereto.

Article III. Representation and Warranties

3.01. The representations, warranties and covenants of NACC in the Assignment are true and correct on and as of the date hereof as though made on and as of this date.

IN WITNESS WHEREOF, NACC and GECC have executed this Supplement as of this 10th day of May, 1982.

NORTH AMERICAN CAR CORPORATION

ATTEST:



By



THE CONNECTICUT BANK AND TRUST COMPANY,
acting not in its individual capacity
but as Trustee under a Trust Agreement,
dated as of April 13, 1981, with
General Electric Credit and Leasing
Corporation

ATTEST:

By



AGENT

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 10th day of May 1982 before me personally appeared Harold Wong, to me personally known, who, being by me duly sworn says that he is a Direct - Investor Management Programs of NORTH AMERICAN CAR CORPORATION, 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 he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Debra A. Kelly
Notary Public

(Notarial Seal)

~~My Commission Expires Feb 23 1983~~

STATE OF Connecticut)
) SS.:
COUNTY OF Fairfield)

On this 14 day of May, 1982, before me personally appeared Chris Lundberg, to me personally known, who, being by me duly sworn, says that (s)he is an agent of the Trustee and that said instrument was signed on behalf of said Trustee by authority of appointment dated July 27, 1981, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said Trustee.

Anna Marie Delahunt
Notary Public
ANNA MARIE DELAHUNT
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 1985

(Notarial Seal)



SCHEDULE A

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
4000 cubic foot covered hopper cars, pressure differential unloading (15 (PSI), 100-ton trucks, Class LO	14	NAHX 390316-390325, 390344-390347	390316-390325, 390344-390347

SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (including AAR desig.</u>
Car Leasing Agreement 2390-2 (dated 10/11/73) Rider No. 19 (dated 4-19-82)	NAHX 390316-390325 390344-390347	390316-390325, 390344-390347	4000 cubic foot covered hopper cars, pressure differential unloading (15 PSI) 100-ton trucks, Class 10