

GATX

6-100A037

GATX CORPORATION

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

No.
Date APR 10 1986
Fee \$ 10.00
ICC ~~Washington, D.C.~~

LAW DEPARTMENT
April 9, 1986
RECORDATION NO. 8607 A Filed 1425

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

APR 10 1986 -1 50 PM

INTERSTATE COMMERCE COMMISSION

RE: General American Transportation Corporation
Equipment Trust Series 74

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of March 31, 1986, 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 December 13, 1976 under Recordation No. 8607.

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:

Continental Illinois National Bank
& Trust Company of Chicago
30 N. La Salle Street
Chicago, IL 60697
Attention: Ron Thalheimer

General American Transportation Corporation
120 South Riverside Plaza
Chicago, Illinois 60606
Attention: James Moran

If you have any questions, feel free to call me at (312) 621-6603.

Very truly yours,

Janice M. Alonso
Janice M. Alonso
Assistant Secretary

JMA/djw
3926D

APR 10 1 45 PM '86
RECORDATION NO. 8607 A
FILED 1425

Mary J. Foulton
Janice M. Alonso

Interstate Commerce Commission
Washington, D.C. 20423

4/10/86

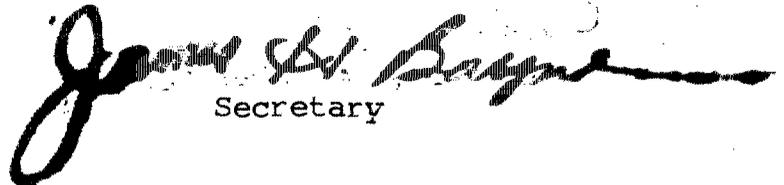
OFFICE OF THE SECRETARY

Janice M. Alonso
Assist. Sec.
GATX Corporation
120 South Riverside Plaza
Chicago, Illinois 60606

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 4/10/86 at 1:50pm and assigned re-
recording number(s). 8607-D

Sincerely yours,


Secretary

Enclosure(s)

SE-30
(7/79)

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 74

REGISTRATION NO. *8607 D* Filed 1425

APR 10 1986 -1 50 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF MARCH 31, 1986
TO EQUIPMENT TRUST AGREEMENT DATED AS OF DECEMBER 1, 1976

BY AND BETWEEN

CONTINENTAL ILLINOIS NATIONAL BANK AND
TRUST COMPANY OF CHICAGO, TRUSTEE

AND

GENERAL AMERICAN TRANSPORTATION CORPORATION

Supplemental Agreement dated as of March 31, 1986 by and between Continental Illinois National Bank and Trust Company of Chicago, as Trustee, and General American Transportation Corporation, a New York Corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of December 1, 1976 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 74, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on December 13, 1976, Recordation No. 8607; and

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

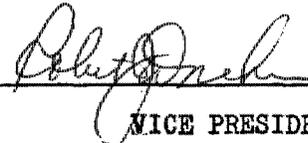
NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

(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 March 31, 1986.

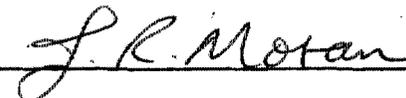
CONTINENTAL ILLINOIS NATIONAL BANK AND
TRUST COMPANY OF CHICAGO, TRUSTEE

BY: 
VICE PRESIDENT

ATTEST:


Trust Officer

GENERAL AMERICAN TRANSPORTATION
CORPORATION

BY: 

ATTEST:


Assistant Secretary

3780D

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK)

On this 7th day of April 1986, before me personally appeared Robert J. Donahue, to me personally known, who, being by me duly sworn, says that he is VICE PRESIDENT of Continental Illinois National Bank and Trust Company of Chicago, that one of the seals 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 he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

J. W. [Signature]
Notary Public
My Commission Expires July 31, 1988

* * * * *

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK)

On this 3-31-86, before me personally appeared James R. Moran, to me personally known, who, being by me duly sworn, said that he is Senior 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.

Rebecca A. Matz
Notary Public

SCHEDULE 1
 GENERAL AMERICAN TRANSPORTATION CORPORATION
 EQUIPMENT TRUST - SERIES 74
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1	Tank Car DOT 105A300-W	25,000	GATX 47535.	\$34,506.00	\$40,506.00	\$ 40,506.00	1-1976	1-1976
1	Tank Car DOT 105A300-W	33,500	GATX 48062.	39,371.00	39,863.00	39,863.00	2-1977	2-1977
1	Tank Car DOT 111A100-W-1	16,000	GATX 47407.	31,110.00	38,084.00	38,084.00	3-1976	3-1976
1	Tank Car DOT 111A100-W-1	16,000	GATX 47459.	31,110.00	38,084.00	38,084.00	4-1976	4-1976
1	Tank Car DOT 111A60-W-1	20,800	GATX 11823.	33,592.00	34,012.00	34,012.00	1-1977	1-1977
1	Airslide Car LO	4,180 Cu.Ft.	MILW 109920.	31,182.00	41,285.00	41,285.00	11-1975	11-1975
1	Hopper Car HTS	3,850 Cu.Ft.	GGPX 76182.	34,465.00	39,071.00	39,071.00	7-1976	7-1976

7

\$270,905.00

SCHEDULE 11

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 74

CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1	Airslide Car	L0	4,566 Cu.Ft. GACX 48446.	\$48,339.00	\$47,563.00	\$ 47,563.00	9-1980	9-1980
5	Airslide Cars	L0	4,180 Cu.Ft. GACX 48509, 48515-48518.	45,449.00	44,719.00	223,595.00	9-1980	9-1980
6						<u>\$271,158.00</u>		