

GATX

GATX CORPORATION

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

RECORDATION NO. 6983 FILED 145

MAY 26 1988-2 20 PM

LAW DEPARTMENT

INTERSTATE COMMERCE COMMISSION
May 20, 1988

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

RE: General American Transportation Corporation
Equipment Trust Series 69

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of May 18, 1988, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for \$13.00 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 April 2, 1973 under Recordation No. 6983.

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:

LaSalle National Bank
135 South LaSalle Street
Chicago, IL 60690
Attention: David S. Rasch

GATX Corporation
120 South Riverside Plaza
Chicago, IL 60606
Attention: F. B. Ollett

8-147A053
No.
Date MAY 26 1988
Fee \$ 13.00
ICC Washington, D.C.

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
0022D

MAY 26 2 12 PM '88
MOTOR OPERATED UNIT
100 ST. JAMES ST.
CHICAGO, ILL. 60606

David S. Rasch

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 69

RECORDATION NO. 6983-2 FILED 1428

MAY 26 1988-2 20 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF MAY 18, 1988
TO EQUIPMENT TRUST AGREEMENT DATED AS OF MARCH 15, 1973

BY AND BETWEEN

LASALLE NATIONAL BANK, TRUSTEE

AND

GATX CORPORATION

(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

Supplemental Agreement dated as of May 18, 1988 by and between LaSalle National Bank, as Trustee, and GATX Corporation, a New York corporation, formerly known as General American Transportation Corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of March 15, 1973 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 69, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 11303 (formerly Section 20c) of the Interstate Commerce Act on April 2, 1973, Recordation No. 6983; and

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

NOW, THEREFORE, the parties hereto agree that Schedule I 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 May 18, 1988.

LASALLE NATIONAL BANK, TRUSTEE

By: *Joseph K. [Signature]*

ATTEST:

J. Kitzsilver

GATX CORPORATION
(FORMERLY KNOWN AS GENERAL AMERICAN
TRANSPORTATION CORPORATION)

By: *Richard B. [Signature]*

ATTEST:

Janice M. Alonso
Assistant Secretary

3706D

STATE OF ILLINOIS)

) ss:

COUNTY OF COOK)

On this 19th day of May, 1988, before me personally appeared Sarah H. Webb, to me personally known, who, being by me duly sworn, says that he is VICE PRESIDENT of LaSalle National Bank, 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 corporation.

Starla R. Amicks
Notary Public

* * * * *

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK)



On this 18th day of May, 1988, before me personally appeared F. B. Ollett, to me personally known, who, being by me duly sworn, said that he is Treasurer of GATX Corporation, 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 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.

Marothy Jean Faust
Notary Public

SCHEDULE I

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 69

CARS TO BE REMOVED

| <u>QUANTITY</u> | <u>CLASSIFICATION</u> | <u>CAPACITY IN GALLONS</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 | Tank Car | DOT 111A100-W-1 | 16,900 | GATX 56991. | \$ 7,593.00 | \$ 7,593.00 | 3-1972 | 3-1972 |
| 1 | Tank Car | DOT 111A100-W-1 | 20,000 | GATX 10553. | 7,197.00 | 7,197.00 | 10-1971 | 10-1971 |
| 2 | Airslide Cars | LO | 4,180 Cu.Ft. | MILW 109988, 109990. | 6,800.00 | 13,600.00 | 10-1971 | 10-1971 |
| 67 | Hopper Cars | HTS | 3,433 Cu.Ft. | GOHX 72201-72210, 72212, 72213, 72215-72230, 72232-72234, 72236-72247, 72249-72253, 72255-72271, 72274, 72275. | 15,923.00 | 384,044.00 | 4-1972 | 4-1972 |
| | | | | | | <u>\$412,434.00</u> | | |

SCHEDULE II

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 69

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> | |
|-----------------|-----------------------|-----------------|----------------------------------|--------------------------|-------------------|---------------------|--------------------------|----------------------|---------|
| 8 | Tank Cars | DOT 111A100-W-1 | 12,500 | GATX 69366, 69368-69374. | \$43,208.00 | \$31,110.00 | \$248,880.00 | 10-1980 | 10-1980 |
| 5 | Airslide Cars | L0 | 4,180 Cu.Ft. | GACX 48500-48504. | 45,449.00 | 32,724.00 | 163,620.00 | 9-1980 | 9-1980 |
| | | | | | | <u>\$412,500.00</u> | | | |