



TRANSPORTATION CORPORATION OF AMERICA

P. O. BOX 218 / CHICAGO HEIGHTS, ILLINOIS 60411 / AREA CODE 312 / 757-5900

Date: July 29, 1987

Interstate Commerce Commission
Attn: Mrs. Mildred Lee
Room 2303
12th & Constitution Ave., N.W.
Washington, D.C. 20423

RECORDATION NO. 15219 A

date 8/3/87
10.00

AUG 8 1987 - 10 25 AM

Dear Mrs. Lee:

INTERSTATE COMMERCE COMMISSION

Enclosed for recordation under the provision of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, are Five (5) copies of the following:

Memorandum of Amendment to:

Lease Agreement No. 020287 dated July 17, 1987

Rider No. N/A dated N/A

between TRANSPORTATION CORPORATION OF AMERICA and
Rail-Lease, Inc.

Recordation No. 15219

No. of Auto Racks Twenty-Two (22)

Description of Cars 5800 CFC 100-Ton Covered Hopper Cars (LO)

Car Numbers TCAX 65052, TCAX 65057 thru 65062, both inclusive TCAX 65065,
TCAX 65066, TCAX 65068, TCAX 65076, TCAX 65077, TCAX 65080,
TCAX 65084 thru TCAX 65087, both inclusive, TCAX 65089,
TCAX 65090, TCAX 65092, TCAX 65093, and TCAX 65097.

The names and address of the parties hereto are as follows:

Lessor:

Lessee:

Transportation Corporation of America
P. O. Box 218
Chicago Heights, Illinois 60411

Rail-Lease, Inc.
5738 Lyons Street
Morton Grove, Illinois 60053

The undersigned is the Treasurer of Transportation Corporation of America and has knowledge of the matters set forth within the enclosed documents. Kindly record and thereafter return to T. A. Layton, Transportation Corporation of America, P. O. Box 218, Chicago Heights, Illinois 60411, the remaining Four (4) copies of the enclosed document, marked "Recorded".

Attached hereto is a remittance in the sum of \$10.00 covering the required Recording Fee.

Cordially,

TRANSPORTATION CORPORATION
OF AMERICA

T. A. Layton
T. A. Layton
Treasurer

Enclosures

THE LEASING UNIT OF DUCHOSSOIS INDUSTRIES

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

8/4/87

T.A. Layton
Treasurer
Trans. Corp. Of America
P.O.Box 218
Chicago, Heights, Illinois 60411

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 8/3/87 at 10:35am, and assigned recordation number(s). ~~15219A~~ 15219A

Sincerely yours,

Noreta R. McGee
Secretary

Enclosure(s)

SE-30
(7/79)

RECORDING NO. 15219 A FILE NO. 1426

AUG 3 1987 - 10 25 AM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF AMENDMENT

Dated As Of July 17, 1987

To Lease Number 020287

Dated As of February 2, 1987

Between

TRANSPORTATION CORPORATION OF AMERICA ("LESSOR")

AND

RAIL-LEASE INC. ("LESSEE")

EXHIBIT "A" TO AMENDMENT

TO LEASE NO.: 020287
DATED AS OF : February 2, 1987

Between TRANSPORTATION CORPORATION OF AMERICA and RAIL-LEASE INC.

Recorded with the Interstate Commerce Commission on May 5, 1987, under Recordation No. 15219.

CAR NUMBERS: TCAX 65052, TCAX 65057 thru TCAX 65062, both inclusive, TCAX 65065, TCAX 65066, TCAX 65068, TCAX 65076, TCAX 65077, TCAX 65080, TCAX 65084 thru TCAX 65087, both inclusive, TCAX 65089, TCAX 65090, TCAX 65092, TCAX 65093, and TCAX 65097.

CAR OWNERS MARKS: Title to this car subject to documents filed with the Interstate Commerce Commission.

CLASS OF CAR: 5800 CFC 100-Ton Covered Hopper Car (LO).

NUMBER OF CARS: Twenty-Two (22)

TERM OF LEASE: As specified in Rider No. 02028701 to Lease Agreement No. 020287.

Memorandum of an Amendment, dated as of July 17, 1987, to Lease Agreement No. 020287 dated as of February 2, 1987, and between TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation ("Lessor") and Rail-Lease Inc. an Illinois corporation ("Lessee").

W I T N E S S E T H:

1. Lessor and Lessee have amended Lease Agreement No. 020287 dated as of February 2, 1987, a Memorandum of which was recorded with the Interstate Commerce Commission May 5, 1987, under Recordation No. 15219.
2. That Amendment relates to those railroad cars described in Exhibit "A" attached hereto and made a part hereof.

In Witness Whereof, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers and duly attested as of the date and year first above written.

(CORPORATE SEAL)

TRANSPORTATION CORPORATION OF AMERICA
("LESSOR")

BY:



President

ATTEST:



Assistant Secretary

(CORPORATE SEAL)

RAIL-LEASE INC. ("LESSEE")

BY:



President

ATTEST:

Secretary

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 28TH day of July 1987 before me personally appeared Chris W. Damiano, to me personally known who being by me duly sworn, says that he is the President of TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, 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.

Denna L. Knez

Notary Public

(SEAL)

My Commission Expires: DENNA L. KNEZ

~~Notary Public - State of Illinois~~
Commissioned in Cook County
My Commission Expires January 16, 1989

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 27 day of JULY, before me personally appeared DOMINIC C. PERSINO, to me personally known who being by me duly sworn, says that he is PRESIDENT of RAIL-LEASE INC., an ILLINOIS corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation of 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.



Mary F. Finedore

Notary Public

(SEAL)

My Commission Expires: 8-14-89

EXHIBIT "A" TO AMENDMENT

TO LEASE NO.: 020287
DATED AS OF : February 2, 1987

Between TRANSPORTATION CORPORATION OF AMERICA and RAIL-LEASE INC.

Recorded with the Interstate Commerce Commission on May 5, 1987, under Recordation No. 15219.

CAR NUMBERS: TCAX 65052, TCAX 65057 thru TCAX 65062, both inclusive, TCAX 65065, TCAX 65066, TCAX 65068, TCAX 65076, TCAX 65077, TCAX 65080, TCAX 65084 thru TCAX 65087, both inclusive, TCAX 65089, TCAX 65090, TCAX 65092, TCAX 65093, and TCAX 65097.

CAR OWNERS MARKS: Title to this car subject to documents filed with the Interstate Commerce Commission.

CLASS OF CAR: 5800 CFC 100-Ton Covered Hopper Car (LO).

NUMBER OF CARS: Twenty-Two (22)

TERM OF LEASE: As specified in Rider No. 02028701 to Lease Agreement No. 020287.