



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

RECORDATION NO. 13678-A
FEB 22 1983

FFB 22 1983 -2 45 PM

INTERSTATE COMMERCE COMMISSION

No. FEB 22 1983

Date

Fee \$ 10.00

ICC Washington, D. C.

February 18, 1983

3-053A144

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Secretary:

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

This document is Rider No. 2C, a secondary document, dated as of May 20, 1982.

The primary document to which this is connected is recorded under Recordation No. 13678.

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

Lessor: The Connecticut Bank and Trust Company
as Trustee u/t/a dated as of 2/10/83
with General Electric Credit and
Leasing Corporation
One Constitution Plaza
Hartford, CT 06115
Attn: Corporate Trust Dept.

Lessee: North American Car Corporation
33 West Monroe
Chicago, IL 60603

A description of the equipment covered by the document follows:

10 - 4000 cu. ft. covered hopper cars, pressure differential unloading (Class LO), SN 390348-390357.

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.

RECEIVED
FEB 22 2 40 PM '83
FEB 22 1983
OPERATION BR.

Document passed for H - A H. Stinson

Photo 10-A

Page Two

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

→ *Add to Lease 10 Hopper Cars SN 390348-390357*
Rider No. 2C dated as of May 20, 1982, to Lease of
Railroad Equipment dated as of February 10, 1982
between The Connecticut Bank and Trust Company,
as Trustee u/t/a dated as of 2/10/82 with General
Electric Credit and Leasing Corporation, One
Constitution Plaza, Hartford, CT 06115, Attn:
Corporate Trust Dept., Lessor, and North American Car
Corporation, 33 West Monroe, Chicago, IL 60603,
Lessee, covering the following equipment:

10 - 4000 cu. ft. covered hopper cars,
pressure differential unloading
(Class LO), SN 390348-390357.

Very truly yours,



Edward H. Soderstrom II

EHS/mtg
Enc.

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

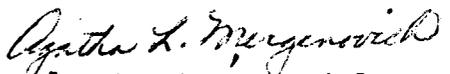
February 22, 1983

Edward H. Soderstrom II
North American Car Corporation
33 West Monroe
Chicago, IL 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 2/22/83 at 2:45PM, and assigned re-
recording number (s). 13678-A, 13678-B, 13678-C, & 13678-D

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure (s)

RECORDATION NO. 13678-A Filed 1425

FFB 22 1983 -2 45 PM

INTERSTATE COMMERCE COMMISSION

C E R T I F I C A T E

I hereby certify that I have compared this certified, true copy of Rider No. 2C, dated as of May 20, 1982, to Lease of Railroad Equipment dated as of February 10, 1982, between North American Car Corporation and The Connecticut Bank and Trust Company, not individually but as Trustee under a Trust Agreement dated as of February 10, 1982 with General Electric Credit and Leasing Corporation, to the original of such Rider and that this copy is a true and correct copy in all respects.

Fred B Baechle

Fred B. Baechle

(SEAL)

My Commission Expires

4/8/86.

FFB 22 1983 -2 45 PM

RIDER TO NACC LEASE

INTERSTATE COMMERCE COMMISSION

RIDER NUMBER 2C, dated as of May 20, 1982, to the LEASE OF RAILROAD EQUIPMENT, dated as of February 10, 1982 (the "Lease") between NORTH AMERICAN CAR CORPORATION, a Delaware corporation (the "Lessee"), and THE CONNECTICUT BANK AND TRUST COMPANY, a Connecticut banking corporation, acting not in its individual capacity, but as Trustee (the "Lessor") under a Trust Agreement dated as of February 10, 1982, with General Electric Credit and Leasing Corporation, a Delaware corporation.

Pursuant to Section 2 of the Lease, the units of railroad equipment described in Schedule A attached hereto (the "Units"), are hereby leased by the Lessor to the Lessee subject to the terms and conditions of the Lease.

The Lessee agrees to sublease the cars to Delaware & Hudson Railway Co. (the "NACC Sublessee") pursuant to a sublease dated May 27, 1982, (the "NACC Sublease").

The rent for each car for the twelve month period commencing upon the designated anniversary of the delivery of that car shall be the amount indicated below:

<u>Year</u>	<u>Monthly Rental</u>
1 (Date of Delivery thru 1st anniversary)	\$ 685.46
2 (1st anniversary thru 2nd anniversary)	669.96
3 (2nd anniversary thru 3rd anniversary)	665.02
4 (3rd anniversary thru 4th anniversary)	608.98
5 (4th anniversary and thereafter)	604.53

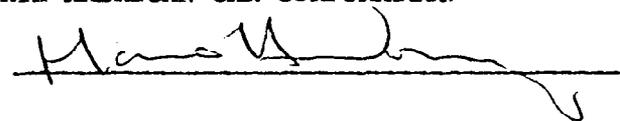
Rent shall accrue from such time a car is placed into service of the Sublessee until that car has been removed from the service of the Sublessee. Rent for the cars shall be payable as provided in Section 3 of the Lease.

The cars shall be leased to the Lessee for a period commencing on the date of delivery thereof to Sublessee and continuing for a period ending five (5) years from the first day of the month following the average date of delivery of such cars to Sublessee, except as provided in Section 4 of the Lease

The Lessee warrants and represents that the representations and warranties of the Lessee in the Lease are true and correct on and as of the date hereof as though made on and as of this date.

IN WITNESS WHEREOF, the parties hereto have caused this Rider to be executed in their respective corporated names, by officers thereunto duly authorized, and their respective corporate seals to be affixed and duly attested, all as of the date first above written.

NORTH AMERICAN CAR CORPORATION

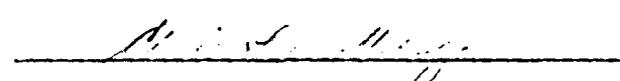
By 

(Corporate Seal)

ATTEST:

By 

THE CONNECTICUT BANK AND TRUST COMPANY, acting not in its individual capacity but as Trustee under a Trust Agreement dated as of February 10, 1982, with General Electric Credit and Leasing Corporation

By 

(Corporate Seal)

ATTEST:

By _____

AGENT

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	10	DH 12700-12709	390348-390357



NORTH AMERICAN CAR CORPORATION

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

January 13, 1983

The Connecticut Bank and Trust Company
acting not in its individual capacity
but as Trustee under Trust Agreement
dated as of February 10, 1982, with
General Electric Credit and Leasing
Corporation

Re: Rider 2c, dated as of May 20, 1982, to the
Lease of Railroad Equipment dated February 10,
1982

Gentlemen:

Effective immediately, this letter shall amend Rider No. 2c,
dated as of May 20, 1982, to the Lease of Railroad Equipment,
dated February 10, 1982, between North American Car Corporation
and The Connecticut Bank and Trust Company by changing Section 4
to read in its entirety as follows:

"The rent for each car for the twelve month period commencing
upon the designated anniversary of the delivery of that car shall
be the amount indicated below:

<u>Year</u>	<u>Monthly Rental</u>
1 (Date of delivery thru 1st anniversary)	\$685.46
2 (1st anniversary thru 2nd anniversary)	669.96
3 (2nd anniversary thru 3rd anniversary)	665.02
4 (3rd anniversary thru 4th anniversary)	608.98
5 (4th anniversary thru 5th anniversary)	604.53
6 (5th anniversary and thereafter)	488.43

Rent shall accrue from such time a car is placed into service
of the Sublessee until that car has been removed from the service
of the Sublessee. Rent for the cars shall be payable as provided in
Section 3 of the Lease."



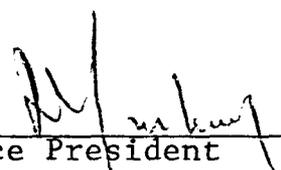
The Connecticut Bank and Trust Company
January 13, 1983
Page 2

All other terms and conditions of the aforesaid Lease shall remain in full force and effect.

Very truly yours,

NORTH AMERICAN CAR CORPORATION

By



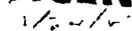
Vice President

ACCEPTED:

GENERAL ELECTRIC CREDIT AND LEASING
CORPORATION

By 
(Title)

AGENT

Dated 

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

On this 7th day of August, 1982, before me personally appeared Harold Wilson, to me personally known, who, being by me duly sworn says that he is a Director - equipment 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.

Anna M. Delahunt
Notary Public

(Notarial Seal)

My Commission expires 5-1-86

STATE OF)
) ss:
COUNTY OF)

On this 16 day of November 1982 before me personally appeared Chris Lundberg, to me personally known, who being by me duly sworn, says that he is a Agent of THE CONNECTICUT BANK AND TRUST COMPANY, 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.

Anna M. Delahunt
Notary Public

ANNA MARIE DELAHUNT
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 1985

(Notarial Seal)