



Supplement dated as of November 8, 1982, to Bailment Agreement and Assignment of Leases dated as of February 10, 1982 between The Connecticut Bank and Trust Company, as Trustee under Trust Agreement dated as of 2/10/82 with General Electric Credit and Leasing Corporation, One Constitution Plaza, Hartford, CT 06115, Attn: Corporate Trust Dept., Bailor and Assignee, and North American Car Corporation, 33 West Monroe St., Chicago, IL 60603, Bailee and Assignor, covering the following equipment.

5 - 5000 cu. ft. covered hopper cars, pressure differential unloading (15 PSI), 100-ton trucks, Class L0, SN 550216, 550288, 550290, 550291, 550293.

Very truly yours,

A handwritten signature in black ink, appearing to read "E. H. Soderstrom II", written in a cursive style.

Edward H. Soderstrom II

EHS/cls
Enc.

RECORDATION NO. 13680-E
FILED 1426

NOV 12 1982 - 11 30 AM
INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated as of November 8 to the BAILMENT AGREEMENT AND ASSIGNMENT OF LEASES, dated as of February 10, 1982 (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 February 10, 1982, 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.

* Delete if Supplement relates only to Leases.

IN WITNESS WHEREOF, NACC and the Trustee have executed this Supplement as of this 8th day of November, 1982.

NORTH AMERICAN CAR CORPORATION

By J. F. Compton

ATTEST:

By [Signature]

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 Chris Lundberg

AGENT

ATTEST:

By _____

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

On this *8th* day of *November*, 1982, before me personally appeared *J. F. Compton* to me personally known, who, being by me duly sworn says that he is a *VICE PRESIDENT* 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 assigned 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.

Ired B Baerke

Notary Public

(Notarial Seal)

STATE OF CONNECTICUT)
) SS.:
COUNTY OF FAIRFIELD)

On this *10* day of *November*, 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 *4/13/81*, 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

(Notarial Seal)

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

SCHEDULE A

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
5000 cubic foot covered hopper cars, pressure differential unloading (15 PSI), 100 ton trucks, Class L0	5	NAHX 550216, 550288, 550290 550291, 550293	550216,550288, 550290,550291, 550293

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 design)</u>
Car Leasing Agreement 4233 (dated 9-12-73) Rider No. 33 (dated 11-8-82)	NAHX 550216,550288, 550290,550291,550293	550216,550288, 550290,550291, 550293	5000 cubic foot covered hopper cars, pressure differential unloading (15 PSI), 100 ton trucks, Class LO