

103
**NORTH
AMERICAN
CAR**

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

RECORDATION NO. 13581-F FILE 1425
MAY 25 1982 - 3 20 PM
INTERSTATE COMMERCE COMMISSION

Edward H. Soderstorm II
General Counsel
Remarketing Service Division and
Investor Management Programs
Law Department
312.853.5324

May 19, 1982

2-145A087

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

No.

Date MAY 25 1982
Fee \$ 10.00

Dear Secretary:

ICC Washington, D. C.

I have enclosed an original and several additional 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 a Rider to a Lease of Railroad Equipment, a secondary document, dated as of December 14, 1981.

13581
file 6
→ The primary document to which this is connected is recorded under Recordation No. 13581.

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 April 13, 1981
with General Electric Credit and
Leasing Corporation
One Constitution Plaza
Hartford, Connecticut 06115

Attn: Corporate Trust Department

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

RECEIVED
MAY 25 3 12 PM '82
FEDERAL BUREAU OF INVESTIGATION

A description of the equipment covered by the document follows:

15 - 23,500 gallon exterior coiled insulated tank cars, 100-ton trucks, DOT 111A100W3, SN 77412-77418, 77420-77421, 77423, 77428, 77432-77434, 77436

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.

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

**NORTH
AMERICAN
CAR**

May 19, 1982
Page 2

Rider No. 10B, dated as of December 14, 1981, to Lease of Railroad Equipment dated as of February 20, 1981 between The Connecticut Bank and Trust Company, as Trustee u/t/a dated April 13, 1981, with General Electric Credit and Leasing Corporation, One Constitution Plaza, Hartford, Connecticut 06115, Attn: Corporate Trust Dept., Lessor, and North American Car Corporation, 33 West Monroe Street, Chicago, Illinois 60603, Lessee, and covering 15 - 23,500 gallon exterior coiled insulated tank cars 100-ton trucks, DOT 111A100W3, SN 77412-77418, 77420-77421, 77423, 77428, 77432-77434, 77436.

Sincerely,



Edward H. Soderstrom II

EHS:bmt

Enclosures

REGISTRATION NO. 13581-K
Filed 1428

MAY 25 1982 -3 20 PM

INTERSTATE COMMERCE COMMISSION

RIDER TO NACC LEASE

RIDER NUMBER 10B, dated as of December 14, 1981, to the LEASE OF RAILROAD EQUIPMENT, dated as of February 20, 1981 (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 April 13, 1981, 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 Cargill, Inc. (the "NACC Sublessee") pursuant to the sublease dated December 18, 1981, (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)	\$567.39
2 (1st anniversary thru 2nd anniversary)	\$559.95
3 (2nd anniversary thru 3rd anniversary)	\$545.38
4 (3rd anniversary thru 4th anniversary)	\$537.74
5 (4th anniversary thru 5th anniversary)	\$529.98
6 (5th anniversary and thereafter)	\$454.55

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.

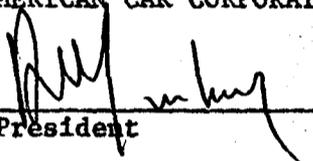
The cars shall be leased to the Lessee for a period commencing on the date of delivery thereof and continuing for a period ending five (5) years from the first day of the month following the average date of delivery of such cars to Sublessee.

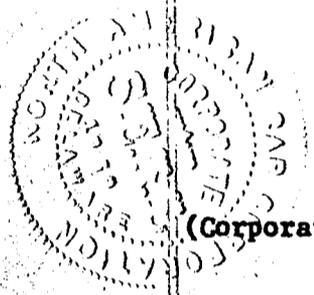
The Lessee warrants and represents that the representations and warranties of the Lessee in the Lease are true and correct on and as of the date hereof as though made on and as of this date.

This Lease is a COUNTERPART ORIGINAL. No assignment of ownership or interest in this Lease shall be created or transferred to the Sublessee in possession of the copy marked "ORIGINAL."

IN WITNESS WHEREOF, the parties hereto have caused this Rider to be executed in their respective corporate 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 
Vice President

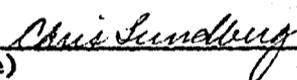


(Corporate Seal)

ATTEST:

By 
Assistant Secretary

THE CONNECTICUT BANK AND TRUST COMPANY,
acting not in its individual capacity
but as Trustee under a Trust Agree-
ment dated as of April 13, 1981, with
General Electric Credit and Leasing
Corporation

By 
(Title)

AGENT

(Corporate Seal)

ATTEST:

By _____
Secretary

SCHEDULE A

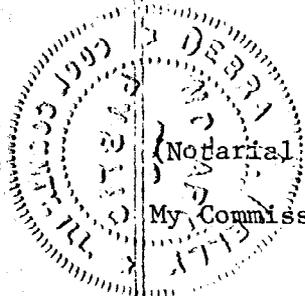
<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
23,500 gallon exterior coiled insulated tank cars 100-ton trucks, DOT 111A100W3	15	NATX 77412-77418, 77420, 77421, 77423,77428, 77432-77434, 77436	77412-77418, 77420,77421, 77423,77428, 77432-77434, 77436

Cargill

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

On this 10th day of March, 19 82 before me personally appeared R. A. Strubury, 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 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.

Debra A Kelly
Notary Public

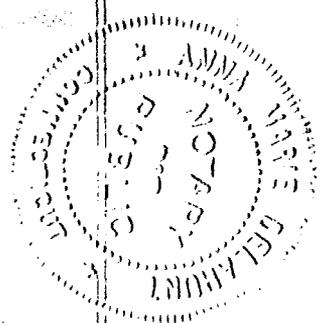


(Notarial Seal)
My Commission expires Feb 23, 1983

STATE OF Connecticut)
) SS.:
COUNTY OF Fairfield)

On this 15 day of March, 1982 before me personally appeared C. B. Lundberg, to me personally known, who, being by me duly sworn, says that he is a Trustee 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 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 Marie Delahunt
Notary Public



(Notarial Seal)
My Commission expires March 31, 1986

RECORDATION NO. 13581-F Form 1428

MAY 25 1982 -3 20 PM

C E R T I F I C A T E INTERSTATE COMMERCE COMMISSION

I hereby certify that I have compared this certified, true copy of Rider No.10B, dated as of December 14, 1981, to Lease of Railroad Equipment dated as of February 20, 1981 between North American Car Corporation and The Connecticut Bank and Trust Company, acting not in its individual capacity but as Trustee, to the original of such Rider and that this copy is a true and correct copy in all respects.


Debra A. Kelly

(SEAL)

My Commission Expires February 23, 1983