14059-AA

EVANS PRODUCTS COMPANY

EVANS RAILCAR LEASING COMPANY
A SUBSIDIARY
Executive Offices
The East Tower, Suite 900 2550 Golf Road Rolling Meadows, IL 60008 312/640-7000

14059-AA Filed 1425

No. 4-355A081 RECORDATION NO.

Date DEC 20 1984 1 50 PM

Fee $ 10.00 INTERSTATE COMMERCE COMMISSION

ICC Washington, D. C.

DEC 20 1 44 PM '84 ICC

December 1, 1984

Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Secretary:

Pursuant to 49 U.S.C. Section 11303 and the rules and regulations promulgated thereunder, as amended, we hand you herewith for filing five fully executed counterparts of that certain Amendment to Security Agreement ("Amendment") dated as of December 1, 1984. The parties to the Amendment are:

Debtor:	Evans Railcar Leasing Company The East Tower, Suite 1000 2550 Golf Road Rolling Meadows, Illinois 60008
Secured Party:	Continental Illinois National Bank and Trust Company of Chicago, as Agent 231 South LaSalle Street Chicago, Illinois 60697

The enclosed Amendment relates to that certain Security Agreement dated as of May 20, 1983 and recorded with Interstate Commerce Commission on June 17, 1983 as ICC Recordation No. 14059. Accordingly, we request that the Amendment be filed as subfilings under that number.

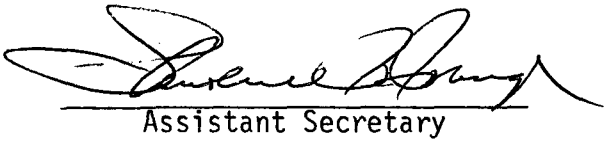
A description of the equipment being added to the Security Agreement is attached hereto as Exhibit A and a description of the equipment being deleted from the Security Agreement is attached hereto as Exhibit B.

Enclosed herewith is a check in the amount of $10 in payment of the applicable recording fees.

Since these documents are being delivered to you by hand, we would appreciate it if you would return to the bearer the duly stamped counterparts of the Amendment not required to be kept by you, or, if it is not possible to return them to the bearer, send them to: Mr. Ronald M. Neifield, Rosenthal and Schanfield, 55 East Monroe Street, Suite 4620, Chicago, Illinois 60603.

Very truly yours,

EVANS RAILCAR LEASING COMPANY



Assistant Secretary

Enclosures

EXHIBIT A - COLLATERAL ADDITIONS
NOVEMBER 30, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
570-01	*	HOPPER-HT	LEASE POOL	13912	0/00/00	0	0/00/00	0	0	MKT	10003
		HOPPER-HT	LEASE POOL	13914	0/00/00	0	0/00/00	0	0	MKT	10016
		HOPPER-HT	LEASE POOL	13918	0/00/00	0	0/00/00	0	0	MKT	10028
		HOPPER-HT	LEASE POOL	13921	0/00/00	0	0/00/00	0	0	MKT	10045
		HOPPER-HT	LEASE POOL	13929	0/00/00	0	0/00/00	0	0	MKT	10119
		HOPPER-HT	LEASE POOL	13940	0/00/00	0	0/00/00	0	0	MKT	10174
		HOPPER-HT	LEASE POOL	13945	0/00/00	0	0/00/00	0	0	MKT	10226
		HOPPER-HT	LEASE POOL	13949	0/00/00	0	0/00/00	0	0	MKT	10236
		HOPPER-HT	LEASE POOL	13961	0/00/00	0	0/00/00	0	0	MKT	10307
		HOPPER-HT	LEASE POOL	13971	0/00/00	0	0/00/00	0	0	MKT	10343
		HOPPER-HT	LEASE POOL	13972	0/00/00	0	0/00/00	0	0	MKT	10359
		HOPPER-HT	LEASE POOL	13974	0/00/00	0	0/00/00	0	0	MKT	10365
		HOPPER-HT	LEASE POOL	13999	0/00/00	0	0/00/00	0	0	MKT	10524
N=13											
1098-01	*	GONDOLA-GT	LEASE POOL	15904	0/00/00	0	0/00/00	0	0	USEX	40000
		GONDOLA-GT	LEASE POOL	15903	0/00/00	0	0/00/00	0	0	USEX	40001
		GONDOLA-GT	LEASE POOL	15902	0/00/00	0	0/00/00	0	0	USEX	40002
		GONDOLA-GT	LEASE POOL	15925	0/00/00	0	0/00/00	0	0	USEX	40005
		GONDOLA-GT	LEASE POOL	15929	0/00/00	0	0/00/00	0	0	USEX	40006
		GONDOLA-GT	LEASE POOL	15928	0/00/00	0	0/00/00	0	0	USEX	40007
		GONDOLA-GT	LEASE POOL	15927	0/00/00	0	0/00/00	0	0	USEX	40008
		GONDOLA-GT	LEASE POOL	15926	0/00/00	0	0/00/00	0	0	USEX	40009
		GONDOLA-GT	LEASE POOL	15945	0/00/00	0	0/00/00	0	0	USEX	40010
		GONDOLA-GT	LEASE POOL	15943	0/00/00	0	0/00/00	0	0	USEX	40012
		GONDOLA-GT	LEASE POOL	15942	0/00/00	0	0/00/00	0	0	USEX	40013
		GONDOLA-GT	LEASE POOL	15941	0/00/00	0	0/00/00	0	0	USEX	40014
		GONDOLA-GT	LEASE POOL	15940	0/00/00	0	0/00/00	0	0	USEX	40015
		GONDOLA-GT	LEASE POOL	15939	0/00/00	0	0/00/00	0	0	USEX	40016
		GONDOLA-GT	LEASE POOL	15938	0/00/00	0	0/00/00	0	0	USEX	40017
		GONDOLA-GT	LEASE POOL	15933	0/00/00	0	0/00/00	0	0	USEX	40018
		GONDOLA-GT	LEASE POOL	15932	0/00/00	0	0/00/00	0	0	USEX	40019
		GONDOLA-GT	LEASE POOL	15937	0/00/00	0	0/00/00	0	0	USEX	40022
		GONDOLA-GT	LEASE POOL	15936	0/00/00	0	0/00/00	0	0	USEX	40023

EXHIBIT A - COLLATERAL ADDITIONS
NOVEMBER 30, 1984

LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-01	GONDOLA-GT	LEASE POOL	15949	0/00/00	0	0/00/00	0	0	USEX	40024
	GONDOLA-GT	LEASE POOL	15947	0/00/00	0	0/00/00	0	0	USEX	40026
	GONDOLA-GT	LEASE POOL	15953	0/00/00	0	0/00/00	0	0	USEX	40027
	GONDOLA-GT	LEASE POOL	15952	0/00/00	0	0/00/00	0	0	USEX	40028
	GONDOLA-GT	LEASE POOL	15955	0/00/00	0	0/00/00	0	0	USEX	40029
	GONDOLA-GT	LEASE POOL	15951	0/00/00	0	0/00/00	0	0	USEX	40031
	GONDOLA-GT	LEASE POOL	15950	0/00/00	0	0/00/00	0	0	USEX	40032
	GONDOLA-GT	LEASE POOL	15935	0/00/00	0	0/00/00	0	0	USEX	40034
	GONDOLA-GT	LEASE POOL	15934	0/00/00	0	0/00/00	0	0	USEX	40035
	GONDOLA-GT	LEASE POOL	15930	0/00/00	0	0/00/00	0	0	USEX	40036
	GONDOLA-GT	LEASE POOL	15923	0/00/00	0	0/00/00	0	0	USEX	40037
	GONDOLA-GT	LEASE POOL	15922	0/00/00	0	0/00/00	0	0	USEX	40039
	GONDOLA-GT	LEASE POOL	15921	0/00/00	0	0/00/00	0	0	USEX	40040
	GONDOLA-GT	LEASE POOL	15914	0/00/00	0	0/00/00	0	0	USEX	40041
	GONDOLA-GT	LEASE POOL	15905	0/00/00	0	0/00/00	0	0	USEX	40042
	GONDOLA-GT	LEASE POOL	15901	0/00/00	0	0/00/00	0	0	USEX	40043
	GONDOLA-GT	LEASE POOL	15896	0/00/00	0	0/00/00	0	0	USEX	40045
	GONDOLA-GT	LEASE POOL	15894	0/00/00	0	0/00/00	0	0	USEX	40046
	GONDOLA-GT	LEASE POOL	15893	0/00/00	0	0/00/00	0	0	USEX	40047
	GONDOLA-GT	LEASE POOL	15892	0/00/00	0	0/00/00	0	0	USEX	40048
	GONDOLA-GT	LEASE POOL	15888	0/00/00	0	0/00/00	0	0	USEX	40049
	GONDOLA-GT	LEASE POOL	15887	0/00/00	0	0/00/00	0	0	USEX	40050
	GONDOLA-GT	LEASE POOL	15886	0/00/00	0	0/00/00	0	0	USEX	40051
	GONDOLA-GT	LEASE POOL	15829	0/00/00	0	0/00/00	0	0	USEX	40052
	GONDOLA-GT	LEASE POOL	15815	0/00/00	0	0/00/00	0	0	USEX	40053
	GONDOLA-GT	LEASE POOL	15816	0/00/00	0	0/00/00	0	0	USEX	40054
	GONDOLA-GT	LEASE POOL	15817	0/00/00	0	0/00/00	0	0	USEX	40055
	GONDOLA-GT	LEASE POOL	15818	0/00/00	0	0/00/00	0	0	USEX	40056
	GONDOLA-GT	LEASE POOL	15819	0/00/00	0	0/00/00	0	0	USEX	40057
	GONDOLA-GT	LEASE POOL	15820	0/00/00	0	0/00/00	0	0	USEX	40058
	GONDOLA-GT	LEASE POOL	15822	0/00/00	0	0/00/00	0	0	USEX	40061
	GONDOLA-GT	LEASE POOL	15823	0/00/00	0	0/00/00	0	0	USEX	40062
	GONDOLA-GT	LEASE POOL	15825	0/00/00	0	0/00/00	0	0	USEX	40064
	GONDOLA-GT	LEASE POOL	15826	0/00/00	0	0/00/00	0	0	USEX	40065
	GONDOLA-GT	LEASE POOL	15827	0/00/00	0	0/00/00	0	0	USEX	40066
	GONDOLA-GT	LEASE POOL	15828	0/00/00	0	0/00/00	0	0	USEX	40067
	GONDOLA-GT	LEASE POOL	16552	0/00/00	0	0/00/00	0	0	USEX	40068
	GONDOLA-GT	LEASE POOL	15830	0/00/00	0	0/00/00	0	0	USEX	40069
	GONDOLA-GT	LEASE POOL	15831	0/00/00	0	0/00/00	0	0	USEX	40070
	GONDOLA-GT	LEASE POOL	15833	0/00/00	0	0/00/00	0	0	USEX	40072
	GONDOLA-GT	LEASE POOL	15835	0/00/00	0	0/00/00	0	0	USEX	40074
	GONDOLA-GT	LEASE POOL	15837	0/00/00	0	0/00/00	0	0	USEX	40076
	GONDOLA-GT	LEASE POOL	15838	0/00/00	0	0/00/00	0	0	USEX	40077
	GONDOLA-GT	LEASE POOL	15839	0/00/00	0	0/00/00	0	0	USEX	40080
	GONDOLA-GT	LEASE POOL	15840	0/00/00	0	0/00/00	0	0	USEX	40081
	GONDOLA-GT	LEASE POOL	15841	0/00/00	0	0/00/00	0	0	USEX	40082
	GONDOLA-GT	LEASE POOL	15842	0/00/00	0	0/00/00	0	0	USEX	40084
	GONDOLA-GT	LEASE POOL	15843	0/00/00	0	0/00/00	0	0	USEX	40085
	GONDOLA-GT	LEASE POOL	15844	0/00/00	0	0/00/00	0	0	USEX	40086
	GONDOLA-GT	LEASE POOL	15845	0/00/00	0	0/00/00	0	0	USEX	40087
	GONDOLA-GT	LEASE POOL	15846	0/00/00	0	0/00/00	0	0	USEX	40089
	GONDOLA-GT	LEASE POOL	15847	0/00/00	0	0/00/00	0	0	USEX	40090
	GONDOLA-GT	LEASE POOL	15848	0/00/00	0	0/00/00	0	0	USEX	40092

EXHIBIT A - COLLATERAL ADDITIONS
NOVEMBER 30, 1984

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1098-01	*	GONDOLA-GT	LEASE POOL	15849	0/00/00	0	0/00/00	0	0	USEX	40093
		GONDOLA-GT	LEASE POOL	15850	0/00/00	0	0/00/00	0	0	USEX	40095
		GONDOLA-GT	LEASE POOL	15851	0/00/00	0	0/00/00	0	0	USEX	40096
		GONDOLA-GT	LEASE POOL	15852	0/00/00	0	0/00/00	0	0	USEX	40097
		GONDOLA-GT	LEASE POOL	15853	0/00/00	0	0/00/00	0	0	USEX	40098
		GONDOLA-GT	LEASE POOL	15854	0/00/00	0	0/00/00	0	0	USEX	40099
		GONDOLA-GT	LEASE POOL	15855	0/00/00	0	0/00/00	0	0	USEX	40100
		GONDOLA-GT	LEASE POOL	15856	0/00/00	0	0/00/00	0	0	USEX	40101
		GONDOLA-GT	LEASE POOL	15857	0/00/00	0	0/00/00	0	0	USEX	40102
		GONDOLA-GT	LEASE POOL	15858	0/00/00	0	0/00/00	0	0	USEX	40103
		GONDOLA-GT	LEASE POOL	15859	0/00/00	0	0/00/00	0	0	USEX	40104
		GONDOLA-GT	LEASE POOL	15860	0/00/00	0	0/00/00	0	0	USEX	40105
		GONDOLA-GT	LEASE POOL	15861	0/00/00	0	0/00/00	0	0	USEX	40106
		GONDOLA-GT	LEASE POOL	15862	0/00/00	0	0/00/00	0	0	USEX	40107
		GONDOLA-GT	LEASE POOL	15863	0/00/00	0	0/00/00	0	0	USEX	40108
		GONDOLA-GT	LEASE POOL	15866	0/00/00	0	0/00/00	0	0	USEX	40111
		GONDOLA-GT	LEASE POOL	15867	0/00/00	0	0/00/00	0	0	USEX	40112
		GONDOLA-GT	LEASE POOL	15870	0/00/00	0	0/00/00	0	0	USEX	40116
		GONDOLA-GT	LEASE POOL	15871	0/00/00	0	0/00/00	0	0	USEX	40117
		GONDOLA-GT	LEASE POOL	15872	0/00/00	0	0/00/00	0	0	USEX	40118
		GONDOLA-GT	LEASE POOL	15873	0/00/00	0	0/00/00	0	0	USEX	40119
		GONDOLA-GT	LEASE POOL	15874	0/00/00	0	0/00/00	0	0	USEX	40120
		GONDOLA-GT	LEASE POOL	15875	0/00/00	0	0/00/00	0	0	USEX	40122
		GONDOLA-GT	LEASE POOL	15876	0/00/00	0	0/00/00	0	0	USEX	40123
		GONDOLA-GT	LEASE POOL	15878	0/00/00	0	0/00/00	0	0	USEX	40125
		GONDOLA-GT	LEASE POOL	15879	0/00/00	0	0/00/00	0	0	USEX	40126
		GONDOLA-GT	LEASE POOL	15880	0/00/00	0	0/00/00	0	0	USEX	40128
		GONDOLA-GT	LEASE POOL	15881	0/00/00	0	0/00/00	0	0	USEX	40129
		GONDOLA-GT	LEASE POOL	15882	0/00/00	0	0/00/00	0	0	USEX	40130
		GONDOLA-GT	LEASE POOL	15883	0/00/00	0	0/00/00	0	0	USEX	40131
		GONDOLA-GT	LEASE POOL	15884	0/00/00	0	0/00/00	0	0	USEX	40132
		GONDOLA-GT	LEASE POOL	15885	0/00/00	0	0/00/00	0	0	USEX	40133
N=104											
1098-02	*	GONDOLA-GT	LEASE POOL	17445	0/00/00	0	0/00/00	0	0	USEX	40141
		GONDOLA-GT	LEASE POOL	15890	0/00/00	0	0/00/00	0	0	USEX	40142
		GONDOLA-GT	LEASE POOL	17443	0/00/00	0	0/00/00	0	0	USEX	40144
		GONDOLA-GT	LEASE POOL	17442	0/00/00	0	0/00/00	0	0	USEX	40145
		GONDOLA-GT	LEASE POOL	17440	0/00/00	0	0/00/00	0	0	USEX	40147
		GONDOLA-GT	LEASE POOL	17438	0/00/00	0	0/00/00	0	0	USEX	40149
		GONDOLA-GT	LEASE POOL	17436	0/00/00	0	0/00/00	0	0	USEX	40151
		GONDOLA-GT	LEASE POOL	15900	0/00/00	0	0/00/00	0	0	USEX	40152
		GONDOLA-GT	LEASE POOL	17435	0/00/00	0	0/00/00	0	0	USEX	40153
		GONDOLA-GT	LEASE POOL	17450	0/00/00	0	0/00/00	0	0	USEX	40154
		GONDOLA-GT	LEASE POOL	17449	0/00/00	0	0/00/00	0	0	USEX	40155
		GONDOLA-GT	LEASE POOL	17448	0/00/00	0	0/00/00	0	0	USEX	40156
N=12											

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NOVEMBER 30, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-03	*	GONDOLA-GT	LEASE POOL	15908	0/00/00	0	0/00/00	0	0	USEX	40044
		GONDOLA-GT	LEASE POOL	15909	0/00/00	0	0/00/00	0	0	USEX	40060
		GONDOLA-GT	LEASE POOL	15910	0/00/00	0	0/00/00	0	0	USEX	40078
		GONDOLA-GT	LEASE POOL	15912	0/00/00	0	0/00/00	0	0	USEX	40083
		GONDOLA-GT	LEASE POOL	15913	0/00/00	0	0/00/00	0	0	USEX	40088
		GONDOLA-GT	LEASE POOL	15915	0/00/00	0	0/00/00	0	0	USEX	40094
		GONDOLA-GT	LEASE POOL	15916	0/00/00	0	0/00/00	0	0	USEX	40114
		GONDOLA-GT	LEASE POOL	15917	0/00/00	0	0/00/00	0	0	USEX	40121
		GONDOLA-GT	LEASE POOL	15918	0/00/00	0	0/00/00	0	0	USEX	40127
N=9											
1973-00	*	TANK-210CI	LEASE POOL	39543	0/00/00	0	0/00/00	0	0	USLX	21847
N=1											
1977-05	*	HOPPER-HT	CIS EQUIPMENT LEASING CO	41214	82/04/19	5	84/06/28	1	0	SECX	604
N=1											
1977-06	*	HOPPER-HT	CIS EQUIPMENT LEASING CO	41325	82/04/19	6	84/09/05	1	0	USLX	45500
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41343	82/04/19	6	84/09/05	1	0	USLX	45501
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41290	82/04/19	6	84/09/05	1	0	USLX	45503
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41278	82/04/19	6	84/09/05	1	0	USLX	45504
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41493	82/04/19	6	84/09/05	1	0	USLX	45505
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41331	82/04/19	6	84/09/05	1	0	USLX	45506
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41257	82/04/19	6	84/09/05	1	0	USLX	45507
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41279	82/04/19	6	84/09/05	1	0	USLX	45508
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41453	82/04/19	6	84/09/05	1	0	USLX	45509

EXHIBIT A - COLLATERAL ADDITIONS
NOVEMBER 30, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1977-06	*	HOPPER-HT	CIS EQUIPMENT LEASING CO	41429	82/04/19	6	84/09/05	1	0	USLX	45510
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41459	82/04/19	6	84/09/05	1	0	USLX	45511
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41258	82/04/19	6	84/09/05	1	0	USLX	45512
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41441	82/04/19	6	84/09/05	1	0	USLX	45513
N=13											
1983-02	*	BOX-XLI	ILLINOIS CENTRAL GULF RR	39411	82/07/30	2	84/06/06	1	0	ICG	151238
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39416	82/07/30	2	84/06/06	1	0	ICG	151239
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39405	82/07/30	2	84/06/06	1	0	ICG	151240
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39440	82/07/30	2	84/06/06	1	0	ICG	151241
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39372	82/07/30	2	84/06/06	1	0	ICG	151242
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39429	82/07/30	2	84/06/06	1	0	ICG	151243
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39382	82/07/30	2	84/06/06	1	0	ICG	151244
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39417	82/07/30	2	84/06/06	1	0	ICG	151245
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39419	82/07/30	2	84/06/06	1	0	ICG	151246
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39407	82/07/30	2	84/06/06	1	0	ICG	151247
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39426	82/07/30	2	84/06/06	1	0	ICG	151248

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NOVEMBER 30, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1983-02	*										
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39443	82/07/30	2	84/06/06	1	0	ICG	151249
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39349	82/07/30	2	84/06/06	1	0	ICG	151250
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39358	82/07/30	2	84/06/06	1	0	ICG	151251
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39359	82/07/30	2	84/06/06	1	0	ICG	151252
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39431	82/07/30	2	84/06/06	1	0	ICG	151253
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39400	82/07/30	2	84/06/06	1	0	ICG	151254
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39439	82/07/30	2	84/06/06	1	0	ICG	151255
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39430	82/07/30	2	84/06/06	1	0	ICG	151256
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39345	82/07/30	2	84/06/06	1	0	ICG	151257
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39413	82/07/30	2	84/06/06	1	0	ICG	151258
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39436	82/07/30	2	84/06/06	1	0	ICG	151259
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39425	82/07/30	2	84/06/06	1	0	ICG	151260
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39409	82/07/30	2	84/06/06	1	0	ICG	151261
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39421	82/07/30	2	84/06/06	1	0	ICG	151262
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39346	82/07/30	2	84/06/06	1	0	ICG	151263
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39403	82/07/30	2	84/06/06	1	0	ICG	151264
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39415	82/07/30	2	84/06/06	1	0	ICG	151265
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39410	82/07/30	2	84/06/06	1	0	ICG	151266

EXHIBIT A - COLLATERAL ADDITIONS
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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1983-02	*										
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39399	82/07/30	2	84/06/06	1	0	ICG	151267
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39344	82/07/30	2	84/06/06	1	0	ICG	151268
N=31											
1993-00	*	COV HOP-LO	LEASE POOL	15630	0/00/00	0	0/00/00	0	0	USLX	1228
		COV HOP-LO	LEASE POOL	15670	0/00/00	0	0/00/00	0	0	USLX	1269
		COV HOP-LO	LEASE POOL	15443	0/00/00	0	0/00/00	0	0	USLX	31096
		COV HOP-LO	LEASE POOL	15448	0/00/00	0	0/00/00	0	0	USLX	31101
		COV HOP-LO	LEASE POOL	15478	0/00/00	0	0/00/00	0	0	USLX	31134
		COV HOP-LO	LEASE POOL	15495	0/00/00	0	0/00/00	0	0	USLX	31151
		COV HOP-LO	LEASE POOL	15502	0/00/00	0	0/00/00	0	0	USLX	31158
		COV HOP-LO	LEASE POOL	15599	0/00/00	0	0/00/00	0	0	USLX	131042
N=8											
2008-05	*	TANK-210CI	CONTINENTAL GRAIN COMPANY	39524	84/10/04	5	84/10/04	0	1	USLX	21828
		TANK-210CI	CONTINENTAL GRAIN COMPANY	39528	84/10/04	5	84/10/04	0	1	USLX	21832
		TANK-210CI	CONTINENTAL GRAIN COMPANY	39529	84/10/04	5	84/10/04	0	1	USLX	21833
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41077	84/10/04	5	84/10/04	0	1	USLX	22011
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41088	84/10/04	5	84/10/04	0	1	USLX	22022
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41090	84/10/04	5	84/10/04	0	1	USLX	22024
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41102	84/10/04	5	84/10/04	0	1	USLX	22093
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41106	84/10/04	5	84/10/04	0	1	USLX	22097
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41120	84/10/04	5	84/10/04	0	1	USLX	22111
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41121	84/10/04	5	84/10/04	0	1	USLX	22112
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41125	84/10/04	5	84/10/04	0	1	USLX	22116
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41130	84/10/04	5	84/10/04	0	1	USLX	22121
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41152	84/10/04	5	84/10/04	0	1	USLX	22143
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41153	84/10/04	5	84/10/04	0	1	USLX	22144
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41160	84/10/04	5	84/10/04	0	1	USLX	22151
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41173	84/10/04	5	84/10/04	0	1	USLX	22164
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41188	84/10/04	5	84/10/04	0	1	USLX	22179
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41192	84/10/04	5	84/10/04	0	1	USLX	22183
N=18											

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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2042-01	#	BOX-XM	LEASE POOL	40256	0/00/00	0	0/00/00	0	0	USLX	7007
		BOX-XM	LEASE POOL	40269	0/00/00	0	0/00/00	0	0	USLX	7008
		BOX-XM	LEASE POOL	40275	0/00/00	0	0/00/00	0	0	USLX	7009
N=3											
2058-02	*	COV HOP-LO	CARGILL INC	23864	83/12/14	2	84/10/01	0	4	USLX	4804
		COV HOP-LO	CARGILL INC	24172	83/12/14	2	84/10/01	0	4	USLX	7520
		COV HOP-LO	CARGILL INC	38635	83/12/14	2	84/10/01	0	4	USLX	18318
		COV HOP-LO	CARGILL INC	38534	83/12/14	2	84/10/01	0	4	USLX	18321
		COV HOP-LO	CARGILL INC	38483	83/12/14	2	84/10/01	0	4	USLX	27330
		COV HOP-LO	CARGILL INC	38523	83/12/14	2	84/10/01	0	4	USLX	27331
N=6											
2058-03	*	COV HOP-LO	CARGILL INC	13297	83/12/14	3	84/10/01	0	4	USEX	341
		COV HOP-LO	CARGILL INC	13295	83/12/14	3	84/10/01	0	4	USEX	343
N=2											
2067-01	#	TANK-210CI	LEASE POOL	38447	0/00/00	0	0/00/00	0	0	ERLX	138
N=1											
2067-03	*	TANK-210CI	BUNGE CORPORATION	39523	84/03/01	3	84/09/17	0	1	USLX	21827
		TANK-210CI	BUNGE CORPORATION	39535	84/03/01	3	84/09/17	0	1	USLX	21839
N=2											
2084-01	*	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40649	84/09/01	1	84/09/01	1	0	NACR	100108
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40650	84/09/01	1	84/09/01	1	0	NACR	100109
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40662	84/09/01	1	84/09/01	1	0	NACR	100121
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40663	84/09/01	1	84/09/01	1	0	NACR	100122
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40667	84/09/01	1	84/09/01	1	0	NACR	100126
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40669	84/09/01	1	84/09/01	1	0	NACR	100128
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40675	84/09/01	1	84/09/01	1	0	NACR	100134
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40676	84/09/01	1	84/09/01	1	0	NACR	100135
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40679	84/09/01	1	84/09/01	1	0	NACR	100138
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40680	84/09/01	1	84/09/01	1	0	NACR	100139
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40681	84/09/01	1	84/09/01	1	0	NACR	100140
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40684	84/09/01	1	84/09/01	1	0	NACR	100143
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40687	84/09/01	1	84/09/01	1	0	NACR	100146
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40688	84/09/01	1	84/09/01	1	0	NACR	100147
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40689	84/09/01	1	84/09/01	1	0	NACR	100148
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40693	84/09/01	1	84/09/01	1	0	NACR	100152

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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2084-01	*	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40694	84/09/01	1	84/09/01	1	0	NACR	100153
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40696	84/09/01	1	84/09/01	1	0	NACR	100155
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40697	84/09/01	1	84/09/01	1	0	NACR	100156
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40698	84/09/01	1	84/09/01	1	0	NACR	100157
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40894	84/09/01	1	84/09/01	1	0	NACR	100159
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40895	84/09/01	1	84/09/01	1	0	NACR	100160
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40896	84/09/01	1	84/09/01	1	0	NACR	100161
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40899	84/09/01	1	84/09/01	1	0	NACR	100164
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40930	84/09/01	1	84/09/01	1	0	NACR	100194
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40931	84/09/01	1	84/09/01	1	0	NACR	100195
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40932	84/09/01	1	84/09/01	1	0	NACR	100196
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40941	84/09/01	1	84/09/01	1	0	NACR	100205
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40945	84/09/01	1	84/09/01	1	0	NACR	100209
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40946	84/09/01	1	84/09/01	1	0	NACR	100210
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40953	84/09/01	1	84/09/01	1	0	NACR	100217
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40954	84/09/01	1	84/09/01	1	0	NACR	100218
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40955	84/09/01	1	84/09/01	1	0	NACR	100219
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40956	84/09/01	1	84/09/01	1	0	NACR	100220
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40967	84/09/01	1	84/09/01	1	0	NACR	100231
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40980	84/09/01	1	84/09/01	1	0	NACR	100244
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40981	84/09/01	1	84/09/01	1	0	NACR	100245
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40987	84/09/01	1	84/09/01	1	0	NACR	100251
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40991	84/09/01	1	84/09/01	1	0	NACR	100255
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41000	84/09/01	1	84/09/01	1	0	NACR	100264
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41001	84/09/01	1	84/09/01	1	0	NACR	100265
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41002	84/09/01	1	84/09/01	1	0	NACR	100266
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41003	84/09/01	1	84/09/01	1	0	NACR	100267
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41004	84/09/01	1	84/09/01	1	0	NACR	100268
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41005	84/09/01	1	84/09/01	1	0	NACR	100269
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41017	84/09/01	1	84/09/01	1	0	NACR	100281
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41024	84/09/01	1	84/09/01	1	0	NACR	100288
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41025	84/09/01	1	84/09/01	1	0	NACR	100289
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41030	84/09/01	1	84/09/01	1	0	NACR	100294
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41032	84/09/01	1	84/09/01	1	0	NACR	100296
N=50											
2088-01	*										
		COV HOP-LO	CANADIAN PACIFIC LTD	15615	84/08/01	1	84/08/01	1	0	USLX	1213
		COV HOP-LO	CANADIAN PACIFIC LTD	15587	84/08/01	1	84/08/01	1	0	USLX	439776
		COV HOP-LO	CANADIAN PACIFIC LTD	15608	84/08/01	1	84/08/01	1	0	USLX	439794
N=3											

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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2093-01	*	COV HOP-LO	IOWA INTERSTATE RAILROAD CO	20309	84/09/17	1	84/09/17	5	3	IAIS	101
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	20308	84/09/17	1	84/09/17	5	3	IAIS	102
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	20307	84/09/17	1	84/09/17	5	3	IAIS	103
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	20304	84/09/17	1	84/09/17	5	3	IAIS	105
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	20305	84/09/17	1	84/09/17	5	3	IAIS	106
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	25391	84/09/17	1	84/09/17	5	3	IAIS	148
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	25390	84/09/17	1	84/09/17	5	3	IAIS	149
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	25388	84/09/17	1	84/09/17	5	3	IAIS	150
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	25386	84/09/17	1	84/09/17	5	3	IAIS	152
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	25385	84/09/17	1	84/09/17	5	3	IAIS	153
N=10											
2096-01	*	COV HOP-LO	PANTHER VALLEY RAILROAD COMPANY	38532	84/10/05	1	84/10/05	1	0	USLX	18320
N=1											
2097-01	*										
		COV HOP-LO	TONOLLI CORPORATION	42075	84/10/03	1	84/10/03	1	0	ERLX	6125
		COV HOP-LO	TONOLLI CORPORATION	41775	84/10/03	1	84/10/03	1	0	ERLX	6142
N=2											
2099-01	*	COV HOP-LO	NITTANY & BALD EAGLE RAILROAD	16188	84/10/30	1	84/10/30	0	1	USLX	950
		COV HOP-LO	NITTANY & BALD EAGLE RAILROAD	16194	84/10/30	1	84/10/30	0	1	USLX	956
N=2											
1984-01		TANK-210CI	CONTINENTAL FOREST INDUSTRIES	37329	82/05/27	1	82/05/27	2	0	ERLX	111
		TANK-210CI	CONTINENTAL FOREST INDUSTRIES	37330	82/05/27	1	82/05/27	2	0	ERLX	112
		TANK-210CI	CONTINENTAL FOREST INDUSTRIES	37334	82/05/27	1	82/05/27	2	0	ERLX	116
N=3											

TOTAL ADDITIONS = 295

EXHIBIT B - COLLATERAL DELETIONS
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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
570-01	*	HOPPER-HT	LEASE POOL	13912	0/00/00	0	0/00/00	0	0	GPIX	10003
		HOPPER-HT	LEASE POOL	13914	0/00/00	0	0/00/00	0	0	GPIX	10016
		HOPPER-HT	LEASE POOL	13918	0/00/00	0	0/00/00	0	0	GPIX	10028
		HOPPER-HT	LEASE POOL	13921	0/00/00	0	0/00/00	0	0	GPIX	10045
		HOPPER-HT	LEASE POOL	13929	0/00/00	0	0/00/00	0	0	GPIX	10119
		HOPPER-HT	LEASE POOL	13940	0/00/00	0	0/00/00	0	0	GPIX	10174
		HOPPER-HT	LEASE POOL	13945	0/00/00	0	0/00/00	0	0	GPIX	10226
		HOPPER-HT	LEASE POOL	13949	0/00/00	0	0/00/00	0	0	GPIX	10236
		HOPPER-HT	LEASE POOL	13961	0/00/00	0	0/00/00	0	0	GPIX	10307
		HOPPER-HT	LEASE POOL	13971	0/00/00	0	0/00/00	0	0	GPIX	10343
		HOPPER-HT	LEASE POOL	13972	0/00/00	0	0/00/00	0	0	GPIX	10359
		HOPPER-HT	LEASE POOL	13974	0/00/00	0	0/00/00	0	0	GPIX	10365
		HOPPER-HT	LEASE POOL	13999	0/00/00	0	0/00/00	0	0	GPIX	10524
N=13											
1098-01	*	GONDOLA-GT	PEABODY COAL CO	15904	71/09/15	1	71/09/15	12	10	USEX	40000
		GONDOLA-GT	PEABODY COAL CO	15903	71/09/15	1	71/09/15	12	10	USEX	40001
		GONDOLA-GT	PEABODY COAL CO	15902	71/09/15	1	71/09/15	12	10	USEX	40002
		GONDOLA-GT	PEABODY COAL CO	15925	71/09/15	1	71/09/15	12	10	USEX	40005
		GONDOLA-GT	PEABODY COAL CO	15929	71/09/15	1	71/09/15	12	10	USEX	40006
		GONDOLA-GT	PEABODY COAL CO	15928	71/09/15	1	71/09/15	12	10	USEX	40007
		GONDOLA-GT	PEABODY COAL CO	15927	71/09/15	1	71/09/15	12	10	USEX	40008
		GONDOLA-GT	PEABODY COAL CO	15926	71/09/15	1	71/09/15	12	10	USEX	40009
		GONDOLA-GT	PEABODY COAL CO	15945	71/09/15	1	71/09/15	12	10	USEX	40010
		GONDOLA-GT	PEABODY COAL CO	15943	71/09/15	1	71/09/15	12	10	USEX	40012
		GONDOLA-GT	PEABODY COAL CO	15942	71/09/15	1	71/09/15	12	10	USEX	40013
		GONDOLA-GT	PEABODY COAL CO	15941	71/09/15	1	71/09/15	12	10	USEX	40014
		GONDOLA-GT	PEABODY COAL CO	15940	71/09/15	1	71/09/15	12	10	USEX	40015
		GONDOLA-GT	PEABODY COAL CO	15939	71/09/15	1	71/09/15	12	10	USEX	40016
		GONDOLA-GT	PEABODY COAL CO	15938	71/09/15	1	71/09/15	12	10	USEX	40017
		GONDOLA-GT	PEABODY COAL CO	15933	71/09/15	1	71/09/15	12	10	USEX	40018
		GONDOLA-GT	PEABODY COAL CO	15932	71/09/15	1	71/09/15	12	10	USEX	40019
		GONDOLA-GT	PEABODY COAL CO	15937	71/09/15	1	71/09/15	12	10	USEX	40022
		GONDOLA-GT	PEABODY COAL CO	15936	71/09/15	1	71/09/15	12	10	USEX	40023

EXHIBIT B - COLLATERAL DELETIONS
NOVEMBER 30, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-01	*	GONDOLA-GT	PEABODY COAL CO	15949	71/09/15	1	71/09/15	12	10	USEX	40024
		GONDOLA-GT	PEABODY COAL CO	15947	71/09/15	1	71/09/15	12	10	USEX	40026
		GONDOLA-GT	PEABODY COAL CO	15953	71/09/15	1	71/09/15	12	10	USEX	40027
		GONDOLA-GT	PEABODY COAL CO	15952	71/09/15	1	71/09/15	12	10	USEX	40028
		GONDOLA-GT	PEABODY COAL CO	15955	71/09/15	1	71/09/15	12	10	USEX	40029
		GONDOLA-GT	PEABODY COAL CO	15951	71/09/15	1	71/09/15	12	10	USEX	40031
		GONDOLA-GT	PEABODY COAL CO	15950	71/09/15	1	71/09/15	12	10	USEX	40032
		GONDOLA-GT	PEABODY COAL CO	15935	71/09/15	1	71/09/15	12	10	USEX	40034
		GONDOLA-GT	PEABODY COAL CO	15934	71/09/15	1	71/09/15	12	10	USEX	40035
		GONDOLA-GT	PEABODY COAL CO	15930	71/09/15	1	71/09/15	12	10	USEX	40036
		GONDOLA-GT	PEABODY COAL CO	15923	71/09/15	1	71/09/15	12	10	USEX	40037
		GONDOLA-GT	PEABODY COAL CO	15922	71/09/15	1	71/09/15	12	10	USEX	40039
		GONDOLA-GT	PEABODY COAL CO	15921	71/09/15	1	71/09/15	12	10	USEX	40040
		GONDOLA-GT	PEABODY COAL CO	15914	71/09/15	1	71/09/15	12	10	USEX	40041
		GONDOLA-GT	PEABODY COAL CO	15905	71/09/15	1	71/09/15	12	10	USEX	40042
		GONDOLA-GT	PEABODY COAL CO	15901	71/09/15	1	71/09/15	12	10	USEX	40043
		GONDOLA-GT	PEABODY COAL CO	15896	71/09/15	1	71/09/15	12	10	USEX	40045
		GONDOLA-GT	PEABODY COAL CO	15894	71/09/15	1	71/09/15	12	10	USEX	40046
		GONDOLA-GT	PEABODY COAL CO	15893	71/09/15	1	71/09/15	12	10	USEX	40047
		GONDOLA-GT	PEABODY COAL CO	15892	71/09/15	1	71/09/15	12	10	USEX	40048
		GONDOLA-GT	PEABODY COAL CO	15888	71/09/15	1	71/09/15	12	10	USEX	40049
		GONDOLA-GT	PEABODY COAL CO	15887	71/09/15	1	71/09/15	12	10	USEX	40050
		GONDOLA-GT	PEABODY COAL CO	15886	71/09/15	1	71/09/15	12	10	USEX	40051
		GONDOLA-GT	PEABODY COAL CO	15829	71/09/15	1	71/09/15	12	10	USEX	40052
		GONDOLA-GT	PEABODY COAL CO	15815	71/09/15	1	71/09/15	12	10	USEX	40053
		GONDOLA-GT	PEABODY COAL CO	15816	71/09/15	1	71/09/15	12	10	USEX	40054
		GONDOLA-GT	PEABODY COAL CO	15817	71/09/15	1	71/09/15	12	10	USEX	40055
		GONDOLA-GT	PEABODY COAL CO	15818	71/09/15	1	71/09/15	12	10	USEX	40056
		GONDOLA-GT	PEABODY COAL CO	15819	71/09/15	1	71/09/15	12	10	USEX	40057
		GONDOLA-GT	PEABODY COAL CO	15820	71/09/15	1	71/09/15	12	10	USEX	40058
		GONDOLA-GT	PEABODY COAL CO	15822	71/09/15	1	71/09/15	12	10	USEX	40061
		GONDOLA-GT	PEABODY COAL CO	15823	71/09/15	1	71/09/15	12	10	USEX	40062
		GONDOLA-GT	PEABODY COAL CO	15825	71/09/15	1	71/09/15	12	10	USEX	40064
		GONDOLA-GT	PEABODY COAL CO	15826	71/09/15	1	71/09/15	12	10	USEX	40065
		GONDOLA-GT	PEABODY COAL CO	15827	71/09/15	1	71/09/15	12	10	USEX	40066
		GONDOLA-GT	PEABODY COAL CO	15828	71/09/15	1	71/09/15	12	10	USEX	40067
		GONDOLA-GT	PEABODY COAL CO	16552	71/09/15	1	71/09/15	12	10	USEX	40068
		GONDOLA-GT	PEABODY COAL CO	15830	71/09/15	1	71/09/15	12	10	USEX	40069
		GONDOLA-GT	PEABODY COAL CO	15831	71/09/15	1	71/09/15	12	10	USEX	40070
		GONDOLA-GT	PEABODY COAL CO	15833	71/09/15	1	71/09/15	12	10	USEX	40072
		GONDOLA-GT	PEABODY COAL CO	15835	71/09/15	1	71/09/15	12	10	USEX	40074
		GONDOLA-GT	PEABODY COAL CO	15837	71/09/15	1	71/09/15	12	10	USEX	40076
		GONDOLA-GT	PEABODY COAL CO	15838	71/09/15	1	71/09/15	12	10	USEX	40077
		GONDOLA-GT	PEABODY COAL CO	15839	71/09/15	1	71/09/15	12	10	USEX	40080
		GONDOLA-GT	PEABODY COAL CO	15840	71/09/15	1	71/09/15	12	10	USEX	40081
		GONDOLA-GT	PEABODY COAL CO	15841	71/09/15	1	71/09/15	12	10	USEX	40082
		GONDOLA-GT	PEABODY COAL CO	15842	71/09/15	1	71/09/15	12	10	USEX	40084
		GONDOLA-GT	PEABODY COAL CO	15843	71/09/15	1	71/09/15	12	10	USEX	40085
		GONDOLA-GT	PEABODY COAL CO	15844	71/09/15	1	71/09/15	12	10	USEX	40086
		GONDOLA-GT	PEABODY COAL CO	15845	71/09/15	1	71/09/15	12	10	USEX	40087
		GONDOLA-GT	PEABODY COAL CO	15846	71/09/15	1	71/09/15	12	10	USEX	40089
		GONDOLA-GT	PEABODY COAL CO	15847	71/09/15	1	71/09/15	12	10	USEX	40090
		GONDOLA-GT	PEABODY COAL CO	15848	71/09/15	1	71/09/15	12	10	USEX	40092

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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-01	*	GONDOLA-GT	PEABODY COAL CO	15849	71/09/15	1	71/09/15	12	10	USEX	40093
		GONDOLA-GT	PEABODY COAL CO	15850	71/09/15	1	71/09/15	12	10	USEX	40095
		GONDOLA-GT	PEABODY COAL CO	15851	71/09/15	1	71/09/15	12	10	USEX	40096
		GONDOLA-GT	PEABODY COAL CO	15852	71/09/15	1	71/09/15	12	10	USEX	40097
		GONDOLA-GT	PEABODY COAL CO	15853	71/09/15	1	71/09/15	12	10	USEX	40098
		GONDOLA-GT	PEABODY COAL CO	15854	71/09/15	1	71/09/15	12	10	USEX	40099
		GONDOLA-GT	PEABODY COAL CO	15855	71/09/15	1	71/09/15	12	10	USEX	40100
		GONDOLA-GT	PEABODY COAL CO	15856	71/09/15	1	71/09/15	12	10	USEX	40101
		GONDOLA-GT	PEABODY COAL CO	15857	71/09/15	1	71/09/15	12	10	USEX	40102
		GONDOLA-GT	PEABODY COAL CO	15858	71/09/15	1	71/09/15	12	10	USEX	40103
		GONDOLA-GT	PEABODY COAL CO	15859	71/09/15	1	71/09/15	12	10	USEX	40104
		GONDOLA-GT	PEABODY COAL CO	15860	71/09/15	1	71/09/15	12	10	USEX	40105
		GONDOLA-GT	PEABODY COAL CO	15861	71/09/15	1	71/09/15	12	10	USEX	40106
		GONDOLA-GT	PEABODY COAL CO	15862	71/09/15	1	71/09/15	12	10	USEX	40107
		GONDOLA-GT	PEABODY COAL CO	15863	71/09/15	1	71/09/15	12	10	USEX	40108
		GONDOLA-GT	PEABODY COAL CO	15866	71/09/15	1	71/09/15	12	10	USEX	40111
		GONDOLA-GT	PEABODY COAL CO	15867	71/09/15	1	71/09/15	12	10	USEX	40112
		GONDOLA-GT	PEABODY COAL CO	15870	71/09/15	1	71/09/15	12	10	USEX	40116
		GONDOLA-GT	PEABODY COAL CO	15871	71/09/15	1	71/09/15	12	10	USEX	40117
		GONDOLA-GT	PEABODY COAL CO	15872	71/09/15	1	71/09/15	12	10	USEX	40118
		GONDOLA-GT	PEABODY COAL CO	15873	71/09/15	1	71/09/15	12	10	USEX	40119
		GONDOLA-GT	PEABODY COAL CO	15874	71/09/15	1	71/09/15	12	10	USEX	40120
		GONDOLA-GT	PEABODY COAL CO	15875	71/09/15	1	71/09/15	12	10	USEX	40122
		GONDOLA-GT	PEABODY COAL CO	15876	71/09/15	1	71/09/15	12	10	USEX	40123
		GONDOLA-GT	PEABODY COAL CO	15878	71/09/15	1	71/09/15	12	10	USEX	40125
		GONDOLA-GT	PEABODY COAL CO	15879	71/09/15	1	71/09/15	12	10	USEX	40126
		GONDOLA-GT	PEABODY COAL CO	15880	71/09/15	1	71/09/15	12	10	USEX	40128
		GONDOLA-GT	PEABODY COAL CO	15881	71/09/15	1	71/09/15	12	10	USEX	40129
		GONDOLA-GT	PEABODY COAL CO	15882	71/09/15	1	71/09/15	12	10	USEX	40130
		GONDOLA-GT	PEABODY COAL CO	15883	71/09/15	1	71/09/15	12	10	USEX	40131
		GONDOLA-GT	PEABODY COAL CO	15884	71/09/15	1	71/09/15	12	10	USEX	40132
		GONDOLA-GT	PEABODY COAL CO	15885	71/09/15	1	71/09/15	12	10	USEX	40133
N=104											
1098-02	*	GONDOLA-GT	PEABODY COAL CO	17445	71/09/15	1	71/09/15	12	9	USEX	40141
		GONDOLA-GT	PEABODY COAL CO	15890	71/09/15	1	71/09/15	12	9	USEX	40142
		GONDOLA-GT	PEABODY COAL CO	17443	71/09/15	1	71/09/15	12	9	USEX	40144
		GONDOLA-GT	PEABODY COAL CO	17442	71/09/15	1	71/09/15	12	9	USEX	40145
		GONDOLA-GT	PEABODY COAL CO	17440	71/09/15	1	71/09/15	12	9	USEX	40147
		GONDOLA-GT	PEABODY COAL CO	17438	71/09/15	1	71/09/15	12	9	USEX	40149
		GONDOLA-GT	PEABODY COAL CO	17436	71/09/15	1	71/09/15	12	9	USEX	40151
		GONDOLA-GT	PEABODY COAL CO	15900	71/09/15	1	71/09/15	12	9	USEX	40152
		GONDOLA-GT	PEABODY COAL CO	17435	71/09/15	1	71/09/15	12	9	USEX	40153
		GONDOLA-GT	PEABODY COAL CO	17450	71/09/15	1	71/09/15	12	9	USEX	40154
		GONDOLA-GT	PEABODY COAL CO	17449	71/09/15	1	71/09/15	12	9	USEX	40155
		GONDOLA-GT	PEABODY COAL CO	17448	71/09/15	1	71/09/15	12	9	USEX	40156
N=12											

EXHIBIT B - COLLATERAL DELETIONS
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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-03	*	GONDOLA-GT	PEABODY COAL CO	15908	71/09/15	1	71/09/15	12	10	USEX	40044
		GONDOLA-GT	PEABODY COAL CO	15909	71/09/15	1	71/09/15	12	10	USEX	40060
		GONDOLA-GT	PEABODY COAL CO	15910	71/09/15	1	71/09/15	12	10	USEX	40078
		GONDOLA-GT	PEABODY COAL CO	15912	71/09/15	1	71/09/15	12	10	USEX	40083
		GONDOLA-GT	PEABODY COAL CO	15913	71/09/15	1	71/09/15	12	10	USEX	40088
		GONDOLA-GT	PEABODY COAL CO	15915	71/09/15	1	71/09/15	12	10	USEX	40094
		GONDOLA-GT	PEABODY COAL CO	15916	71/09/15	1	71/09/15	12	10	USEX	40114
		GONDOLA-GT	PEABODY COAL CO	15917	71/09/15	1	71/09/15	12	10	USEX	40121
		GONDOLA-GT	PEABODY COAL CO	15918	71/09/15	1	71/09/15	12	10	USEX	40127
N=9											
1542-16	*	TANK-210CI	LEASE POOL	39524	0/00/00	0	0/00/00	0	0	USLX	21828
		TANK-210CI	LEASE POOL	39528	0/00/00	0	0/00/00	0	0	USLX	21832
		TANK-210CI	LEASE POOL	39529	0/00/00	0	0/00/00	0	0	USLX	21833
		TANK-210CI	LEASE POOL	41077	0/00/00	0	0/00/00	0	0	USLX	22011
		TANK-210CI	LEASE POOL	41088	0/00/00	0	0/00/00	0	0	USLX	22022
		TANK-210CI	LEASE POOL	41090	0/00/00	0	0/00/00	0	0	USLX	22024
		TANK-210CI	LEASE POOL	41102	0/00/00	0	0/00/00	0	0	USLX	22093
		TANK-210CI	LEASE POOL	41106	0/00/00	0	0/00/00	0	0	USLX	22097
		TANK-210CI	LEASE POOL	41120	0/00/00	0	0/00/00	0	0	USLX	22111
		TANK-210CI	LEASE POOL	41121	0/00/00	0	0/00/00	0	0	USLX	22112
		TANK-210CI	LEASE POOL	41125	0/00/00	0	0/00/00	0	0	USLX	22116
		TANK-210CI	LEASE POOL	41130	0/00/00	0	0/00/00	0	0	USLX	22121
		TANK-210CI	LEASE POOL	41152	0/00/00	0	0/00/00	0	0	USLX	22143
		TANK-210CI	LEASE POOL	41153	0/00/00	0	0/00/00	0	0	USLX	22144
		TANK-210CI	LEASE POOL	41160	0/00/00	0	0/00/00	0	0	USLX	22151
		TANK-210CI	LEASE POOL	41173	0/00/00	0	0/00/00	0	0	USLX	22164
		TANK-210CI	LEASE POOL	41188	0/00/00	0	0/00/00	0	0	USLX	22179
		TANK-210CI	LEASE POOL	41192	0/00/00	0	0/00/00	0	0	USLX	22183
N=18											
1758-00	*	COV HOP-LO	LEASE POOL	16188	0/00/00	0	0/00/00	0	0	USLX	950
		COV HOP-LO	LEASE POOL	16194	0/00/00	0	0/00/00	0	0	USLX	956
N=2											
1919-10	*	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40676	81/04/21	2	81/04/21	15	0	NACR	100135
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40679	81/04/21	2	81/04/21	15	0	NACR	100138
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40680	81/04/21	2	81/04/21	15	0	NACR	100139
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40681	81/04/21	2	81/04/21	15	0	NACR	100140
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40684	81/04/21	2	81/04/21	15	0	NACR	100143
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40687	81/04/21	2	81/04/21	15	0	NACR	100146
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40688	81/04/21	2	81/04/21	15	0	NACR	100147
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40689	81/04/21	2	81/04/21	15	0	NACR	100148
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40693	81/04/21	2	81/04/21	15	0	NACR	100152
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40694	81/04/21	2	81/04/21	15	0	NACR	100153

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LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1919-10	* GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40696	81/04/21	2	81/04/21	15	0	NACR	100155
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40697	81/04/21	2	81/04/21	15	0	NACR	100156
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40698	81/04/21	2	81/04/21	15	0	NACR	100157
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40894	81/04/21	2	81/04/21	15	0	NACR	100159
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40895	81/04/21	2	81/04/21	15	0	NACR	100160
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40896	81/04/21	2	81/04/21	15	0	NACR	100161
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40899	81/04/21	2	81/04/21	15	0	NACR	100164
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40930	81/04/21	2	81/04/21	15	0	NACR	100194
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40931	81/04/21	2	81/04/21	15	0	NACR	100195
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40932	81/04/21	2	81/04/21	15	0	NACR	100196
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40941	81/04/21	2	81/04/21	15	0	NACR	100205
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40945	81/04/21	2	81/04/21	15	0	NACR	100209
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40946	81/04/21	2	81/04/21	15	0	NACR	100210
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40953	81/04/21	2	81/04/21	15	0	NACR	100217
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40954	81/04/21	2	81/04/21	15	0	NACR	100218
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40955	81/04/21	2	81/04/21	15	0	NACR	100219
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40956	81/04/21	2	81/04/21	15	0	NACR	100220
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40967	81/04/21	2	81/04/21	15	0	NACR	100231
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40980	81/04/21	2	81/04/21	15	0	NACR	100244
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40981	81/04/21	2	81/04/21	15	0	NACR	100245
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40987	81/04/21	2	81/04/21	15	0	NACR	100251
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40991	81/04/21	2	81/04/21	15	0	NACR	100255
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41000	81/04/21	2	81/04/21	15	0	NACR	100264
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41001	81/04/21	2	81/04/21	15	0	NACR	100265
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41002	81/04/21	2	81/04/21	15	0	NACR	100266
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41003	81/04/21	2	81/04/21	15	0	NACR	100267
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41004	81/04/21	2	81/04/21	15	0	NACR	100268
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41005	81/04/21	2	81/04/21	15	0	NACR	100269
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41017	81/04/21	2	81/04/21	15	0	NACR	100281
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41024	81/04/21	2	81/04/21	15	0	NACR	100288
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41025	81/04/21	2	81/04/21	15	0	NACR	100289
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41030	81/04/21	2	81/04/21	15	0	NACR	100294
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41032	81/04/21	2	81/04/21	15	0	NACR	100296
N=43										
1919-50	* GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40649	81/04/21	2	81/04/21	15	0	NACR	100108
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40650	81/04/21	2	81/04/21	15	0	NACR	100109
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40662	81/04/21	2	81/04/21	15	0	NACR	100121
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40663	81/04/21	2	81/04/21	15	0	NACR	100122
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40667	81/04/21	2	81/04/21	15	0	NACR	100126
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40669	81/04/21	2	81/04/21	15	0	NACR	100128
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40675	81/04/21	2	81/04/21	15	0	NACR	100134
N=7										
1959-02	* HOPPER-HT	LEASE POOL	41214	0/00/00	0	0/00/00	0	0	SECX	604
N=1										

EXHIBIT B - COLLATERAL DELETIONS
NOVEMBER 30, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1973-00	*	TANK-210CI	AIR PRODUCTS AND CHEMICALS INC	39543	79/05/03	3	82/04/06	1	8	USLX	21847
N=1											
1983-02	*	BOX-XLI	ILLINOIS CENTRAL GULF RR	39431	82/07/30	2	84/06/06	1	0	LNAC	5950
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39409	82/07/30	2	84/06/06	1	0	SECX	5951
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39416	82/07/30	2	84/06/06	1	0	LNAC	5952
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39439	82/07/30	2	84/06/06	1	0	LNAC	5953
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39426	82/07/30	2	84/06/06	1	0	LNAC	5954
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39346	82/07/30	2	84/06/06	1	0	LNAC	5955
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39400	82/07/30	2	84/06/06	1	0	USLX	5956
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39407	82/07/30	2	84/06/06	1	0	LNAC	5957
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39443	82/07/30	2	84/06/06	1	0	LNAC	5958
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39399	82/07/30	2	84/06/06	1	0	LNAC	5959
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39358	82/07/30	2	84/06/06	1	0	LNAC	5960
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39415	82/07/30	2	84/06/06	1	0	LNAC	5961
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39359	82/07/30	2	84/06/06	1	0	LNAC	5962
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39403	82/07/30	2	84/06/06	1	0	LNAC	5963
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39345	82/07/30	2	84/06/06	1	0	LNAC	5964

EXHIBIT B- COLLATERAL DELETIONS
NOVEMBER 30, 1984

LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1983-02 *										
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39372	82/07/30	2	84/06/06	1	0	LNAC	5965
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39405	82/07/30	2	84/06/06	1	0	LNAC	5966
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39429	82/07/30	2	84/06/06	1	0	LNAC	5967
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39419	82/07/30	2	84/06/06	1	0	LNAC	5968
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39425	82/07/30	2	84/06/06	1	0	LNAC	5969
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39417	82/07/30	2	84/06/06	1	0	LNAC	5970
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39349	82/07/30	2	84/06/06	1	0	LNAC	5971
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39440	82/07/30	2	84/06/06	1	0	LNAC	5972
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39436	82/07/30	2	84/06/06	1	0	LNAC	5973
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39430	82/07/30	2	84/06/06	1	0	LNAC	5974
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39411	82/07/30	2	84/06/06	1	0	LNAC	5975
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39382	82/07/30	2	84/06/06	1	0	LNAC	5976
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39410	82/07/30	2	84/06/06	1	0	LNAC	5977
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39421	82/07/30	2	84/06/06	1	0	LNAC	5978
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39413	82/07/30	2	84/06/06	1	0	LNAC	5979
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39344	82/07/30	2	84/06/06	1	0	LNAC	5980

N= 31

EXHIBIT B - COLLATERAL DELETIONS
NOVEMBER 30, 1984

LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1993-00 *										
	COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15615	82/08/10	1	82/08/10	0	1	USLX	1213
	COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15630	82/08/10	1	82/08/10	0	1	USLX	1228
	COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15670	82/08/10	1	82/08/10	0	1	USLX	1269
	COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15443	82/08/10	1	82/08/10	0	1	USLX	31096
	COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15448	82/08/10	1	82/08/10	0	1	USLX	31101
	COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15478	82/08/10	1	82/08/10	0	1	USLX	31134
	COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15495	82/08/10	1	82/08/10	0	1	USLX	31151
	COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15502	82/08/10	1	82/08/10	0	1	USLX	31158
	COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15599	82/08/10	1	82/08/10	0	1	USLX	131042
N= 9										
2042-01 *	BOX-XM	LEASE POOL	40256	0/00/00	0	0/00/00	0	0	VC	1115
	BOX-XM	LEASE POOL	40269	0/00/00	0	0/00/00	0	0	VC	1128
	BOX-XM	LEASE POOL	40275	0/00/00	0	0/00/00	0	0	VC	1134
N= 3										
2060-05 *	COV HOP-LO	LEASE POOL	38532	0/00/00	0	0/00/00	0	0	USLX	18320
N=1										
2060-31 *	COV HOP-LO	CANADIAN NATIONAL RAILWAY	23864	83/12/21	31	83/12/21	0	7	USLX	4804
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	24172	83/12/21	31	83/12/21	0	7	USLX	7520
N=2										
2060-32 *	COV HOP-LO	CANADIAN NATIONAL RAILWAY	15587	83/12/21	32	83/12/21	0	7	USLX	439776
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	15608	83/12/21	32	83/12/21	0	7	USLX	439794
N=2										

EXHIBIT B - COLLATERAL DELETIONS
NOVEMBER 30, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2060-33	*	COV HOP-LO	CANADIAN NATIONAL RAILWAY	20309	83/12/21	33	83/12/21	0	7	USLX	5900
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	20308	83/12/21	33	83/12/21	0	7	USLX	5901
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	20307	83/12/21	33	83/12/21	0	7	USLX	5902
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	20304	83/12/21	33	83/12/21	0	7	USLX	5905
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	20305	83/12/21	33	83/12/21	0	7	USLX	5906
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	25391	83/12/21	33	83/12/21	0	7	USLX	7810
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	25390	83/12/21	33	83/12/21	0	7	USLX	7811
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	25388	83/12/21	33	83/12/21	0	7	USLX	7813
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	25386	83/12/21	33	83/12/21	0	7	USLX	7815
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	25385	83/12/21	33	83/12/21	0	7	USLX	7816
N=10											
2060-34	*	COV HOP-LO	CANADIAN NATIONAL RAILWAY	13297	83/12/21	34	83/12/21	0	7	USEX	341
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	13295	83/12/21	34	83/12/21	0	7	USEX	343
N=2											
2060-35	*	COV HOP-LO	CANADIAN NATIONAL RAILWAY	38635	83/12/21	35	83/12/21	0	7	USLX	18318
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	38534	83/12/21	35	83/12/21	0	7	USLX	18321
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	38483	83/12/21	35	83/12/21	0	7	USLX	27330
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	38523	83/12/21	35	83/12/21	0	7	USLX	27331
N=4											
2067-01	*	TANK-210CI	BUNGE CORPORATION	38447	84/03/01	1	84/03/01	0	1	ERLX	138
N=1											
2067-01	≠	TANK-210CI	LEASE POOL	39523	0/00/00	0	0/00/00	0	0	USLX	21827
		TANK-210CI	LEASE POOL	39535	0/00/00	0	0/00/00	0	0	USLX	21839
N=2											
2071-01	*	COV HOP-LO	KALEX CHEMICAL PRODUCTS INC	42075	84/04/13	1	84/04/13	0	6	ERLX	6125
N=1											
2071-02	*	COV HOP-LO	KALEX CHEMICAL PRODUCTS INC	41775	84/04/13	1	84/05/02	0	1	ERLX	6142
N=1											

EXHIBIT B - COLLATERAL DELETIONS
NOVEMBER 30, 1984

LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2076-01	HOPPER-HT	LEASE POOL	41325	0/00/00	0	0/00/00	0	0	USLX	45500
	HOPPER-HT	LEASE POOL	41343	0/00/00	0	0/00/00	0	0	USLX	45501
	HOPPER-HT	LEASE POOL	41280	0/00/00	0	0/00/00	0	0	USLX	45503
	HOPPER-HT	LEASE POOL	41278	0/00/00	0	0/00/00	0	0	USLX	45504
	HOPPER-HT	LEASE POOL	41493	0/00/00	0	0/00/00	0	0	USLX	45505
	HOPPER-HT	LEASE POOL	41331	0/00/00	0	0/00/00	0	0	USLX	45506
	HOPPER-HT	LEASE POOL	41257	0/00/00	0	0/00/00	0	0	USLX	45507
	HOPPER-HT	LEASE POOL	41279	0/00/00	0	0/00/00	0	0	USLX	45508
	HOPPER-HT	LEASE POOL	41453	0/00/00	0	0/00/00	0	0	USLX	45509
	HOPPER-HT	LEASE POOL	41429	0/00/00	0	0/00/00	0	0	USLX	45510
	HOPPER-HT	LEASE POOL	41459	0/00/00	0	0/00/00	0	0	USLX	45511
	HOPPER-HT	LEASE POOL	41258	0/00/00	0	0/00/00	0	0	USLX	45512
	HOPPER-HT	LEASE POOL	41441	0/00/00	0	0/00/00	0	0	USLX	45513
N=13										
1984-01	TANK-210CI	LEASE POOL	37329	0/00/00	0	0/00/00	0	0	ERLX	111
	TANK-210CI	LEASE POOL	37330	0/00/00	0	0/00/00	0	0	ERLX	112
	TANK-210CI	LEASE POOL	37334	0/00/00	0	0/00/00	0	0	ERLX	116
N=3										

TOTAL DELETIONS = 295

RECORDATION NO. 14059-AA Filed 1425

DEC 20 1984 - 1 52 PM

INTERSTATE COMMERCE COMMISSION

AMENDMENT TO SECURITY AGREEMENT

THIS AMENDMENT TO SECURITY AGREEMENT is dated as of the 1st day of December, 1984, by and between EVANS RAILCAR LEASING COMPANY, an Illinois corporation (herein called the "Borrower"), and CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, as Agent (herein called the "Agent").

W I T N E S S E T H :

WHEREAS, the Borrower and the Agent have entered into an Amended and Restated Security Agreement, dated as of June 30, 1984, recorded with the Interstate Commerce Commission on October 4, 1984 under Recordation No. 14059-S (herein, as amended or otherwise modified from time to time, called the "Security Agreement"), pursuant to which the Borrower has granted to the Agent for the benefit of various lenders (herein called the "Lenders") a security interest in certain property of the Borrower (herein called the "Collateral");

WHEREAS, pursuant to the terms of Section 4.1(a)(iv) of the Security Agreement, the Borrower is required to execute and deliver this Amendment to the Security Agreement to and with the Agent.

NOW, THEREFORE, in consideration of the mutual covenants and agreements of the parties and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is agreed as follows:

1. The reporting marks and lessees as to certain Cars (as defined in the Security Agreement) have changed, therefore the line items from Schedule 1 to the Security Agreement listed on Exhibit B hereto are hereby replaced by the line items on Exhibit A.

2. Except as hereby amended, the Security Agreement remains in full force and effect, and the Security Agreement, as hereby amended, is ratified, confirmed and approved.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their respective authorized officers as of the day and year first written above.

EVANS RAILCAR LEASING COMPANY

By: _____
Vice President

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, as Agent

By: _____
Vice President

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, Jeanette Benedetto a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that C. Richard Barney personally known to me to be a Vice President of EVANS RAILCAR LEASING COMPANY, an Illinois corporation, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Vice President he signed and delivered the said instrument as Vice President of said corporation, pursuant to authority, given by the Board of Directors of said corporation as his free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 3d day of Dec, 1984.

Jeanette C. Benedetto
Notary Public

My Commission Expires July 25, 1987

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, SYLVIA M. BROWN a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that CAREN L. REED personally known to me to be a Vice President of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Vice President he signed and delivered the said instrument as Vice President of said corporation, pursuant to authority, given by the Board of Directors of said corporation as his free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 17th day of Dec., 1984.

Sylvia M. Brown
Notary Public

MY COMMISSION EXPIRES OCTOBER 12, 1987

EXHIBIT A - COLLATERAL ADDITIONS
NOVEMBER 30, 1984

LOT NUMBER *	CAR TYPE ***	LESSEE NAME **	INTERNAL I.D. NUMBER *	MASTER LEASE DATE **	SCHEDULE NUMBER **	SCHEDULE DATE **	TERM YEAR **	TERM MONTH **	PREFIX **	CAR NUMBER **
570-01	HOPPER-HT	LEASE POOL	13912	0/00/00	0	0/00/00	0	0	MKT	10003
	HOPPER-HT	LEASE POOL	13914	0/00/00	0	0/00/00	0	0	MKT	10016
	HOPPER-HT	LEASE POOL	13918	0/00/00	0	0/00/00	0	0	MKT	10028
	HOPPER-HT	LEASE POOL	13921	0/00/00	0	0/00/00	0	0	MKT	10045
	HOPPER-HT	LEASE POOL	13929	0/00/00	0	0/00/00	0	0	MKT	10119
	HOPPER-HT	LEASE POOL	13940	0/00/00	0	0/00/00	0	0	MKT	10174
	HOPPER-HT	LEASE POOL	13945	0/00/00	0	0/00/00	0	0	MKT	10226
	HOPPER-HT	LEASE POOL	13949	0/00/00	0	0/00/00	0	0	MKT	10236
	HOPPER-HT	LEASE POOL	13961	0/00/00	0	0/00/00	0	0	MKT	10307
	HOPPER-HT	LEASE POOL	13971	0/00/00	0	0/00/00	0	0	MKT	10343
	HOPPER-HT	LEASE POOL	13972	0/00/00	0	0/00/00	0	0	MKT	10359
	HOPPER-HT	LEASE POOL	13974	0/00/00	0	0/00/00	0	0	MKT	10365
	HOPPER-HT	LEASE POOL	13999	0/00/00	0	0/00/00	0	0	MKT	10524
N=13										
1098-01	GONDOLA-GT	LEASE POOL	15904	0/00/00	0	0/00/00	0	0	USEX	40000
	GONDOLA-GT	LEASE POOL	15903	0/00/00	0	0/00/00	0	0	USEX	40001
	GONDOLA-GT	LEASE POOL	15902	0/00/00	0	0/00/00	0	0	USEX	40002
	GONDOLA-GT	LEASE POOL	15925	0/00/00	0	0/00/00	0	0	USEX	40005
	GONDOLA-GT	LEASE POOL	15929	0/00/00	0	0/00/00	0	0	USEX	40006
	GONDOLA-GT	LEASE POOL	15928	0/00/00	0	0/00/00	0	0	USEX	40007
	GONDOLA-GT	LEASE POOL	15927	0/00/00	0	0/00/00	0	0	USEX	40008
	GONDOLA-GT	LEASE POOL	15926	0/00/00	0	0/00/00	0	0	USEX	40009
	GONDOLA-GT	LEASE POOL	15945	0/00/00	0	0/00/00	0	0	USEX	40010
	GONDOLA-GT	LEASE POOL	15943	0/00/00	0	0/00/00	0	0	USEX	40012
	GONDOLA-GT	LEASE POOL	15942	0/00/00	0	0/00/00	0	0	USEX	40013
	GONDOLA-GT	LEASE POOL	15941	0/00/00	0	0/00/00	0	0	USEX	40014
	GONDOLA-GT	LEASE POOL	15940	0/00/00	0	0/00/00	0	0	USEX	40015
	GONDOLA-GT	LEASE POOL	15939	0/00/00	0	0/00/00	0	0	USEX	40016
	GONDOLA-GT	LEASE POOL	15938	0/00/00	0	0/00/00	0	0	USEX	40017
	GONDOLA-GT	LEASE POOL	15933	0/00/00	0	0/00/00	0	0	USEX	40018
	GONDOLA-GT	LEASE POOL	15932	0/00/00	0	0/00/00	0	0	USEX	40019
	GONDOLA-GT	LEASE POOL	15937	0/00/00	0	0/00/00	0	0	USEX	40022
	GONDOLA-GT	LEASE POOL	15936	0/00/00	0	0/00/00	0	0	USEX	40023

Column headings on each of the following pages shall be deemed to be subject to the same footnotes as on this page.

*/ Appears on internal records of Borrower only.

**/ Subject to change from time to time.

***/ Same designation may appear on more than one car (initials are the AAR mechanical designations).

EXHIBIT A - COLLATERAL ADDITIONS
NOVEMBER 30, 1984

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-01	*	GONDOLA-GT	LEASE POOL	15949	0/00/00	0	0/00/00	0	0	USEX	40024
		GONDOLA-GT	LEASE POOL	15947	0/00/00	0	0/00/00	0	0	USEX	40026
		GONDOLA-GT	LEASE POOL	15953	0/00/00	0	0/00/00	0	0	USEX	40027
		GONDOLA-GT	LEASE POOL	15952	0/00/00	0	0/00/00	0	0	USEX	40028
		GONDOLA-GT	LEASE POOL	15955	0/00/00	0	0/00/00	0	0	USEX	40029
		GONDOLA-GT	LEASE POOL	15951	0/00/00	0	0/00/00	0	0	USEX	40031
		GONDOLA-GT	LEASE POOL	15950	0/00/00	0	0/00/00	0	0	USEX	40032
		GONDOLA-GT	LEASE POOL	15935	0/00/00	0	0/00/00	0	0	USEX	40034
		GONDOLA-GT	LEASE POOL	15934	0/00/00	0	0/00/00	0	0	USEX	40035
		GONDOLA-GT	LEASE POOL	15930	0/00/00	0	0/00/00	0	0	USEX	40036
		GONDOLA-GT	LEASE POOL	15923	0/00/00	0	0/00/00	0	0	USEX	40037
		GONDOLA-GT	LEASE POOL	15922	0/00/00	0	0/00/00	0	0	USEX	40039
		GONDOLA-GT	LEASE POOL	15921	0/00/00	0	0/00/00	0	0	USEX	40040
		GONDOLA-GT	LEASE POOL	15914	0/00/00	0	0/00/00	0	0	USEX	40041
		GONDOLA-GT	LEASE POOL	15905	0/00/00	0	0/00/00	0	0	USEX	40042
		GONDOLA-GT	LEASE POOL	15901	0/00/00	0	0/00/00	0	0	USEX	40043
		GONDOLA-GT	LEASE POOL	15896	0/00/00	0	0/00/00	0	0	USEX	40045
		GONDOLA-GT	LEASE POOL	15894	0/00/00	0	0/00/00	0	0	USEX	40046
		GONDOLA-GT	LEASE POOL	15893	0/00/00	0	0/00/00	0	0	USEX	40047
		GONDOLA-GT	LEASE POOL	15892	0/00/00	0	0/00/00	0	0	USEX	40048
		GONDOLA-GT	LEASE POOL	15888	0/00/00	0	0/00/00	0	0	USEX	40049
		GONDOLA-GT	LEASE POOL	15887	0/00/00	0	0/00/00	0	0	USEX	40050
		GONDOLA-GT	LEASE POOL	15886	0/00/00	0	0/00/00	0	0	USEX	40051
		GONDOLA-GT	LEASE POOL	15829	0/00/00	0	0/00/00	0	0	USEX	40052
		GONDOLA-GT	LEASE POOL	15815	0/00/00	0	0/00/00	0	0	USEX	40053
		GONDOLA-GT	LEASE POOL	15816	0/00/00	0	0/00/00	0	0	USEX	40054
		GONDOLA-GT	LEASE POOL	15817	0/00/00	0	0/00/00	0	0	USEX	40055
		GONDOLA-GT	LEASE POOL	15818	0/00/00	0	0/00/00	0	0	USEX	40056
		GONDOLA-GT	LEASE POOL	15819	0/00/00	0	0/00/00	0	0	USEX	40057
		GONDOLA-GT	LEASE POOL	15820	0/00/00	0	0/00/00	0	0	USEX	40058
		GONDOLA-GT	LEASE POOL	15822	0/00/00	0	0/00/00	0	0	USEX	40061
		GONDOLA-GT	LEASE POOL	15823	0/00/00	0	0/00/00	0	0	USEX	40062
		GONDOLA-GT	LEASE POOL	15825	0/00/00	0	0/00/00	0	0	USEX	40064
		GONDOLA-GT	LEASE POOL	15826	0/00/00	0	0/00/00	0	0	USEX	40065
		GONDOLA-GT	LEASE POOL	15827	0/00/00	0	0/00/00	0	0	USEX	40066
		GONDOLA-GT	LEASE POOL	15828	0/00/00	0	0/00/00	0	0	USEX	40067
		GONDOLA-GT	LEASE POOL	16552	0/00/00	0	0/00/00	0	0	USEX	40068
		GONDOLA-GT	LEASE POOL	15830	0/00/00	0	0/00/00	0	0	USEX	40069
		GONDOLA-GT	LEASE POOL	15831	0/00/00	0	0/00/00	0	0	USEX	40070
		GONDOLA-GT	LEASE POOL	15833	0/00/00	0	0/00/00	0	0	USEX	40072
		GONDOLA-GT	LEASE POOL	15835	0/00/00	0	0/00/00	0	0	USEX	40074
		GONDOLA-GT	LEASE POOL	15837	0/00/00	0	0/00/00	0	0	USEX	40076
		GONDOLA-GT	LEASE POOL	15838	0/00/00	0	0/00/00	0	0	USEX	40077
		GONDOLA-GT	LEASE POOL	15839	0/00/00	0	0/00/00	0	0	USEX	40080
		GONDOLA-GT	LEASE POOL	15840	0/00/00	0	0/00/00	0	0	USEX	40081
		GONDOLA-GT	LEASE POOL	15841	0/00/00	0	0/00/00	0	0	USEX	40082
		GONDOLA-GT	LEASE POOL	15842	0/00/00	0	0/00/00	0	0	USEX	40084
		GONDOLA-GT	LEASE POOL	15843	0/00/00	0	0/00/00	0	0	USEX	40085
		GONDOLA-GT	LEASE POOL	15844	0/00/00	0	0/00/00	0	0	USEX	40086
		GONDOLA-GT	LEASE POOL	15845	0/00/00	0	0/00/00	0	0	USEX	40087
		GONDOLA-GT	LEASE POOL	15846	0/00/00	0	0/00/00	0	0	USEX	40089
		GONDOLA-GT	LEASE POOL	15847	0/00/00	0	0/00/00	0	0	USEX	40090
		GONDOLA-GT	LEASE POOL	15848	0/00/00	0	0/00/00	0	0	USEX	40092

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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-01	≠	GONDOLA-GT	LEASE POOL	15849	0/00/00	0	0/00/00	0	0	USEX	40093
		GONDOLA-GT	LEASE POOL	15850	0/00/00	0	0/00/00	0	0	USEX	40095
		GONDOLA-GT	LEASE POOL	15851	0/00/00	0	0/00/00	0	0	USEX	40096
		GONDOLA-GT	LEASE POOL	15852	0/00/00	0	0/00/00	0	0	USEX	40097
		GONDOLA-GT	LEASE POOL	15853	0/00/00	0	0/00/00	0	0	USEX	40098
		GONDOLA-GT	LEASE POOL	15854	0/00/00	0	0/00/00	0	0	USEX	40099
		GONDOLA-GT	LEASE POOL	15855	0/00/00	0	0/00/00	0	0	USEX	40100
		GONDOLA-GT	LEASE POOL	15856	0/00/00	0	0/00/00	0	0	USEX	40101
		GONDOLA-GT	LEASE POOL	15857	0/00/00	0	0/00/00	0	0	USEX	40102
		GONDOLA-GT	LEASE POOL	15858	0/00/00	0	0/00/00	0	0	USEX	40103
		GONDOLA-GT	LEASE POOL	15859	0/00/00	0	0/00/00	0	0	USEX	40104
		GONDOLA-GT	LEASE POOL	15860	0/00/00	0	0/00/00	0	0	USEX	40105
		GONDOLA-GT	LEASE POOL	15861	0/00/00	0	0/00/00	0	0	USEX	40106
		GONDOLA-GT	LEASE POOL	15862	0/00/00	0	0/00/00	0	0	USEX	40107
		GONDOLA-GT	LEASE POOL	15863	0/00/00	0	0/00/00	0	0	USEX	40108
		GONDOLA-GT	LEASE POOL	15866	0/00/00	0	0/00/00	0	0	USEX	40111
		GONDOLA-GT	LEASE POOL	15867	0/00/00	0	0/00/00	0	0	USEX	40112
		GONDOLA-GT	LEASE POOL	15870	0/00/00	0	0/00/00	0	0	USEX	40116
		GONDOLA-GT	LEASE POOL	15871	0/00/00	0	0/00/00	0	0	USEX	40117
		GONDOLA-GT	LEASE POOL	15872	0/00/00	0	0/00/00	0	0	USEX	40118
		GONDOLA-GT	LEASE POOL	15873	0/00/00	0	0/00/00	0	0	USEX	40119
		GONDOLA-GT	LEASE POOL	15874	0/00/00	0	0/00/00	0	0	USEX	40120
		GONDOLA-GT	LEASE POOL	15875	0/00/00	0	0/00/00	0	0	USEX	40122
		GONDOLA-GT	LEASE POOL	15876	0/00/00	0	0/00/00	0	0	USEX	40123
		GONDOLA-GT	LEASE POOL	15878	0/00/00	0	0/00/00	0	0	USEX	40125
		GONDOLA-GT	LEASE POOL	15879	0/00/00	0	0/00/00	0	0	USEX	40126
		GONDOLA-GT	LEASE POOL	15880	0/00/00	0	0/00/00	0	0	USEX	40128
		GONDOLA-GT	LEASE POOL	15881	0/00/00	0	0/00/00	0	0	USEX	40129
		GONDOLA-GT	LEASE POOL	15882	0/00/00	0	0/00/00	0	0	USEX	40130
		GONDOLA-GT	LEASE POOL	15883	0/00/00	0	0/00/00	0	0	USEX	40131
		GONDOLA-GT	LEASE POOL	15884	0/00/00	0	0/00/00	0	0	USEX	40132
		GONDOLA-GT	LEASE POOL	15885	0/00/00	0	0/00/00	0	0	USEX	40133
N=104											
1098-02	≠	GONDOLA-GT	LEASE POOL	17445	0/00/00	0	0/00/00	0	0	USEX	40141
		GONDOLA-GT	LEASE POOL	15890	0/00/00	0	0/00/00	0	0	USEX	40142
		GONDOLA-GT	LEASE POOL	17443	0/00/00	0	0/00/00	0	0	USEX	40144
		GONDOLA-GT	LEASE POOL	17442	0/00/00	0	0/00/00	0	0	USEX	40145
		GONDOLA-GT	LEASE POOL	17440	0/00/00	0	0/00/00	0	0	USEX	40147
		GONDOLA-GT	LEASE POOL	17438	0/00/00	0	0/00/00	0	0	USEX	40149
		GONDOLA-GT	LEASE POOL	17436	0/00/00	0	0/00/00	0	0	USEX	40151
		GONDOLA-GT	LEASE POOL	15900	0/00/00	0	0/00/00	0	0	USEX	40152
		GONDOLA-GT	LEASE POOL	17435	0/00/00	0	0/00/00	0	0	USEX	40153
		GONDOLA-GT	LEASE POOL	17450	0/00/00	0	0/00/00	0	0	USEX	40154
		GONDOLA-GT	LEASE POOL	17449	0/00/00	0	0/00/00	0	0	USEX	40155
		GONDOLA-GT	LEASE POOL	17448	0/00/00	0	0/00/00	0	0	USEX	40156
N=12											

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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-03	*	GONDOLA-GT	LEASE POOL	15908	0/00/00	0	0/00/00	0	0	USEX	40044
		GONDOLA-GT	LEASE POOL	15909	0/00/00	0	0/00/00	0	0	USEX	40060
		GONDOLA-GT	LEASE POOL	15910	0/00/00	0	0/00/00	0	0	USEX	40078
		GONDOLA-GT	LEASE POOL	15912	0/00/00	0	0/00/00	0	0	USEX	40083
		GONDOLA-GT	LEASE POOL	15913	0/00/00	0	0/00/00	0	0	USEX	40088
		GONDOLA-GT	LEASE POOL	15915	0/00/00	0	0/00/00	0	0	USEX	40094
		GONDOLA-GT	LEASE POOL	15916	0/00/00	0	0/00/00	0	0	USEX	40114
		GONDOLA-GT	LEASE POOL	15917	0/00/00	0	0/00/00	0	0	USEX	40121
		GONDOLA-GT	LEASE POOL	15918	0/00/00	0	0/00/00	0	0	USEX	40127
N=9											
1973-00	*	TANK-210CI	LEASE POOL	39543	0/00/00	0	0/00/00	0	0	USLX	21847
N=1											
1977-05	*	HOPPER-HT	CIS EQUIPMENT LEASING CO	41214	82/04/19	5	84/06/28	1	0	SECX	604
N=1											
1977-06	*	HOPPER-HT	CIS EQUIPMENT LEASING CO	41325	82/04/19	6	84/09/05	1	0	USLX	45500
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41343	82/04/19	6	84/09/05	1	0	USLX	45501
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41280	82/04/19	6	84/09/05	1	0	USLX	45503
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41278	82/04/19	6	84/09/05	1	0	USLX	45504
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41493	82/04/19	6	84/09/05	1	0	USLX	45505
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41331	82/04/19	6	84/09/05	1	0	USLX	45506
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41257	82/04/19	6	84/09/05	1	0	USLX	45507
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41279	82/04/19	6	84/09/05	1	0	USLX	45508
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41453	82/04/19	6	84/09/05	1	0	USLX	45509

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1977-06	*	HOPPER-HT	CIS EQUIPMENT LEASING CO	41429	82/04/19	6	84/09/05	1	0	USLX	45510
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41459	82/04/19	6	84/09/05	1	0	USLX	45511
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41258	82/04/19	6	84/09/05	1	0	USLX	45512
		HOPPER-HT	CIS EQUIPMENT LEASING CO	41441	82/04/19	6	84/09/05	1	0	USLX	45513
N=13											
1983-02	*	BOX-XLI	ILLINOIS CENTRAL GULF RR	39411	82/07/30	2	84/06/06	1	0	ICG	151238
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39416	82/07/30	2	84/06/06	1	0	ICG	151239
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39405	82/07/30	2	84/06/06	1	0	ICG	151240
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39440	82/07/30	2	84/06/06	1	0	ICG	151241
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39372	82/07/30	2	84/06/06	1	0	ICG	151242
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39429	82/07/30	2	84/06/06	1	0	ICG	151243
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39382	82/07/30	2	84/06/06	1	0	ICG	151244
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39417	82/07/30	2	84/06/06	1	0	ICG	151245
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39419	82/07/30	2	84/06/06	1	0	ICG	151246
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39407	82/07/30	2	84/06/06	1	0	ICG	151247
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39426	82/07/30	2	84/06/06	1	0	ICG	151248

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LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1983-02 *										
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39443	82/07/30	2	84/06/06	1	0	ICG	151249
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39349	82/07/30	2	84/06/06	1	0	ICG	151250
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39358	82/07/30	2	84/06/06	1	0	ICG	151251
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39359	82/07/30	2	84/06/06	1	0	ICG	151252
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39431	82/07/30	2	84/06/06	1	0	ICG	151253
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39400	82/07/30	2	84/06/06	1	0	ICG	151254
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39439	82/07/30	2	84/06/06	1	0	ICG	151255
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39430	82/07/30	2	84/06/06	1	0	ICG	151256
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39345	82/07/30	2	84/06/06	1	0	ICG	151257
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39413	82/07/30	2	84/06/06	1	0	ICG	151258
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39436	82/07/30	2	84/06/06	1	0	ICG	151259
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39425	82/07/30	2	84/06/06	1	0	ICG	151260
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39409	82/07/30	2	84/06/06	1	0	ICG	151261
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39421	82/07/30	2	84/06/06	1	0	ICG	151262
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39346	82/07/30	2	84/06/06	1	0	ICG	151263
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39403	82/07/30	2	84/06/06	1	0	ICG	151264
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39415	82/07/30	2	84/06/06	1	0	ICG	151265
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39410	82/07/30	2	84/06/06	1	0	ICG	151266

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1983-02	*										
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39399	82/07/30	2	84/06/06	1	0	ICG	151267
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39344	82/07/30	2	84/06/06	1	0	ICG	151268
N=31											
1993-00	≠	COV HOP-LO	LEASE POOL	15630	0/00/00	0	0/00/00	0	0	USLX	1228
		COV HOP-LO	LEASE POOL	15670	0/00/00	0	0/00/00	0	0	USLX	1269
		COV HOP-LO	LEASE POOL	15443	0/00/00	0	0/00/00	0	0	USLX	31096
		COV HOP-LO	LEASE POOL	15448	0/00/00	0	0/00/00	0	0	USLX	31101
		COV HOP-LO	LEASE POOL	15478	0/00/00	0	0/00/00	0	0	USLX	31134
		COV HOP-LO	LEASE POOL	15495	0/00/00	0	0/00/00	0	0	USLX	31151
		COV HOP-LO	LEASE POOL	15502	0/00/00	0	0/00/00	0	0	USLX	31158
		COV HOP-LO	LEASE POOL	15599	0/00/00	0	0/00/00	0	0	USLX	131042
N=8											
2008-05	*	TANK-210CI	CONTINENTAL GRAIN COMPANY	39524	84/10/04	5	84/10/04	0	1	USLX	21828
		TANK-210CI	CONTINENTAL GRAIN COMPANY	39528	84/10/04	5	84/10/04	0	1	USLX	21832
		TANK-210CI	CONTINENTAL GRAIN COMPANY	39529	84/10/04	5	84/10/04	0	1	USLX	21833
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41077	84/10/04	5	84/10/04	0	1	USLX	22011
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41088	84/10/04	5	84/10/04	0	1	USLX	22022
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41090	84/10/04	5	84/10/04	0	1	USLX	22024
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41102	84/10/04	5	84/10/04	0	1	USLX	22093
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41106	84/10/04	5	84/10/04	0	1	USLX	22097
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41120	84/10/04	5	84/10/04	0	1	USLX	22111
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41121	84/10/04	5	84/10/04	0	1	USLX	22112
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41125	84/10/04	5	84/10/04	0	1	USLX	22116
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41130	84/10/04	5	84/10/04	0	1	USLX	22121
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41152	84/10/04	5	84/10/04	0	1	USLX	22143
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41153	84/10/04	5	84/10/04	0	1	USLX	22144
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41160	84/10/04	5	84/10/04	0	1	USLX	22151
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41173	84/10/04	5	84/10/04	0	1	USLX	22164
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41188	84/10/04	5	84/10/04	0	1	USLX	22179
		TANK-210CI	CONTINENTAL GRAIN COMPANY	41192	84/10/04	5	84/10/04	0	1	USLX	22183
N=18											

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2042-01	≑	BOX-XM	LEASE POOL	40256	0/00/00	0	0/00/00	0	0	USLX	7007
		BOX-XM	LEASE POOL	40269	0/00/00	0	0/00/00	0	0	USLX	7008
		BOX-XM	LEASE POOL	40275	0/00/00	0	0/00/00	0	0	USLX	7009
N=3											
2058-02	*	COV HOP-LO	CARGILL INC	23864	83/12/14	2	84/10/01	0	4	USLX	4804
		COV HOP-LO	CARGILL INC	24172	83/12/14	2	84/10/01	0	4	USLX	7520
		COV HOP-LO	CARGILL INC	38635	83/12/14	2	84/10/01	0	4	USLX	18318
		COV HOP-LO	CARGILL INC	38534	83/12/14	2	84/10/01	0	4	USLX	18321
		COV HOP-LO	CARGILL INC	38483	83/12/14	2	84/10/01	0	4	USLX	27330
		COV HOP-LO	CARGILL INC	38523	83/12/14	2	84/10/01	0	4	USLX	27331
N=6											
2058-03	*	COV HOP-LO	CARGILL INC	13297	83/12/14	3	84/10/01	0	4	USEX	341
		COV HOP-LO	CARGILL INC	13295	83/12/14	3	84/10/01	0	4	USEX	343
N=2											
2067-01	≑	TANK-210CI	LEASE POOL	38447	0/00/00	0	0/00/00	0	0	ERLX	138
N=1											
2067-03	*	TANK-210CI	BUNGE CORPORATION	39523	84/03/01	3	84/09/17	0	1	USLX	21827
		TANK-210CI	BUNGE CORPORATION	39535	84/03/01	3	84/09/17	0	1	USLX	21839
N=2											
2084-01	*	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40649	84/09/01	1	84/09/01	1	0	NACR	100108
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40650	84/09/01	1	84/09/01	1	0	NACR	100109
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40662	84/09/01	1	84/09/01	1	0	NACR	100121
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40663	84/09/01	1	84/09/01	1	0	NACR	100122
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40667	84/09/01	1	84/09/01	1	0	NACR	100126
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40669	84/09/01	1	84/09/01	1	0	NACR	100128
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40675	84/09/01	1	84/09/01	1	0	NACR	100134
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40676	84/09/01	1	84/09/01	1	0	NACR	100135
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40679	84/09/01	1	84/09/01	1	0	NACR	100138
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40680	84/09/01	1	84/09/01	1	0	NACR	100139
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40681	84/09/01	1	84/09/01	1	0	NACR	100140
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40684	84/09/01	1	84/09/01	1	0	NACR	100143
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40687	84/09/01	1	84/09/01	1	0	NACR	100146
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40688	84/09/01	1	84/09/01	1	0	NACR	100147
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40689	84/09/01	1	84/09/01	1	0	NACR	100148
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40693	84/09/01	1	84/09/01	1	0	NACR	100152

EXHIBIT A - COLLATERAL ADDITIONS
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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2084-01	*	GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40694	84/09/01	1	84/09/01	1	0	NACR	100153
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40696	84/09/01	1	84/09/01	1	0	NACR	100155
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40697	84/09/01	1	84/09/01	1	0	NACR	100156
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40698	84/09/01	1	84/09/01	1	0	NACR	100157
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40894	84/09/01	1	84/09/01	1	0	NACR	100159
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40895	84/09/01	1	84/09/01	1	0	NACR	100160
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40896	84/09/01	1	84/09/01	1	0	NACR	100161
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40899	84/09/01	1	84/09/01	1	0	NACR	100164
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40930	84/09/01	1	84/09/01	1	0	NACR	100194
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40931	84/09/01	1	84/09/01	1	0	NACR	100195
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40932	84/09/01	1	84/09/01	1	0	NACR	100196
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40941	84/09/01	1	84/09/01	1	0	NACR	100205
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40945	84/09/01	1	84/09/01	1	0	NACR	100209
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40946	84/09/01	1	84/09/01	1	0	NACR	100210
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40953	84/09/01	1	84/09/01	1	0	NACR	100217
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40954	84/09/01	1	84/09/01	1	0	NACR	100218
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40955	84/09/01	1	84/09/01	1	0	NACR	100219
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40956	84/09/01	1	84/09/01	1	0	NACR	100220
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40967	84/09/01	1	84/09/01	1	0	NACR	100231
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40980	84/09/01	1	84/09/01	1	0	NACR	100244
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40981	84/09/01	1	84/09/01	1	0	NACR	100245
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40987	84/09/01	1	84/09/01	1	0	NACR	100251
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	40991	84/09/01	1	84/09/01	1	0	NACR	100255
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41000	84/09/01	1	84/09/01	1	0	NACR	100264
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41001	84/09/01	1	84/09/01	1	0	NACR	100265
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41002	84/09/01	1	84/09/01	1	0	NACR	100266
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41003	84/09/01	1	84/09/01	1	0	NACR	100267
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41004	84/09/01	1	84/09/01	1	0	NACR	100268
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41005	84/09/01	1	84/09/01	1	0	NACR	100269
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41017	84/09/01	1	84/09/01	1	0	NACR	100281
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41024	84/09/01	1	84/09/01	1	0	NACR	100288
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41025	84/09/01	1	84/09/01	1	0	NACR	100289
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41030	84/09/01	1	84/09/01	1	0	NACR	100294
		GONDOLA-GB	SOUTHERN PACIFIC TRANSPORTATION CO	41032	84/09/01	1	84/09/01	1	0	NACR	100296
N=50											
2088-01	*										
		COV HOP-LO	CANADIAN PACIFIC LTD	15615	84/08/01	1	84/08/01	1	0	USLX	1213
		COV HOP-LO	CANADIAN PACIFIC LTD	15587	84/08/01	1	84/08/01	1	0	USLX	439776
		COV HOP-LO	CANADIAN PACIFIC LTD	15608	84/08/01	1	84/08/01	1	0	USLX	439794
N=3											

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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2093-01	*	COV HOP-LO	IOWA INTERSTATE RAILROAD CO	20309	84/09/17	1	84/09/17	5	3	IAIS	101
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	20308	84/09/17	1	84/09/17	5	3	IAIS	102
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	20307	84/09/17	1	84/09/17	5	3	IAIS	103
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	20304	84/09/17	1	84/09/17	5	3	IAIS	105
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	20305	84/09/17	1	84/09/17	5	3	IAIS	106
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	25391	84/09/17	1	84/09/17	5	3	IAIS	148
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	25390	84/09/17	1	84/09/17	5	3	IAIS	149
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	25388	84/09/17	1	84/09/17	5	3	IAIS	150
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	25386	84/09/17	1	84/09/17	5	3	IAIS	152
		COV HOP-LO	IOWA INTERSTATE RAILROAD CO	25385	84/09/17	1	84/09/17	5	3	IAIS	153
N=10											
2096-01	*	COV HOP-LO	PANTHER VALLEY RAILROAD COMPANY	38532	84/10/05	1	84/10/05	1	0	USLX	18320
N=1											
2097-01	*										
		COV HOP-LO	TONOLLI CORPORATION	42075	84/10/03	1	84/10/03	1	0	ERLX	6125
		COV HOP-LO	TONOLLI CORPORATION	41775	84/10/03	1	84/10/03	1	0	ERLX	6142
N=2											
2099-01	*	COV HOP-LO	NITTANY & BALD EAGLE RAILROAD	16188	84/10/30	1	84/10/30	0	1	USLX	950
		COV HOP-LO	NITTANY & BALD EAGLE RAILROAD	16194	84/10/30	1	84/10/30	0	1	USLX	956
N=2											
1984-01		TANK-210CI	CONTINENTAL FOREST INDUSTRIES	37329	82/05/27	1	82/05/27	2	0	ERLX	111
		TANK-210CI	CONTINENTAL FOREST INDUSTRIES	37330	82/05/27	1	82/05/27	2	0	ERLX	112
		TANK-210CI	CONTINENTAL FOREST INDUSTRIES	37334	82/05/27	1	82/05/27	2	0	ERLX	116
N=3											

TOTAL ADDITIONS = 295

EXHIBIT B - COLLATERAL DELETIONS
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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
570-01	*	HOPPER-HT	LEASE POOL	13912	0/00/00	0	0/00/00	0	0	GPIX	10003
		HOPPER-HT	LEASE POOL	13914	0/00/00	0	0/00/00	0	0	GPIX	10016
		HOPPER-HT	LEASE POOL	13918	0/00/00	0	0/00/00	0	0	GPIX	10028
		HOPPER-HT	LEASE POOL	13921	0/00/00	0	0/00/00	0	0	GPIX	10045
		HOPPER-HT	LEASE POOL	13929	0/00/00	0	0/00/00	0	0	GPIX	10119
		HOPPER-HT	LEASE POOL	13940	0/00/00	0	0/00/00	0	0	GPIX	10174
		HOPPER-HT	LEASE POOL	13945	0/00/00	0	0/00/00	0	0	GPIX	10226
		HOPPER-HT	LEASE POOL	13949	0/00/00	0	0/00/00	0	0	GPIX	10236
		HOPPER-HT	LEASE POOL	13961	0/00/00	0	0/00/00	0	0	GPIX	10307
		HOPPER-HT	LEASE POOL	13971	0/00/00	0	0/00/00	0	0	GPIX	10343
		HOPPER-HT	LEASE POOL	13972	0/00/00	0	0/00/00	0	0	GPIX	10359
		HOPPER-HT	LEASE POOL	13974	0/00/00	0	0/00/00	0	0	GPIX	10365
		HOPPER-HT	LEASE POOL	13999	0/00/00	0	0/00/00	0	0	GPIX	10524
N=13											
1098-01	*	GONDOLA-GT	PEABODY COAL CO	15904	71/09/15	1	71/09/15	12	10	USEX	40000
		GONDOLA-GT	PEABODY COAL CO	15903	71/09/15	1	71/09/15	12	10	USEX	40001
		GONDOLA-GT	PEABODY COAL CO	15902	71/09/15	1	71/09/15	12	10	USEX	40002
		GONDOLA-GT	PEABODY COAL CO	15925	71/09/15	1	71/09/15	12	10	USEX	40005
		GONDOLA-GT	PEABODY COAL CO	15929	71/09/15	1	71/09/15	12	10	USEX	40006
		GONDOLA-GT	PEABODY COAL CO	15928	71/09/15	1	71/09/15	12	10	USEX	40007
		GONDOLA-GT	PEABODY COAL CO	15927	71/09/15	1	71/09/15	12	10	USEX	40008
		GONDOLA-GT	PEABODY COAL CO	15926	71/09/15	1	71/09/15	12	10	USEX	40009
		GONDOLA-GT	PEABODY COAL CO	15945	71/09/15	1	71/09/15	12	10	USEX	40010
		GONDOLA-GT	PEABODY COAL CO	15943	71/09/15	1	71/09/15	12	10	USEX	40012
		GONDOLA-GT	PEABODY COAL CO	15942	71/09/15	1	71/09/15	12	10	USEX	40013
		GONDOLA-GT	PEABODY COAL CO	15941	71/09/15	1	71/09/15	12	10	USEX	40014
		GONDOLA-GT	PEABODY COAL CO	15940	71/09/15	1	71/09/15	12	10	USEX	40015
		GONDOLA-GT	PEABODY COAL CO	15939	71/09/15	1	71/09/15	12	10	USEX	40016
		GONDOLA-GT	PEABODY COAL CO	15938	71/09/15	1	71/09/15	12	10	USEX	40017
		GONDOLA-GT	PEABODY COAL CO	15933	71/09/15	1	71/09/15	12	10	USEX	40018
		GONDOLA-GT	PEABODY COAL CO	15932	71/09/15	1	71/09/15	12	10	USEX	40019
		GONDOLA-GT	PEABODY COAL CO	15937	71/09/15	1	71/09/15	12	10	USEX	40022
		GONDOLA-GT	PEABODY COAL CO	15936	71/09/15	1	71/09/15	12	10	USEX	40023

EXHIBIT B - COLLATERAL DELETIONS
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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-01	*	GONDOLA-GT	PEABODY COAL CO	15949	71/09/15	1	71/09/15	12	10	USEX	40024
		GONDOLA-GT	PEABODY COAL CO	15947	71/09/15	1	71/09/15	12	10	USEX	40026
		GONDOLA-GT	PEABODY COAL CO	15953	71/09/15	1	71/09/15	12	10	USEX	40027
		GONDOLA-GT	PEABODY COAL CO	15952	71/09/15	1	71/09/15	12	10	USEX	40028
		GONDOLA-GT	PEABODY COAL CO	15955	71/09/15	1	71/09/15	12	10	USEX	40029
		GONDOLA-GT	PEABODY COAL CO	15951	71/09/15	1	71/09/15	12	10	USEX	40031
		GONDOLA-GT	PEABODY COAL CO	15950	71/09/15	1	71/09/15	12	10	USEX	40032
		GONDOLA-GT	PEABODY COAL CO	15935	71/09/15	1	71/09/15	12	10	USEX	40034
		GONDOLA-GT	PEABODY COAL CO	15934	71/09/15	1	71/09/15	12	10	USEX	40035
		GONDOLA-GT	PEABODY COAL CO	15930	71/09/15	1	71/09/15	12	10	USEX	40036
		GONDOLA-GT	PEABODY COAL CO	15923	71/09/15	1	71/09/15	12	10	USEX	40037
		GONDOLA-GT	PEABODY COAL CO	15922	71/09/15	1	71/09/15	12	10	USEX	40039
		GONDOLA-GT	PEABODY COAL CO	15921	71/09/15	1	71/09/15	12	10	USEX	40040
		GONDOLA-GT	PEABODY COAL CO	15914	71/09/15	1	71/09/15	12	10	USEX	40041
		GONDOLA-GT	PEABODY COAL CO	15905	71/09/15	1	71/09/15	12	10	USEX	40042
		GONDOLA-GT	PEABODY COAL CO	15901	71/09/15	1	71/09/15	12	10	USEX	40043
		GONDOLA-GT	PEABODY COAL CO	15896	71/09/15	1	71/09/15	12	10	USEX	40045
		GONDOLA-GT	PEABODY COAL CO	15894	71/09/15	1	71/09/15	12	10	USEX	40046
		GONDOLA-GT	PEABODY COAL CO	15893	71/09/15	1	71/09/15	12	10	USEX	40047
		GONDOLA-GT	PEABODY COAL CO	15892	71/09/15	1	71/09/15	12	10	USEX	40048
		GONDOLA-GT	PEABODY COAL CO	15888	71/09/15	1	71/09/15	12	10	USEX	40049
		GONDOLA-GT	PEABODY COAL CO	15887	71/09/15	1	71/09/15	12	10	USEX	40050
		GONDOLA-GT	PEABODY COAL CO	15886	71/09/15	1	71/09/15	12	10	USEX	40051
		GONDOLA-GT	PEABODY COAL CO	15829	71/09/15	1	71/09/15	12	10	USEX	40052
		GONDOLA-GT	PEABODY COAL CO	15815	71/09/15	1	71/09/15	12	10	USEX	40053
		GONDOLA-GT	PEABODY COAL CO	15816	71/09/15	1	71/09/15	12	10	USEX	40054
		GONDOLA-GT	PEABODY COAL CO	15817	71/09/15	1	71/09/15	12	10	USEX	40055
		GONDOLA-GT	PEABODY COAL CO	15818	71/09/15	1	71/09/15	12	10	USEX	40056
		GONDOLA-GT	PEABODY COAL CO	15819	71/09/15	1	71/09/15	12	10	USEX	40057
		GONDOLA-GT	PEABODY COAL CO	15820	71/09/15	1	71/09/15	12	10	USEX	40058
		GONDOLA-GT	PEABODY COAL CO	15822	71/09/15	1	71/09/15	12	10	USEX	40061
		GONDOLA-GT	PEABODY COAL CO	15823	71/09/15	1	71/09/15	12	10	USEX	40062
		GONDOLA-GT	PEABODY COAL CO	15825	71/09/15	1	71/09/15	12	10	USEX	40064
		GONDOLA-GT	PEABODY COAL CO	15826	71/09/15	1	71/09/15	12	10	USEX	40065
		GONDOLA-GT	PEABODY COAL CO	15827	71/09/15	1	71/09/15	12	10	USEX	40066
		GONDOLA-GT	PEABODY COAL CO	15828	71/09/15	1	71/09/15	12	10	USEX	40067
		GONDOLA-GT	PEABODY COAL CO	16552	71/09/15	1	71/09/15	12	10	USEX	40068
		GONDOLA-GT	PEABODY COAL CO	15830	71/09/15	1	71/09/15	12	10	USEX	40069
		GONDOLA-GT	PEABODY COAL CO	15831	71/09/15	1	71/09/15	12	10	USEX	40070
		GONDOLA-GT	PEABODY COAL CO	15833	71/09/15	1	71/09/15	12	10	USEX	40072
		GONDOLA-GT	PEABODY COAL CO	15835	71/09/15	1	71/09/15	12	10	USEX	40074
		GONDOLA-GT	PEABODY COAL CO	15837	71/09/15	1	71/09/15	12	10	USEX	40076
		GONDOLA-GT	PEABODY COAL CO	15838	71/09/15	1	71/09/15	12	10	USEX	40077
		GONDOLA-GT	PEABODY COAL CO	15839	71/09/15	1	71/09/15	12	10	USEX	40080
		GONDOLA-GT	PEABODY COAL CO	15840	71/09/15	1	71/09/15	12	10	USEX	40081
		GONDOLA-GT	PEABODY COAL CO	15841	71/09/15	1	71/09/15	12	10	USEX	40082
		GONDOLA-GT	PEABODY COAL CO	15842	71/09/15	1	71/09/15	12	10	USEX	40084
		GONDOLA-GT	PEABODY COAL CO	15843	71/09/15	1	71/09/15	12	10	USEX	40085
		GONDOLA-GT	PEABODY COAL CO	15844	71/09/15	1	71/09/15	12	10	USEX	40086
		GONDOLA-GT	PEABODY COAL CO	15845	71/09/15	1	71/09/15	12	10	USEX	40087
		GONDOLA-GT	PEABODY COAL CO	15846	71/09/15	1	71/09/15	12	10	USEX	40089
		GONDOLA-GT	PEABODY COAL CO	15847	71/09/15	1	71/09/15	12	10	USEX	40090
		GONDOLA-GT	PEABODY COAL CO	15848	71/09/15	1	71/09/15	12	10	USEX	40092

EXHIBIT B — COLLATERAL DELETIONS
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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-01	*	GONDOLA-GT	PEABODY COAL CO	15849	71/09/15	1	71/09/15	12	10	USEX	40093
		GONDOLA-GT	PEABODY COAL CO	15850	71/09/15	1	71/09/15	12	10	USEX	40095
		GONDOLA-GT	PEABODY COAL CO	15851	71/09/15	1	71/09/15	12	10	USEX	40096
		GONDOLA-GT	PEABODY COAL CO	15852	71/09/15	1	71/09/15	12	10	USEX	40097
		GONDOLA-GT	PEABODY COAL CO	15853	71/09/15	1	71/09/15	12	10	USEX	40098
		GONDOLA-GT	PEABODY COAL CO	15854	71/09/15	1	71/09/15	12	10	USEX	40099
		GONDOLA-GT	PEABODY COAL CO	15855	71/09/15	1	71/09/15	12	10	USEX	40100
		GONDOLA-GT	PEABODY COAL CO	15856	71/09/15	1	71/09/15	12	10	USEX	40101
		GONDOLA-GT	PEABODY COAL CO	15857	71/09/15	1	71/09/15	12	10	USEX	40102
		GONDOLA-GT	PEABODY COAL CO	1585R	71/09/15	1	71/09/15	12	10	USEX	40103
		GONDOLA-GT	PEABODY COAL CO	15859	71/09/15	1	71/09/15	12	10	USEX	40104
		GONDOLA-GT	PEABODY COAL CO	15860	71/09/15	1	71/09/15	12	10	USEX	40105
		GONDOLA-GT	PEABODY COAL CO	15861	71/09/15	1	71/09/15	12	10	USEX	40106
		GONDOLA-GT	PEABODY COAL CO	15862	71/09/15	1	71/09/15	12	10	USEX	40107
		GONDOLA-GT	PEABODY COAL CO	15863	71/09/15	1	71/09/15	12	10	USEX	40108
		GONDOLA-GT	PEABODY COAL CO	15866	71/09/15	1	71/09/15	12	10	USEX	40111
		GONDOLA-GT	PEABODY COAL CO	15867	71/09/15	1	71/09/15	12	10	USEX	40112
		GONDOLA-GT	PEABODY COAL CO	15870	71/09/15	1	71/09/15	12	10	USEX	40116
		GONDOLA-GT	PEABODY COAL CO	15871	71/09/15	1	71/09/15	12	10	USEX	40117
		GONDOLA-GT	PEABODY COAL CO	15872	71/09/15	1	71/09/15	12	10	USEX	40118
		GONDOLA-GT	PEABODY COAL CO	15873	71/09/15	1	71/09/15	12	10	USEX	40119
		GONDOLA-GT	PEABODY COAL CO	15874	71/09/15	1	71/09/15	12	10	USEX	40120
		GONDOLA-GT	PEABODY COAL CO	15875	71/09/15	1	71/09/15	12	10	USEX	40122
		GONDOLA-GT	PEABODY COAL CO	15876	71/09/15	1	71/09/15	12	10	USEX	40123
		GONDOLA-GT	PEABODY COAL CO	15878	71/09/15	1	71/09/15	12	10	USEX	40125
		GONDOLA-GT	PEABODY COAL CO	15879	71/09/15	1	71/09/15	12	10	USEX	40126
		GONDOLA-GT	PEABODY COAL CO	15880	71/09/15	1	71/09/15	12	10	USEX	40128
		GONDOLA-GT	PEABODY COAL CO	15881	71/09/15	1	71/09/15	12	10	USEX	40129
		GONDOLA-GT	PEABODY COAL CO	15882	71/09/15	1	71/09/15	12	10	USEX	40130
		GONDOLA-GT	PEABODY COAL CO	15883	71/09/15	1	71/09/15	12	10	USEX	40131
		GONDOLA-GT	PEABODY COAL CO	15884	71/09/15	1	71/09/15	12	10	USEX	40132
		GONDOLA-GT	PEABODY COAL CO	15885	71/09/15	1	71/09/15	12	10	USEX	40133
N=104											
1098-02	*	GONDOLA-GT	PEABODY COAL CO	17445	71/09/15	1	71/09/15	12	9	USEX	40141
		GONDOLA-GT	PEABODY COAL CO	15890	71/09/15	1	71/09/15	12	9	USEX	40142
		GONDOLA-GT	PEABODY COAL CO	17443	71/09/15	1	71/09/15	12	9	USEX	40144
		GONDOLA-GT	PEABODY COAL CO	17442	71/09/15	1	71/09/15	12	9	USEX	40145
		GONDOLA-GT	PEABODY COAL CO	17440	71/09/15	1	71/09/15	12	9	USEX	40147
		GONDOLA-GT	PEABODY COAL CO	17438	71/09/15	1	71/09/15	12	9	USEX	40149
		GONDOLA-GT	PEABODY COAL CO	17436	71/09/15	1	71/09/15	12	9	USEX	40151
		GONDOLA-GT	PEABODY COAL CO	15900	71/09/15	1	71/09/15	12	9	USEX	40152
		GONDOLA-GT	PEABODY COAL CO	17435	71/09/15	1	71/09/15	12	9	USEX	40153
		GONDOLA-GT	PEABODY COAL CO	17450	71/09/15	1	71/09/15	12	9	USEX	40154
		GONDOLA-GT	PEABODY COAL CO	17449	71/09/15	1	71/09/15	12	9	USEX	40155
		GONDOLA-GT	PEABODY COAL CO	17448	71/09/15	1	71/09/15	12	9	USEX	40156
N=12											

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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-03	*	GONDOLA-GT	PEABODY COAL CO	15908	71/09/15	1	71/09/15	12	10	USEX	40044
		GONDOLA-GT	PEABODY COAL CO	15909	71/09/15	1	71/09/15	12	10	USEX	40060
		GONDOLA-GT	PEABODY COAL CO	15910	71/09/15	1	71/09/15	12	10	USEX	40078
		GONDOLA-GT	PEABODY COAL CO	15912	71/09/15	1	71/09/15	12	10	USEX	40083
		GONDOLA-GT	PEABODY COAL CO	15913	71/09/15	1	71/09/15	12	10	USEX	40088
		GONDOLA-GT	PEABODY COAL CO	15915	71/09/15	1	71/09/15	12	10	USEX	40094
		GONDOLA-GT	PEABODY COAL CO	15916	71/09/15	1	71/09/15	12	10	USEX	40114
		GONDOLA-GT	PEABODY COAL CO	15917	71/09/15	1	71/09/15	12	10	USEX	40121
		GONDOLA-GT	PEABODY COAL CO	15918	71/09/15	1	71/09/15	12	10	USEX	40127
N=9											
1542-16	≠	TANK-210CI	LEASE POOL	39524	0/00/00	0	0/00/00	0	0	USLX	21828
		TANK-210CI	LEASE POOL	39528	0/00/00	0	0/00/00	0	0	USLX	21832
		TANK-210CI	LEASE POOL	39529	0/00/00	0	0/00/00	0	0	USLX	21833
		TANK-210CI	LEASE POOL	41077	0/00/00	0	0/00/00	0	0	USLX	22011
		TANK-210CI	LEASE POOL	41088	0/00/00	0	0/00/00	0	0	USLX	22022
		TANK-210CI	LEASE POOL	41090	0/00/00	0	0/00/00	0	0	USLX	22024
		TANK-210CI	LEASE POOL	41102	0/00/00	0	0/00/00	0	0	USLX	22093
		TANK-210CI	LEASE POOL	41106	0/00/00	0	0/00/00	0	0	USLX	22097
		TANK-210CI	LEASE POOL	41120	0/00/00	0	0/00/00	0	0	USLX	22111
		TANK-210CI	LEASE POOL	41121	0/00/00	0	0/00/00	0	0	USLX	22112
		TANK-210CI	LEASE POOL	41125	0/00/00	0	0/00/00	0	0	USLX	22116
		TANK-210CI	LEASE POOL	41130	0/00/00	0	0/00/00	0	0	USLX	22121
		TANK-210CI	LEASE POOL	41152	0/00/00	0	0/00/00	0	0	USLX	22143
		TANK-210CI	LEASE POOL	41153	0/00/00	0	0/00/00	0	0	USLX	22144
		TANK-210CI	LEASE POOL	41160	0/00/00	0	0/00/00	0	0	USLX	22151
		TANK-210CI	LEASE POOL	41173	0/00/00	0	0/00/00	0	0	USLX	22164
		TANK-210CI	LEASE POOL	41188	0/00/00	0	0/00/00	0	0	USLX	22179
		TANK-210CI	LEASE POOL	41192	0/00/00	0	0/00/00	0	0	USLX	22183
N=18											
1758-00	≠	COV HOP-LO	LEASE POOL	16188	0/00/00	0	0/00/00	0	0	USLX	950
		COV HOP-LO	LEASE POOL	16194	0/00/00	0	0/00/00	0	0	USLX	956
N=2											
1919-10	*	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40676	81/04/21	2	81/04/21	15	0	NACR	100135
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40679	81/04/21	2	81/04/21	15	0	NACR	100138
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40680	81/04/21	2	81/04/21	15	0	NACR	100139
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40681	81/04/21	2	81/04/21	15	0	NACR	100140
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40684	81/04/21	2	81/04/21	15	0	NACR	100143
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40687	81/04/21	2	81/04/21	15	0	NACR	100146
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40688	81/04/21	2	81/04/21	15	0	NACR	100147
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40689	81/04/21	2	81/04/21	15	0	NACR	100148
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40693	81/04/21	2	81/04/21	15	0	NACR	100152
		GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40694	81/04/21	2	81/04/21	15	0	NACR	100153

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LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1919-10	* GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40696	81/04/21	2	81/04/21	15	0	NACR	100155
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40697	81/04/21	2	81/04/21	15	0	NACR	100156
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40698	81/04/21	2	81/04/21	15	0	NACR	100157
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40894	81/04/21	2	81/04/21	15	0	NACR	100159
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40895	81/04/21	2	81/04/21	15	0	NACR	100160
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40896	81/04/21	2	81/04/21	15	0	NACR	100161
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40899	81/04/21	2	81/04/21	15	0	NACR	100164
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40930	81/04/21	2	81/04/21	15	0	NACR	100194
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40931	81/04/21	2	81/04/21	15	0	NACR	100195
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40932	81/04/21	2	81/04/21	15	0	NACR	100196
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40941	81/04/21	2	81/04/21	15	0	NACR	100205
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40945	81/04/21	2	81/04/21	15	0	NACR	100209
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40946	81/04/21	2	81/04/21	15	0	NACR	100210
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40953	81/04/21	2	81/04/21	15	0	NACR	100217
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40954	81/04/21	2	81/04/21	15	0	NACR	100218
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40955	81/04/21	2	81/04/21	15	0	NACR	100219
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40956	81/04/21	2	81/04/21	15	0	NACR	100220
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40967	81/04/21	2	81/04/21	15	0	NACR	100231
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40980	81/04/21	2	81/04/21	15	0	NACR	100244
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40981	81/04/21	2	81/04/21	15	0	NACR	100245
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40987	81/04/21	2	81/04/21	15	0	NACR	100251
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40991	81/04/21	2	81/04/21	15	0	NACR	100255
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41000	81/04/21	2	81/04/21	15	0	NACR	100264
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41001	81/04/21	2	81/04/21	15	0	NACR	100265
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41002	81/04/21	2	81/04/21	15	0	NACR	100266
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41003	81/04/21	2	81/04/21	15	0	NACR	100267
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41004	81/04/21	2	81/04/21	15	0	NACR	100268
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41005	81/04/21	2	81/04/21	15	0	NACR	100269
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41017	81/04/21	2	81/04/21	15	0	NACR	100281
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41024	81/04/21	2	81/04/21	15	0	NACR	100288
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41025	81/04/21	2	81/04/21	15	0	NACR	100289
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41030	81/04/21	2	81/04/21	15	0	NACR	100294
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	41032	81/04/21	2	81/04/21	15	0	NACR	100296
N=43										
1919-50	* GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40649	81/04/21	2	81/04/21	15	0	NACR	100108
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40650	81/04/21	2	81/04/21	15	0	NACR	100109
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40662	81/04/21	2	81/04/21	15	0	NACR	100121
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40663	81/04/21	2	81/04/21	15	0	NACR	100122
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40667	81/04/21	2	81/04/21	15	0	NACR	100126
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40669	81/04/21	2	81/04/21	15	0	NACR	100128
	GONDOLA-GB	NASHVILLE & ASHLAND CITY RR	40675	81/04/21	2	81/04/21	15	0	NACR	100134
N=7										
1959-02	÷ HOPPER-HT	LEASE POOL	41214	0/00/00	0	0/00/00	0	0	SECX	604
N=1										

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LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1973-00	* TANK-210CI	AIR PRODUCTS AND CHEMICALS INC	39543	79/05/03	3	82/04/06	1	8	USLX	21847
N=1										
1983-02	* BOX-XLI	ILLINOIS CENTRAL GULF RR	39431	82/07/30	2	84/06/06	1	0	LNAC	5950
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39409	82/07/30	2	84/06/06	1	0	SECX	5951
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39416	82/07/30	2	84/06/06	1	0	LNAC	5952
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39439	82/07/30	2	84/06/06	1	0	LNAC	5953
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39426	82/07/30	2	84/06/06	1	0	LNAC	5954
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39346	82/07/30	2	84/06/06	1	0	LNAC	5955
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39400	82/07/30	2	84/06/06	1	0	USLX	5956
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39407	82/07/30	2	84/06/06	1	0	LNAC	5957
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39443	82/07/30	2	84/06/06	1	0	LNAC	5958
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39399	82/07/30	2	84/06/06	1	0	LNAC	5959
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39358	82/07/30	2	84/06/06	1	0	LNAC	5960
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39415	82/07/30	2	84/06/06	1	0	LNAC	5961
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39359	82/07/30	2	84/06/06	1	0	LNAC	5962
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39403	82/07/30	2	84/06/06	1	0	LNAC	5963
	BOX-XLI	ILLINOIS CENTRAL GULF RR	39345	82/07/30	2	84/06/06	1	0	LNAC	5964

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LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1983-02	*										
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39372	82/07/30	2	84/06/06	1	0	LNAC	5965
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39405	82/07/30	2	84/06/06	1	0	LNAC	5966
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39429	82/07/30	2	84/06/06	1	0	LNAC	5967
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39419	82/07/30	2	84/06/06	1	0	LNAC	5968
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39425	82/07/30	2	84/06/06	1	0	LNAC	5969
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39417	82/07/30	2	84/06/06	1	0	LNAC	5970
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39349	82/07/30	2	84/06/06	1	0	LNAC	5971
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39440	82/07/30	2	84/06/06	1	0	LNAC	5972
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39436	82/07/30	2	84/06/06	1	0	LNAC	5973
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39430	82/07/30	2	84/06/06	1	0	LNAC	5974
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39411	82/07/30	2	84/06/06	1	0	LNAC	5975
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39382	82/07/30	2	84/06/06	1	0	LNAC	5976
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39410	82/07/30	2	84/06/06	1	0	LNAC	5977
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39421	82/07/30	2	84/06/06	1	0	LNAC	5978
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39413	82/07/30	2	84/06/06	1	0	LNAC	5979
		BOX-XLI	ILLINOIS CENTRAL GULF RR	39344	82/07/30	2	84/06/06	1	0	LNAC	5980

N= 31

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LOT NUMBER	* ≠	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1993-00	*										
		COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15615	82/08/10	1	82/08/10	0	1	USLX	1213
		COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15630	82/08/10	1	82/08/10	0	1	USLX	1228
		COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15670	82/08/10	1	82/08/10	0	1	USLX	1269
		COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15443	82/08/10	1	82/08/10	0	1	USLX	31096
		COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15448	82/08/10	1	82/08/10	0	1	USLX	31101
		COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15478	82/08/10	1	82/08/10	0	1	USLX	31134
		COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15495	82/08/10	1	82/08/10	0	1	USLX	31151
		COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15502	82/08/10	1	82/08/10	0	1	USLX	31158
		COV HOP-LO	CADILLAC & LAKE CITY RAILWAY	15599	82/08/10	1	82/08/10	0	1	USLX	131042
N= 9											
2042-01	≠	BOX-XM	LEASE POOL	40256	0/00/00	0	0/00/00	0	0	VC	1115
		BOX-XM	LEASE POOL	40269	0/00/00	0	0/00/00	0	0	VC	1128
		BOX-XM	LEASE POOL	40275	0/00/00	0	0/00/00	0	0	VC	1134
N= 3											
2060-05	≠	COV HOP-LO	LEASE POOL	38532	0/00/00	0	0/00/00	0	0	USLX	18320
N=1											
2060-31	*	COV HOP-LO	CANADIAN NATIONAL RAILWAY	23864	83/12/21	31	83/12/21	0	7	USLX	4804
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	24172	83/12/21	31	83/12/21	0	7	USLX	7520
N=2											
2060-32	*	COV HOP-LO	CANADIAN NATIONAL RAILWAY	15587	83/12/21	32	83/12/21	0	7	USLX	439776
		COV HOP-LO	CANADIAN NATIONAL RAILWAY	15608	83/12/21	32	83/12/21	0	7	USLX	439794
N=2											

EXHIBIT B - COLLATERAL DELETIONS
NOVEMBER 30, 1984

LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2060-33	* COV HOP-LO	CANADIAN NATIONAL RAILWAY	20309	83/12/21	33	83/12/21	0	7	USLX	5900
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	20308	83/12/21	33	83/12/21	0	7	USLX	5901
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	20307	83/12/21	33	83/12/21	0	7	USLX	5902
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	20304	83/12/21	33	83/12/21	0	7	USLX	5905
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	20305	83/12/21	33	83/12/21	0	7	USLX	5906
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	25391	83/12/21	33	83/12/21	0	7	USLX	7810
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	25390	83/12/21	33	83/12/21	0	7	USLX	7811
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	25388	83/12/21	33	83/12/21	0	7	USLX	7813
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	25386	83/12/21	33	83/12/21	0	7	USLX	7815
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	25385	83/12/21	33	83/12/21	0	7	USLX	7816
N=10										
2060-34	* COV HOP-LO	CANADIAN NATIONAL RAILWAY	13297	83/12/21	34	83/12/21	0	7	USEX	341
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	13295	83/12/21	34	83/12/21	0	7	USEX	343
N=2										
2060-35	* COV HOP-LO	CANADIAN NATIONAL RAILWAY	38635	83/12/21	35	83/12/21	0	7	USLX	18318
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	38534	83/12/21	35	83/12/21	0	7	USLX	18321
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	38483	83/12/21	35	83/12/21	0	7	USLX	27330
	COV HOP-LO	CANADIAN NATIONAL RAILWAY	38523	83/12/21	35	83/12/21	0	7	USLX	27331
N=4										
2067-01	* TANK-210CI	BUNGE CORPORATION	38447	84/03/01	1	84/03/01	0	1	ERLX	138
N=1										
2067-01	≠ TANK-210CI	LEASE POOL	39523	0/00/00	0	0/00/00	0	0	USLX	21827
	TANK-210CI	LEASE POOL	39535	0/00/00	0	0/00/00	0	0	USLX	21839
N=2										
2071-01	* COV HOP-LO	KALEX CHEMICAL PRODUCTS INC	42075	84/04/13	1	84/04/13	0	6	ERLX	6125
N=1										
2071-02	* COV HOP-LO	KALEX CHEMICAL PRODUCTS INC	41775	84/04/13	1	84/05/02	0	1	ERLX	6142
N=1										

EXHIBIT B - COLLATERAL DELETIONS
NOVEMBER 30, 1984

LOT NUMBER	* CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2076-01	* HOPPER-HT	LEASE POOL	41325	0/00/00	0	0/00/00	0	0	USLX	45500
	HOPPER-HT	LEASE POOL	41343	0/00/00	0	0/00/00	0	0	USLX	45501
	HOPPER-HT	LEASE POOL	41280	0/00/00	0	0/00/00	0	0	USLX	45503
	HOPPER-HT	LEASE POOL	41278	0/00/00	0	0/00/00	0	0	USLX	45504
	HOPPER-HT	LEASE POOL	41493	0/00/00	0	0/00/00	0	0	USLX	45505
	HOPPER-HT	LEASE POOL	41331	0/00/00	0	0/00/00	0	0	USLX	45506
	HOPPER-HT	LEASE POOL	41257	0/00/00	0	0/00/00	0	0	USLX	45507
	HOPPER-HT	LEASE POOL	41279	0/00/00	0	0/00/00	0	0	USLX	45508
	HOPPER-HT	LEASE POOL	41453	0/00/00	0	0/00/00	0	0	USLX	45509
	HOPPER-HT	LEASE POOL	41429	0/00/00	0	0/00/00	0	0	USLX	45510
	HOPPER-HT	LEASE POOL	41459	0/00/00	0	0/00/00	0	0	USLX	45511
	HOPPER-HT	LEASE POOL	41258	0/00/00	0	0/00/00	0	0	USLX	45512
	HOPPER-HT	LEASE POOL	41441	0/00/00	0	0/00/00	0	0	USLX	45513
N=13										
1984-01	TANK-210CI	LEASE POOL	37329	0/00/00	0	0/00/00	0	0	ERLX	111
	TANK-210CI	LEASE POOL	37330	0/00/00	0	0/00/00	0	0	ERLX	112
	TANK-210CI	LEASE POOL	37334	0/00/00	0	0/00/00	0	0	ERLX	116
N=3										

TOTAL DELETIONS = 295