AN AFFILIATE OF
EVANS
PRODUCTS COMPANY

EVANS RAILCAR LEASING COMPANY

Executive Offices
The East Tower, Suite 900 • 2550 Golf Road • Rolling Meadows, IL 60008 • 312/640-7000

14059-MM

No. 5-143A037
Date MAY 23 1985
Fee $ 10.00
ICC Washington, D. C.

RECORDATION NO. 14059 Filed 1425
MAY 23 1985 -2 00 PM
INTERSTATE COMMERCE COMMISSION

May 1, 1985

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 May 1, 1985. 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.

C. T. Kapsalis

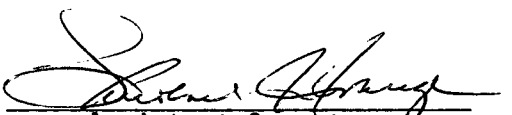
A description of the equipment being added to the Security Agreement is attached hereto as Exhibit A and a description of the equipment being deleted from the Security Agreement is attached hereto as Exhibit B.

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. Gerald E. Beatty, Rosenthal and Schanfield, 55 East Monroe Street, Suite 4620, Chicago, Illinois 60603.

Very truly yours,

EVANS RAILCAR LEASING COMPANY



Assistant Secretary

Enclosures

LOT NUMBER	*	CAR TYPE***	LESSEE NAME **	INTERNAL I. D. NUMBER*	MASTER LEASE DATE **	SCHEDULE NUMBER **	SCHEDULE DATE **	TERM YEAR **	TERM MONTH **	PREFIX **	CAR NUMBER**

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).

E X H I B I T A
COLLATERAL ADDITIONS
APRIL 30, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
993-50	*	HOPPER-HT	SEABOARD SYSTEM RAILROADS	12931	70/07/15	1	70/07/15	10	0	WA	24315
		HOPPER-HT	SEABOARD SYSTEM RAILROADS	12933	70/07/15	1	70/07/15	10	0	WA	24317
N=2											
1216-50	*	FLAT-LP	ST REGIS PAPER CO	8448	73/05/02	1	73/05/02	11	0	USEX	4000
		FLAT-LP	ST REGIS PAPER CO	8447	73/05/02	1	73/05/02	11	0	USEX	4001
		FLAT-LP	ST REGIS PAPER CO	8446	73/05/02	1	73/05/02	11	0	USEX	4002
		FLAT-LP	ST REGIS PAPER CO	8443	73/05/02	1	73/05/02	11	0	USEX	4003
		FLAT-LP	ST REGIS PAPER CO	8454	73/05/02	1	73/05/02	11	0	USEX	4006
		FLAT-LP	ST REGIS PAPER CO	8453	73/05/02	1	73/05/02	11	0	USEX	4007
		FLAT-LP	ST REGIS PAPER CO	8442	73/05/02	1	73/05/02	11	0	USEX	4009
		FLAT-LP	ST REGIS PAPER CO	8439	73/05/02	1	73/05/02	11	0	USEX	4011
		FLAT-LP	ST REGIS PAPER CO	8438	73/05/02	1	73/05/02	11	0	USEX	4012
		FLAT-LP	ST REGIS PAPER CO	8437	73/05/02	1	73/05/02	11	0	USEX	4013
		FLAT-LP	ST REGIS PAPER CO	8429	73/05/02	1	73/05/02	11	0	USEX	4015
		FLAT-LP	ST REGIS PAPER CO	8430	73/05/02	1	73/05/02	11	0	USEX	4016
		FLAT-LP	ST REGIS PAPER CO	8431	73/05/02	1	73/05/02	11	0	USEX	4017
		FLAT-LP	ST REGIS PAPER CO	8432	73/05/02	1	73/05/02	11	0	USEX	4018
		FLAT-LP	ST REGIS PAPER CO	8433	73/05/02	1	73/05/02	11	0	USEX	4019
N=15											
1241-50	*	COV HOP-LO	AMERICAN COLLOID COMPANY	11555	73/07/25	1	73/07/25	10	0	LOVX	2850
		COV HOP-LO	AMERICAN COLLOID COMPANY	11554	73/07/25	1	73/07/25	10	0	LOVX	2851
		COV HOP-LO	AMERICAN COLLOID COMPANY	11553	73/07/25	1	73/07/25	10	0	LOVX	2852
		COV HOP-LO	AMERICAN COLLOID COMPANY	11552	73/07/25	1	73/07/25	10	0	LOVX	2853
		COV HOP-LO	AMERICAN COLLOID COMPANY	11550	73/07/25	1	73/07/25	10	0	LOVX	2855
		COV HOP-LO	AMERICAN COLLOID COMPANY	11549	73/07/25	1	73/07/25	10	0	LOVX	2856
		COV HOP-LO	AMERICAN COLLOID COMPANY	11547	73/07/25	1	73/07/25	10	0	LOVX	2858
		COV HOP-LO	AMERICAN COLLOID COMPANY	11546	73/07/25	1	73/07/25	10	0	LOVX	2859
		COV HOP-LO	AMERICAN COLLOID COMPANY	11545	73/07/25	1	73/07/25	10	0	LOVX	2860
		COV HOP-LO	AMERICAN COLLOID COMPANY	11544	73/07/25	1	73/07/25	10	0	LOVX	2861
		COV HOP-LO	AMERICAN COLLOID COMPANY	11542	73/07/25	1	73/07/25	10	0	LOVX	2863
		COV HOP-LO	AMERICAN COLLOID COMPANY	11539	73/07/25	1	73/07/25	10	0	LOVX	2866
		COV HOP-LO	AMERICAN COLLOID COMPANY	11537	73/07/25	1	73/07/25	10	0	LOVX	2868
		COV HOP-LO	AMERICAN COLLOID COMPANY	11536	73/07/25	1	73/07/25	10	0	LOVX	2869
		COV HOP-LO	AMERICAN COLLOID COMPANY	11535	73/07/25	1	73/07/25	10	0	LOVX	2870
		COV HOP-LO	AMERICAN COLLOID COMPANY	11534	73/07/25	1	73/07/25	10	0	LOVX	2871
		COV HOP-LO	AMERICAN COLLOID COMPANY	11533	73/07/25	1	73/07/25	10	0	LOVX	2872
		COV HOP-LO	AMERICAN COLLOID COMPANY	11532	73/07/25	1	73/07/25	10	0	LOVX	2873
		COV HOP-LO	AMERICAN COLLOID COMPANY	11530	73/07/25	1	73/07/25	10	0	LOVX	2875
		COV HOP-LO	AMERICAN COLLOID COMPANY	11529	73/07/25	1	73/07/25	10	0	LOVX	2876
		COV HOP-LO	AMERICAN COLLOID COMPANY	11528	73/07/25	1	73/07/25	10	0	LOVX	2877
		COV HOP-LO	AMERICAN COLLOID COMPANY	11527	73/07/25	1	73/07/25	10	0	LOVX	2878
		COV HOP-LO	AMERICAN COLLOID COMPANY	11526	73/07/25	1	73/07/25	10	0	LOVX	2879
		COV HOP-LO	AMERICAN COLLOID COMPANY	11525	73/07/25	1	73/07/25	10	0	LOVX	2880

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COLLATERAL ADDITIONS
APRIL 30, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1241-50	*	COV HOP-LO	AMERICAN COLLOID COMPANY	11506	73/07/25	1	73/07/25	10	0	LOVX	2881
		COV HOP-LO	AMERICAN COLLOID COMPANY	11508	73/07/25	1	73/07/25	10	0	LOVX	2883
		COV HOP-LO	AMERICAN COLLOID COMPANY	11509	73/07/25	1	73/07/25	10	0	LOVX	2884
		COV HOP-LO	AMERICAN COLLOID COMPANY	11510	73/07/25	1	73/07/25	10	0	LOVX	2885
		COV HOP-LO	AMERICAN COLLOID COMPANY	11511	73/07/25	1	73/07/25	10	0	LOVX	2886
		COV HOP-LO	AMERICAN COLLOID COMPANY	11512	73/07/25	1	73/07/25	10	0	LOVX	2887
		COV HOP-LO	AMERICAN COLLOID COMPANY	11514	73/07/25	1	73/07/25	10	0	LOVX	2889
		COV HOP-LO	AMERICAN COLLOID COMPANY	11515	73/07/25	1	73/07/25	10	0	LOVX	2890
		COV HOP-LO	AMERICAN COLLOID COMPANY	11516	73/07/25	1	73/07/25	10	0	LOVX	2891
		COV HOP-LO	AMERICAN COLLOID COMPANY	11517	73/07/25	1	73/07/25	10	0	LOVX	2892
		COV HOP-LO	AMERICAN COLLOID COMPANY	11519	73/07/25	1	73/07/25	10	0	LOVX	2894
		COV HOP-LO	AMERICAN COLLOID COMPANY	11520	73/07/25	1	73/07/25	10	0	LOVX	2895
		COV HOP-LO	AMERICAN COLLOID COMPANY	11521	73/07/25	1	73/07/25	10	0	LOVX	2896
		COV HOP-LO	AMERICAN COLLOID COMPANY	11522	73/07/25	1	73/07/25	10	0	LOVX	2897
		COV HOP-LO	AMERICAN COLLOID COMPANY	11523	73/07/25	1	73/07/25	10	0	LOVX	2898
		COV HOP-LO	AMERICAN COLLOID COMPANY	11524	73/07/25	1	73/07/25	10	0	LOVX	2899
N=40											
1257-50	*	FLAT-LP	ST REGIS PAPER CO	8502	73/10/08	1	73/10/08	11	0	USEX	10075
		FLAT-LP	ST REGIS PAPER CO	8501	73/10/08	1	73/10/08	11	0	USEX	10076
		FLAT-LP	ST REGIS PAPER CO	8500	73/10/08	1	73/10/08	11	0	USEX	10077
		FLAT-LP	ST REGIS PAPER CO	8499	73/10/08	1	73/10/08	11	0	USEX	10078
		FLAT-LP	ST REGIS PAPER CO	8494	73/10/08	1	73/10/08	11	0	USEX	10079
		FLAT-LP	ST REGIS PAPER CO	8493	73/10/08	1	73/10/08	11	0	USEX	10080
		FLAT-LP	ST REGIS PAPER CO	5997	73/10/08	1	73/10/08	11	0	USEX	10081
		FLAT-LP	ST REGIS PAPER CO	8492	73/10/08	1	73/10/08	11	0	USEX	10082
		FLAT-LP	ST REGIS PAPER CO	8495	73/10/08	1	73/10/08	11	0	USEX	10083
		FLAT-LP	ST REGIS PAPER CO	5996	73/10/08	1	73/10/08	11	0	USEX	10084
		FLAT-LP	ST REGIS PAPER CO	5995	73/10/08	1	73/10/08	11	0	USEX	10085
		FLAT-LP	ST REGIS PAPER CO	8497	73/10/08	1	73/10/08	11	0	USEX	10087
		FLAT-LP	ST REGIS PAPER CO	5994	73/10/08	1	73/10/08	11	0	USEX	10089
		FLAT-LP	ST REGIS PAPER CO	8505	73/10/08	1	73/10/08	11	0	USEX	10090
		FLAT-LP	ST REGIS PAPER CO	5993	73/10/08	1	73/10/08	11	0	USEX	10091
		FLAT-LP	ST REGIS PAPER CO	8504	73/10/08	1	73/10/08	11	0	USEX	10092
		FLAT-LP	ST REGIS PAPER CO	8503	73/10/08	1	73/10/08	11	0	USEX	10093
		FLAT-LP	ST REGIS PAPER CO	5992	73/10/08	1	73/10/08	11	0	USEX	10094
		FLAT-LP	ST REGIS PAPER CO	8507	73/10/08	1	73/10/08	11	0	USEX	10095
		FLAT-LP	ST REGIS PAPER CO	5991	73/10/08	1	73/10/08	11	0	USEX	10096
		FLAT-LP	ST REGIS PAPER CO	8506	73/10/08	1	73/10/08	11	0	USEX	10097
		FLAT-LP	ST REGIS PAPER CO	8513	73/10/08	1	73/10/08	11	0	USEX	10098
		FLAT-LP	ST REGIS PAPER CO	8512	73/10/08	1	73/10/08	11	0	USEX	10099
		FLAT-LP	ST REGIS PAPER CO	8511	73/10/08	1	73/10/08	11	0	USEX	10100
		FLAT-LP	ST REGIS PAPER CO	8510	73/10/08	1	73/10/08	11	0	USEX	10101
		FLAT-LP	ST REGIS PAPER CO	8509	73/10/08	1	73/10/08	11	0	USEX	10102
		FLAT-LP	ST REGIS PAPER CO	5990	73/10/08	1	73/10/08	11	0	USEX	10103
		FLAT-LP	ST REGIS PAPER CO	8508	73/10/08	1	73/10/08	11	0	USEX	10104

E X H I B I T A
COLLATERAL ADDITIONS
APRIL 30, 1985

LOT NUMBER	* ≑	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1257-50	*	FLAT-LP	ST REGIS PAPER CO	5989	73/10/08	1	73/10/08	11	0	USEX	10105
		FLAT-LP	ST REGIS PAPER CO	8514	73/10/08	1	73/10/08	11	0	USEX	10107
		FLAT-LP	ST REGIS PAPER CO	8516	73/10/08	1	73/10/08	11	0	USEX	10109
		FLAT-LP	ST REGIS PAPER CO	5987	73/10/08	1	73/10/08	11	0	USEX	10110
		FLAT-LP	ST REGIS PAPER CO	8520	73/10/08	1	73/10/08	11	0	USEX	10112
		FLAT-LP	ST REGIS PAPER CO	8519	73/10/08	1	73/10/08	11	0	USEX	10113
		FLAT-LP	ST REGIS PAPER CO	8518	73/10/08	1	73/10/08	11	0	USEX	10114
		FLAT-LP	ST REGIS PAPER CO	9999	73/10/08	1	73/10/08	11	0	USEX	10115
		FLAT-LP	ST REGIS PAPER CO	8532	73/10/08	1	73/10/08	11	0	USEX	10116
		FLAT-LP	ST REGIS PAPER CO	8531	73/10/08	1	73/10/08	11	0	USEX	10117
		FLAT-LP	ST REGIS PAPER CO	8530	73/10/08	1	73/10/08	11	0	USEX	10118
		FLAT-LP	ST REGIS PAPER CO	5986	73/10/08	1	73/10/08	11	0	USEX	10121
		FLAT-LP	ST REGIS PAPER CO	8522	73/10/08	1	73/10/08	11	0	USEX	10122
		FLAT-LP	ST REGIS PAPER CO	8521	73/10/08	1	73/10/08	11	0	USEX	10123
		FLAT-LP	ST REGIS PAPER CO	5985	73/10/08	1	73/10/08	11	0	USEX	10124
		FLAT-LP	ST REGIS PAPER CO	8526	73/10/08	1	73/10/08	11	0	USEX	10125
		FLAT-LP	ST REGIS PAPER CO	8525	73/10/08	1	73/10/08	11	0	USEX	10126
		FLAT-LP	ST REGIS PAPER CO	8524	73/10/08	1	73/10/08	11	0	USEX	10127
		FLAT-LP	ST REGIS PAPER CO	8528	73/10/08	1	73/10/08	11	0	USEX	10128
		FLAT-LP	ST REGIS PAPER CO	8527	73/10/08	1	73/10/08	11	0	USEX	10129
N=48											
1473-00	≑	COV HOP-LO	LEASE POOL	13242	0/00/00	0	0/00/00	0	0	TPW	17201
		COV HOP-LO	LEASE POOL	13269	0/00/00	0	0/00/00	0	0	TPW	17202
		COV HOP-LO	LEASE POOL	13268	0/00/00	0	0/00/00	0	0	TPW	17203
		COV HOP-LO	LEASE POOL	13267	0/00/00	0	0/00/00	0	0	TPW	17204
		COV HOP-LO	LEASE POOL	13266	0/00/00	0	0/00/00	0	0	TPW	17205
N=5											

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COLLATERAL ADDITIONS
APRIL 30, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
2058-02	≠	COV HOP-LO	LEASE POOL	24172	0/00/00	0	0/00/00	0	0	USLX	7520
		COV HOP-LO	LEASE POOL	24175	0/00/00	0	0/00/00	0	0	USLX	7524
		COV HOP-LO	LEASE POOL	38635	0/00/00	0	0/00/00	0	0	USLX	18318
		COV HOP-LO	LEASE POOL	38534	0/00/00	0	0/00/00	0	0	USLX	18321
		COV HOP-LO	LEASE POOL	38072	0/00/00	0	0/00/00	0	0	USLX	18322
		COV HOP-LO	LEASE POOL	38483	0/00/00	0	0/00/00	0	0	USLX	27330
		COV HOP-LO	LEASE POOL	38523	0/00/00	0	0/00/00	0	0	USLX	27331
		COV HOP-LO	LEASE POOL	38543	0/00/00	0	0/00/00	0	0	USLX	27333
N=8											
2094-01	*	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37828	84/09/17	1	84/09/17	1	0	IAIS	643566
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37838	84/09/17	1	84/09/17	1	0	IAIS	643576
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37846	84/09/17	1	84/09/17	1	0	IAIS	643584
N=3											
2094-04	*	BOX-XF	IOWA INTERSTATE RAILROAD	22024	84/09/17	4	84/09/17	1	0	IAIS	5002
		BOX-XF	IOWA INTERSTATE RAILROAD	22026	84/09/17	4	84/09/17	1	0	IAIS	5004
		BOX-XF	IOWA INTERSTATE RAILROAD	22029	84/09/17	4	84/09/17	1	0	IAIS	5007
		BOX-XF	IOWA INTERSTATE RAILROAD	22032	84/09/17	4	84/09/17	1	0	IAIS	5010
		BOX-XF	IOWA INTERSTATE RAILROAD	22035	84/09/17	4	84/09/17	1	0	IAIS	5013
		BOX-XF	IOWA INTERSTATE RAILROAD	22036	84/09/17	4	84/09/17	1	0	IAIS	5014
		BOX-XF	IOWA INTERSTATE RAILROAD	22039	84/09/17	4	84/09/17	1	0	IAIS	5017
		BOX-XF	IOWA INTERSTATE RAILROAD	22041	84/09/17	4	84/09/17	1	0	IAIS	5019
		BOX-XF	IOWA INTERSTATE RAILROAD	22052	84/09/17	4	84/09/17	1	0	IAIS	5030
		BOX-XF	IOWA INTERSTATE RAILROAD	22057	84/09/17	4	84/09/17	1	0	IAIS	5035
		BOX-XF	IOWA INTERSTATE RAILROAD	22059	84/09/17	4	84/09/17	1	0	IAIS	5037
		BOX-XF	IOWA INTERSTATE RAILROAD	22061	84/09/17	4	84/09/17	1	0	IAIS	5039
		BOX-XF	IOWA INTERSTATE RAILROAD	22063	84/09/17	4	84/09/17	1	0	IAIS	5041
		BOX-XF	IOWA INTERSTATE RAILROAD	22064	84/09/17	4	84/09/17	1	0	IAIS	5042
		BOX-XF	IOWA INTERSTATE RAILROAD	22065	84/09/17	4	84/09/17	1	0	IAIS	5043
		BOX-XF	IOWA INTERSTATE RAILROAD	22066	84/09/17	4	84/09/17	1	0	IAIS	5044

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COLLATERAL ADDITIONS
APRIL 30, 1985

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2094-04	*	BOX-XF	IOWA INTERSTATE RAILROAD	22069	84/09/17	4	84/09/17	1	0	IAIS	5047
		BOX-XF	IOWA INTERSTATE RAILROAD	22070	84/09/17	4	84/09/17	1	0	IAIS	5048
N=18											
2099-02	*	COV HOP-LO	NITTANY & BALD EAGLE RAILROAD	16216	84/12/14	2	85/02/07	3	0	USLX	979
		COV HOP-LO	NITTANY & BALD EAGLE RAILROAD	16228	84/12/14	2	85/02/07	3	0	USLX	991
N=2											
2108-01	*	TANK-210CI	HI-SCORE PLANT FOOD COMPANY	40633	85/03/19	1	85/03/19	0	3	USLX	22001
		TANK-210CI	HI-SCORE PLANT FOOD COMPANY	40634	85/03/19	1	85/03/19	0	3	USLX	22004
N=2											
2109-01	*	TANK-210CI	HI-SCORE PLANT FOOD COMPANY	40637	85/03/19	1	85/03/19	0	3	USLX	22005
N=1											

TOTAL COLLATERAL ADDITIONS 04/85 = 144

E X H I B I T B
COLLATERAL DELETIONS
APRIL 30, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
993-00	*	HOPPER-HT	SEABOARD SYSTEM RAILROADS	12931	70/07/15	1	70/07/15	10	0	WA	24315
		HOPPER-HT	SEABOARD SYSTEM RAILROADS	12933	70/07/15	1	70/07/15	10	0	WA	24317
N=2											
1216-00	*	FLAT-LP	ST REGIS PAPER CO	8448	73/05/02	1	73/05/02	11	0	USEX	4000
		FLAT-LP	ST REGIS PAPER CO	8447	73/05/02	1	73/05/02	11	0	USEX	4001
		FLAT-LP	ST REGIS PAPER CO	8446	73/05/02	1	73/05/02	11	0	USEX	4002
		FLAT-LP	ST REGIS PAPER CO	8443	73/05/02	1	73/05/02	11	0	USEX	4003
		FLAT-LP	ST REGIS PAPER CO	8454	73/05/02	1	73/05/02	11	0	USEX	4006
		FLAT-LP	ST REGIS PAPER CO	8453	73/05/02	1	73/05/02	11	0	USEX	4007
		FLAT-LP	ST REGIS PAPER CO	8442	73/05/02	1	73/05/02	11	0	USEX	4009
		FLAT-LP	ST REGIS PAPER CO	8439	73/05/02	1	73/05/02	11	0	USEX	4011
		FLAT-LP	ST REGIS PAPER CO	8438	73/05/02	1	73/05/02	11	0	USEX	4012
		FLAT-LP	ST REGIS PAPER CO	8437	73/05/02	1	73/05/02	11	0	USEX	4013
		FLAT-LP	ST REGIS PAPER CO	8429	73/05/02	1	73/05/02	11	0	USEX	4015
		FLAT-LP	ST REGIS PAPER CO	8430	73/05/02	1	73/05/02	11	0	USEX	4016
		FLAT-LP	ST REGIS PAPER CO	8431	73/05/02	1	73/05/02	11	0	USEX	4017
		FLAT-LP	ST REGIS PAPER CO	8432	73/05/02	1	73/05/02	11	0	USEX	4018
		FLAT-LP	ST REGIS PAPER CO	8433	73/05/02	1	73/05/02	11	0	USEX	4019
N=15											
1241-00	*	COV HOP-LO	AMERICAN COLLOID CO	11555	73/07/25	1	73/07/25	10	0	LOVX	2850
		COV HOP-LO	AMERICAN COLLOID CO	11554	73/07/25	1	73/07/25	10	0	LOVX	2851
		COV HOP-LO	AMERICAN COLLOID CO	11553	73/07/25	1	73/07/25	10	0	LOVX	2852
		COV HOP-LO	AMERICAN COLLOID CO	11552	73/07/25	1	73/07/25	10	0	LOVX	2853
		COV HOP-LO	AMERICAN COLLOID CO	11550	73/07/25	1	73/07/25	10	0	LOVX	2855
		COV HOP-LO	AMERICAN COLLOID CO	11549	73/07/25	1	73/07/25	10	0	LOVX	2856
		COV HOP-LO	AMERICAN COLLOID CO	11547	73/07/25	1	73/07/25	10	0	LOVX	2858
		COV HOP-LO	AMERICAN COLLOID CO	11546	73/07/25	1	73/07/25	10	0	LOVX	2859
		COV HOP-LO	AMERICAN COLLOID CO	11545	73/07/25	1	73/07/25	10	0	LOVX	2860
		COV HOP-LO	AMERICAN COLLOID CO	11544	73/07/25	1	73/07/25	10	0	LOVX	2861
		COV HOP-LO	AMERICAN COLLOID CO	11542	73/07/25	1	73/07/25	10	0	LOVX	2863
		COV HOP-LO	AMERICAN COLLOID CO	11539	73/07/25	1	73/07/25	10	0	LOVX	2866
		COV HOP-LO	AMERICAN COLLOID CO	11537	73/07/25	1	73/07/25	10	0	LOVX	2868
		COV HOP-LO	AMERICAN COLLOID CO	11536	73/07/25	1	73/07/25	10	0	LOVX	2869
		COV HOP-LO	AMERICAN COLLOID CO	11535	73/07/25	1	73/07/25	10	0	LOVX	2870
		COV HOP-LO	AMERICAN COLLOID CO	11534	73/07/25	1	73/07/25	10	0	LOVX	2871
		COV HOP-LO	AMERICAN COLLOID CO	11533	73/07/25	1	73/07/25	10	0	LOVX	2872
		COV HOP-LO	AMERICAN COLLOID CO	11532	73/07/25	1	73/07/25	10	0	LOVX	2873
		COV HOP-LO	AMERICAN COLLOID CO	11530	73/07/25	1	73/07/25	10	0	LOVX	2875
		COV HOP-LO	AMERICAN COLLOID CO	11529	73/07/25	1	73/07/25	10	0	LOVX	2876
		COV HOP-LO	AMERICAN COLLOID CO	11528	73/07/25	1	73/07/25	10	0	LOVX	2877
		COV HOP-LO	AMERICAN COLLOID CO	11527	73/07/25	1	73/07/25	10	0	LOVX	2878
		COV HOP-LO	AMERICAN COLLOID CO	11526	73/07/25	1	73/07/25	10	0	LOVX	2879
		COV HOP-LO	AMERICAN COLLOID CO	11525	73/07/25	1	73/07/25	10	0	LOVX	2880

E X H I B I T B
COLLATERAL DELETIONS
APRIL 30, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1241-00	*	COV HOP-LO	AMERICAN COLLOID CO	11506	73/07/25	1	73/07/25	10	0	LOVX	2881
		COV HOP-LO	AMERICAN COLLOID CO	11508	73/07/25	1	73/07/25	10	0	LOVX	2883
		COV HOP-LO	AMERICAN COLLOID CO	11509	73/07/25	1	73/07/25	10	0	LOVX	2884
		COV HOP-LO	AMERICAN COLLOID CO	11510	73/07/25	1	73/07/25	10	0	LOVX	2885
		COV HOP-LO	AMERICAN COLLOID CO	11511	73/07/25	1	73/07/25	10	0	LOVX	2886
		COV HOP-LO	AMERICAN COLLOID CO	11512	73/07/25	1	73/07/25	10	0	LOVX	2887
		COV HOP-LO	AMERICAN COLLOID CO	11514	73/07/25	1	73/07/25	10	0	LOVX	2889
		COV HOP-LO	AMERICAN COLLOID CO	11515	73/07/25	1	73/07/25	10	0	LOVX	2890
		COV HOP-LO	AMERICAN COLLOID CO	11516	73/07/25	1	73/07/25	10	0	LOVX	2891
		COV HOP-LO	AMERICAN COLLOID CO	11517	73/07/25	1	73/07/25	10	0	LOVX	2892
		COV HOP-LO	AMERICAN COLLOID CO	11519	73/07/25	1	73/07/25	10	0	LOVX	2894
		COV HOP-LO	AMERICAN COLLOID CO	11520	73/07/25	1	73/07/25	10	0	LOVX	2895
		COV HOP-LO	AMERICAN COLLOID CO	11521	73/07/25	1	73/07/25	10	0	LOVX	2896
		COV HOP-LO	AMERICAN COLLOID CO	11522	73/07/25	1	73/07/25	10	0	LOVX	2897
		COV HOP-LO	AMERICAN COLLOID CO	11523	73/07/25	1	73/07/25	10	0	LOVX	2898
		COV HOP-LO	AMERICAN COLLOID CO	11524	73/07/25	1	73/07/25	10	0	LOVX	2899
N=40											
1257-00	*	FLAT-LP	ST REGIS PAPER CO	8502	73/10/08	1	73/10/08	11	0	USEX	10075
		FLAT-LP	ST REGIS PAPER CO	8501	73/10/08	1	73/10/08	11	0	USEX	10076
		FLAT-LP	ST REGIS PAPER CO	8500	73/10/08	1	73/10/08	11	0	USEX	10077
		FLAT-LP	ST REGIS PAPER CO	8499	73/10/08	1	73/10/08	11	0	USEX	10078
		FLAT-LP	ST REGIS PAPER CO	8494	73/10/08	1	73/10/08	11	0	USEX	10079
		FLAT-LP	ST REGIS PAPER CO	8493	73/10/08	1	73/10/08	11	0	USEX	10080
		FLAT-LP	ST REGIS PAPER CO	5997	73/10/08	1	73/10/08	11	0	USEX	10081
		FLAT-LP	ST REGIS PAPER CO	8492	73/10/08	1	73/10/08	11	0	USEX	10082
		FLAT-LP	ST REGIS PAPER CO	8495	73/10/08	1	73/10/08	11	0	USEX	10083
		FLAT-LP	ST REGIS PAPER CO	5996	73/10/08	1	73/10/08	11	0	USEX	10084
		FLAT-LP	ST REGIS PAPER CO	5995	73/10/08	1	73/10/08	11	0	USEX	10085
		FLAT-LP	ST REGIS PAPER CO	8497	73/10/08	1	73/10/08	11	0	USEX	10087
		FLAT-LP	ST REGIS PAPER CO	5994	73/10/08	1	73/10/08	11	0	USEX	10089
		FLAT-LP	ST REGIS PAPER CO	8505	73/10/08	1	73/10/08	11	0	USEX	10090
		FLAT-LP	ST REGIS PAPER CO	5993	73/10/08	1	73/10/08	11	0	USEX	10091
		FLAT-LP	ST REGIS PAPER CO	8504	73/10/08	1	73/10/08	11	0	USEX	10092
		FLAT-LP	ST REGIS PAPER CO	8503	73/10/08	1	73/10/08	11	0	USEX	10093
		FLAT-LP	ST REGIS PAPER CO	5992	73/10/08	1	73/10/08	11	0	USEX	10094
		FLAT-LP	ST REGIS PAPER CO	8507	73/10/08	1	73/10/08	11	0	USEX	10095
		FLAT-LP	ST REGIS PAPER CO	5991	73/10/08	1	73/10/08	11	0	USEX	10096
		FLAT-LP	ST REGIS PAPER CO	8506	73/10/08	1	73/10/08	11	0	USEX	10097
		FLAT-LP	ST REGIS PAPER CO	8513	73/10/08	1	73/10/08	11	0	USEX	10098
		FLAT-LP	ST REGIS PAPER CO	8512	73/10/08	1	73/10/08	11	0	USEX	10099
		FLAT-LP	ST REGIS PAPER CO	8511	73/10/08	1	73/10/08	11	0	USEX	10100
		FLAT-LP	ST REGIS PAPER CO	8510	73/10/08	1	73/10/08	11	0	USEX	10101
		FLAT-LP	ST REGIS PAPER CO	8509	73/10/08	1	73/10/08	11	0	USEX	10102
		FLAT-LP	ST REGIS PAPER CO	5990	73/10/08	1	73/10/08	11	0	USEX	10103
		FLAT-LP	ST REGIS PAPER CO	8508	73/10/08	1	73/10/08	11	0	USEX	10104

EXHIBIT B
COLLATERAL DELETIONS
APRIL 30, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1257-00	*	FLAT-LP	ST REGIS PAPER CO	5989	73/10/08	1	73/10/08	11	0	USEX	10105
		FLAT-LP	ST REGIS PAPER CO	8514	73/10/08	1	73/10/08	11	0	USEX	10107
		FLAT-LP	ST REGIS PAPER CO	8516	73/10/08	1	73/10/08	11	0	USEX	10109
		FLAT-LP	ST REGIS PAPER CO	5987	73/10/08	1	73/10/08	11	0	USEX	10110
		FLAT-LP	ST REGIS PAPER CO	8520	73/10/08	1	73/10/08	11	0	USEX	10112
		FLAT-LP	ST REGIS PAPER CO	8519	73/10/08	1	73/10/08	11	0	USEX	10113
		FLAT-LP	ST REGIS PAPER CO	8518	73/10/08	1	73/10/08	11	0	USEX	10114
		FLAT-LP	ST REGIS PAPER CO	9999	73/10/08	1	73/10/08	11	0	USEX	10115
		FLAT-LP	ST REGIS PAPER CO	8532	73/10/08	1	73/10/08	11	0	USEX	10116
		FLAT-LP	ST REGIS PAPER CO	8531	73/10/08	1	73/10/08	11	0	USEX	10117
		FLAT-LP	ST REGIS PAPER CO	8530	73/10/08	1	73/10/08	11	0	USEX	10118
		FLAT-LP	ST REGIS PAPER CO	5986	73/10/08	1	73/10/08	11	0	USEX	10121
		FLAT-LP	ST REGIS PAPER CO	8522	73/10/08	1	73/10/08	11	0	USEX	10122
		FLAT-LP	ST REGIS PAPER CO	8521	73/10/08	1	73/10/08	11	0	USEX	10123
		FLAT-LP	ST REGIS PAPER CO	5985	73/10/08	1	73/10/08	11	0	USEX	10124
		FLAT-LP	ST REGIS PAPER CO	8526	73/10/08	1	73/10/08	11	0	USEX	10125
		FLAT-LP	ST REGIS PAPER CO	8525	73/10/08	1	73/10/08	11	0	USEX	10126
		FLAT-LP	ST REGIS PAPER CO	8524	73/10/08	1	73/10/08	11	0	USEX	10127
		FLAT-LP	ST REGIS PAPER CO	8528	73/10/08	1	73/10/08	11	0	USEX	10128
		FLAT-LP	ST REGIS PAPER CO	8527	73/10/08	1	73/10/08	11	0	USEX	10129
N=48											
1473-00	*	COV HOP-LO	ATCHISON TOPEKA & SANTE FE RWY CO	13242	76/12/10	1	76/12/10	8	0	TPW	17201
		COV HOP-LO	ATCHISON TOPEKA & SANTE FE RWY CO	13269	76/12/10	1	76/12/10	8	0	TPW	17202
		COV HOP-LO	ATCHISON TOPEKA & SANTE FE RWY CO	13268	76/12/10	1	76/12/10	8	0	TPW	17203
		COV HOP-LO	ATCHISON TOPEKA & SANTE FE RWY CO	13267	76/12/10	1	76/12/10	8	0	TPW	17204
		COV HOP-LO	ATCHISON TOPEKA & SANTE FE RWY CO	13266	76/12/10	1	76/12/10	8	0	TPW	17205
N=5											
1533-01	≠	COV HOP-LO	LEASE POOL	16216	0/00/00	0	0/00/00	0	0	USLX	979
		COV HOP-LO	LEASE POOL	16228	0/00/00	0	0/00/00	0	0	USLX	991
N=2											
1582-01	*	BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22024	79/02/20	1	79/02/20	10	0	LNAC	15002
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22026	79/02/20	1	79/02/20	10	0	LNAC	15004
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22029	79/02/20	1	79/02/20	10	0	LNAC	15007
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22032	79/02/20	1	79/02/20	10	0	LNAC	15010
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22035	79/02/20	1	79/02/20	10	0	LNAC	15013
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22036	79/02/20	1	79/02/20	10	0	LNAC	15014
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22039	79/02/20	1	79/02/20	10	0	LNAC	15017
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22041	79/02/20	1	79/02/20	10	0	LNAC	15019
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22052	79/02/20	1	79/02/20	10	0	LNAC	15030
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22057	79/02/20	1	79/02/20	10	0	LNAC	15035
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22059	79/02/20	1	79/02/20	10	0	LNAC	15037

E X H I B I T B
COLLATERAL DELETIONS
APRIL 30, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1582-01	*	BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22061	79/02/20	1	79/02/20	10	0	LNAC	15039
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22063	79/02/20	1	79/02/20	10	0	LNAC	15041
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22064	79/02/20	1	79/02/20	10	0	LNAC	15042
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22065	79/02/20	1	79/02/20	10	0	LNAC	15043
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22066	79/02/20	1	79/02/20	10	0	LNAC	15044
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22069	79/02/20	1	79/02/20	10	0	LNAC	15047
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22070	79/02/20	1	79/02/20	10	0	LNAC	15048
N=18											
1748-02	*	GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37828	82/10/15	1	83/07/21	1	3	IRRC	643566
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37838	82/10/15	1	83/07/21	1	3	IRRC	643576
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37846	82/10/15	1	83/07/21	1	3	IRRC	643584
N=3											

E X H I B I T R
COLLATERAL DELETIONS
APRIL 30, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1956-00	*	TANK-210CI	LEASE POOL	40633	0/00/00	0	0/00/00	0	0	USLX	22001
		TANK-210CI	LEASE POOL	40636	0/00/00	0	0/00/00	0	0	USLX	22004
		TANK-210CI	LEASE POOL	40637	0/00/00	0	0/00/00	0	0	USLX	22005
N=3											
2058-02	*	COV HOP-LO	CARGILL INC	24172	83/12/14	2	84/10/01	0	4	USLX	7520
		COV HOP-LO	CARGILL INC	24175	83/12/14	2	84/10/01	0	4	USLX	7524
		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	38072	83/12/14	2	84/10/01	0	4	USLX	18322
		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
		COV HOP-LO	CARGILL INC	38543	83/12/14	2	84/10/01	0	4	USLX	27333
N=8											

TOTAL COLLATERAL DELETIONS 04/85 = 144

RECORDATION NO. 14059-S Filed 1425

MAY 23 1985 -2 00 PM

INTERSTATE COMMERCE COMMISSION

AMENDMENT TO SECURITY AGREEMENT

THIS AMENDMENT TO SECURITY AGREEMENT is dated as of the 1st day of May, 1985, 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: William M. Leyton
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 C. Benedetto a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Wm R. Peyton 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 2d day of May, 1985

Jeanette C. Benedetto
Notary Public

My Commission Expires July 25, 1987

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, Barbara A. Van Stensel a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Dallis W. Rademacher 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 15th day of May, 1985.

Barbara A Van Stensel
Notary Public

My Commission Expires July 25, 1987

LOT NUMBER	#	CAR TYPE***	LESSEE NAME **	INTERNAL I. D. NUMBER*	MASTER LEASE DATE **	SCHEDULE NUMBER **	SCHEDULE DATE **	TERM YEAR **	TERM MONTH **	PREFIX **	CAR NUMBER**
	-										

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).

E X H I B I T A
COLLATERAL ADDITIONS
APRIL 30, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
993-50	*	HOPPER-HT	SEABOARD SYSTEM RAILROADS	12931	70/07/15	1	70/07/15	10	0	WA	24315
		HOPPER-HT	SEABOARD SYSTEM RAILROADS	12933	70/07/15	1	70/07/15	10	0	WA	24317
N=2											
1216-50	*	FLAT-LP	ST REGIS PAPER CO	8448	73/05/02	1	73/05/02	11	0	USEX	4000
		FLAT-LP	ST REGIS PAPER CO	8447	73/05/02	1	73/05/02	11	0	USEX	4001
		FLAT-LP	ST REGIS PAPER CO	8446	73/05/02	1	73/05/02	11	0	USEX	4002
		FLAT-LP	ST REGIS PAPER CO	8443	73/05/02	1	73/05/02	11	0	USEX	4003
		FLAT-LP	ST REGIS PAPER CO	8454	73/05/02	1	73/05/02	11	0	USEX	4006
		FLAT-LP	ST REGIS PAPER CO	8453	73/05/02	1	73/05/02	11	0	USEX	4007
		FLAT-LP	ST REGIS PAPER CO	8442	73/05/02	1	73/05/02	11	0	USEX	4009
		FLAT-LP	ST REGIS PAPER CO	8439	73/05/02	1	73/05/02	11	0	USEX	4011
		FLAT-LP	ST REGIS PAPER CO	8438	73/05/02	1	73/05/02	11	0	USEX	4012
		FLAT-LP	ST REGIS PAPER CO	8437	73/05/02	1	73/05/02	11	0	USEX	4013
		FLAT-LP	ST REGIS PAPER CO	8429	73/05/02	1	73/05/02	11	0	USEX	4015
		FLAT-LP	ST REGIS PAPER CO	8430	73/05/02	1	73/05/02	11	0	USEX	4016
		FLAT-LP	ST REGIS PAPER CO	8431	73/05/02	1	73/05/02	11	0	USEX	4017
		FLAT-LP	ST REGIS PAPER CO	8432	73/05/02	1	73/05/02	11	0	USEX	4018
		FLAT-LP	ST REGIS PAPER CO	8433	73/05/02	1	73/05/02	11	0	USEX	4019
N=15											
1241-50	*	COV HOP-LO	AMERICAN COLLOID COMPANY	11555	73/07/25	1	73/07/25	10	0	LOVX	2850
		COV HOP-LO	AMERICAN COLLOID COMPANY	11554	73/07/25	1	73/07/25	10	0	LOVX	2851
		COV HOP-LO	AMERICAN COLLOID COMPANY	11553	73/07/25	1	73/07/25	10	0	LOVX	2852
		COV HOP-LO	AMERICAN COLLOID COMPANY	11552	73/07/25	1	73/07/25	10	0	LOVX	2853
		COV HOP-LO	AMERICAN COLLOID COMPANY	11550	73/07/25	1	73/07/25	10	0	LOVX	2855
		COV HOP-LO	AMERICAN COLLOID COMPANY	11549	73/07/25	1	73/07/25	10	0	LOVX	2856
		COV HOP-LO	AMERICAN COLLOID COMPANY	11547	73/07/25	1	73/07/25	10	0	LOVX	2858
		COV HOP-LO	AMERICAN COLLOID COMPANY	11546	73/07/25	1	73/07/25	10	0	LOVX	2859
		COV HOP-LO	AMERICAN COLLOID COMPANY	11545	73/07/25	1	73/07/25	10	0	LOVX	2860
		COV HOP-LO	AMERICAN COLLOID COMPANY	11544	73/07/25	1	73/07/25	10	0	LOVX	2861
		COV HOP-LO	AMERICAN COLLOID COMPANY	11542	73/07/25	1	73/07/25	10	0	LOVX	2863
		COV HOP-LO	AMERICAN COLLOID COMPANY	11539	73/07/25	1	73/07/25	10	0	LOVX	2866
		COV HOP-LO	AMERICAN COLLOID COMPANY	11537	73/07/25	1	73/07/25	10	0	LOVX	2868
		COV HOP-LO	AMERICAN COLLOID COMPANY	11536	73/07/25	1	73/07/25	10	0	LOVX	2869
		COV HOP-LO	AMERICAN COLLOID COMPANY	11535	73/07/25	1	73/07/25	10	0	LOVX	2870
		COV HOP-LO	AMERICAN COLLOID COMPANY	11534	73/07/25	1	73/07/25	10	0	LOVX	2871
		COV HOP-LO	AMERICAN COLLOID COMPANY	11533	73/07/25	1	73/07/25	10	0	LOVX	2872
		COV HOP-LO	AMERICAN COLLOID COMPANY	11532	73/07/25	1	73/07/25	10	0	LOVX	2873
		COV HOP-LO	AMERICAN COLLOID COMPANY	11530	73/07/25	1	73/07/25	10	0	LOVX	2875
		COV HOP-LO	AMERICAN COLLOID COMPANY	11529	73/07/25	1	73/07/25	10	0	LOVX	2876
		COV HOP-LO	AMERICAN COLLOID COMPANY	11528	73/07/25	1	73/07/25	10	0	LOVX	2877
		COV HOP-LO	AMERICAN COLLOID COMPANY	11527	73/07/25	1	73/07/25	10	0	LOVX	2878
		COV HOP-LO	AMERICAN COLLOID COMPANY	11526	73/07/25	1	73/07/25	10	0	LOVX	2879
		COV HOP-LO	AMERICAN COLLOID COMPANY	11525	73/07/25	1	73/07/25	10	0	LOVX	2880

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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
1241-50	*	COV HOP-LO	AMERICAN COLLOID COMPANY	11506	73/07/25	1	73/07/25	10	0	LOVX	2881
		COV HOP-LO	AMERICAN COLLOID COMPANY	11508	73/07/25	1	73/07/25	10	0	LOVX	2883
		COV HOP-LO	AMERICAN COLLOID COMPANY	11509	73/07/25	1	73/07/25	10	0	LOVX	2884
		COV HOP-LO	AMERICAN COLLOID COMPANY	11510	73/07/25	1	73/07/25	10	0	LOVX	2885
		COV HOP-LO	AMERICAN COLLOID COMPANY	11511	73/07/25	1	73/07/25	10	0	LOVX	2886
		COV HOP-LO	AMERICAN COLLOID COMPANY	11512	73/07/25	1	73/07/25	10	0	LOVX	2887
		COV HOP-LO	AMERICAN COLLOID COMPANY	11514	73/07/25	1	73/07/25	10	0	LOVX	2889
		COV HOP-LO	AMERICAN COLLOID COMPANY	11515	73/07/25	1	73/07/25	10	0	LOVX	2890
		COV HOP-LO	AMERICAN COLLOID COMPANY	11516	73/07/25	1	73/07/25	10	0	LOVX	2891
		COV HOP-LO	AMERICAN COLLOID COMPANY	11517	73/07/25	1	73/07/25	10	0	LOVX	2892
		COV HOP-LO	AMERICAN COLLOID COMPANY	11519	73/07/25	1	73/07/25	10	0	LOVX	2894
		COV HOP-LO	AMERICAN COLLOID COMPANY	11520	73/07/25	1	73/07/25	10	0	LOVX	2895
		COV HOP-LO	AMERICAN COLLOID COMPANY	11521	73/07/25	1	73/07/25	10	0	LOVX	2896
		COV HOP-LO	AMERICAN COLLOID COMPANY	11522	73/07/25	1	73/07/25	10	0	LOVX	2897
		COV HOP-LO	AMERICAN COLLOID COMPANY	11523	73/07/25	1	73/07/25	10	0	LOVX	2898
		COV HOP-LO	AMERICAN COLLOID COMPANY	11524	73/07/25	1	73/07/25	10	0	LOVX	2899
N=40											
1257-50	*	FLAT-LP	ST REGIS PAPER CO	8502	73/10/08	1	73/10/08	11	0	USEX	10075
		FLAT-LP	ST REGIS PAPER CO	8501	73/10/08	1	73/10/08	11	0	USEX	10076
		FLAT-LP	ST REGIS PAPER CO	8500	73/10/08	1	73/10/08	11	0	USEX	10077
		FLAT-LP	ST REGIS PAPER CO	8499	73/10/08	1	73/10/08	11	0	USEX	10078
		FLAT-LP	ST REGIS PAPER CO	8494	73/10/08	1	73/10/08	11	0	USEX	10079
		FLAT-LP	ST REGIS PAPER CO	8493	73/10/08	1	73/10/08	11	0	USEX	10080
		FLAT-LP	ST REGIS PAPER CO	5997	73/10/08	1	73/10/08	11	0	USEX	10081
		FLAT-LP	ST REGIS PAPER CO	8492	73/10/08	1	73/10/08	11	0	USEX	10082
		FLAT-LP	ST REGIS PAPER CO	8495	73/10/08	1	73/10/08	11	0	USEX	10083
		FLAT-LP	ST REGIS PAPER CO	5996	73/10/08	1	73/10/08	11	0	USEX	10084
		FLAT-LP	ST REGIS PAPER CO	5995	73/10/08	1	73/10/08	11	0	USEX	10085
		FLAT-LP	ST REGIS PAPER CO	8497	73/10/08	1	73/10/08	11	0	USEX	10087
		FLAT-LP	ST REGIS PAPER CO	5994	73/10/08	1	73/10/08	11	0	USEX	10089
		FLAT-LP	ST REGIS PAPER CO	8505	73/10/08	1	73/10/08	11	0	USEX	10090
		FLAT-LP	ST REGIS PAPER CO	5993	73/10/08	1	73/10/08	11	0	USEX	10091
		FLAT-LP	ST REGIS PAPER CO	8504	73/10/08	1	73/10/08	11	0	USEX	10092
		FLAT-LP	ST REGIS PAPER CO	8503	73/10/08	1	73/10/08	11	0	USEX	10093
		FLAT-LP	ST REGIS PAPER CO	5992	73/10/08	1	73/10/08	11	0	USEX	10094
		FLAT-LP	ST REGIS PAPER CO	8507	73/10/08	1	73/10/08	11	0	USEX	10095
		FLAT-LP	ST REGIS PAPER CO	5991	73/10/08	1	73/10/08	11	0	USEX	10096
		FLAT-LP	ST REGIS PAPER CO	8506	73/10/08	1	73/10/08	11	0	USEX	10097
		FLAT-LP	ST REGIS PAPER CO	8513	73/10/08	1	73/10/08	11	0	USEX	10098
		FLAT-LP	ST REGIS PAPER CO	8512	73/10/08	1	73/10/08	11	0	USEX	10099
		FLAT-LP	ST REGIS PAPER CO	8511	73/10/08	1	73/10/08	11	0	USEX	10100
		FLAT-LP	ST REGIS PAPER CO	8510	73/10/08	1	73/10/08	11	0	USEX	10101
		FLAT-LP	ST REGIS PAPER CO	8509	73/10/08	1	73/10/08	11	0	USEX	10102
		FLAT-LP	ST REGIS PAPER CO	5990	73/10/08	1	73/10/08	11	0	USEX	10103
		FLAT-LP	ST REGIS PAPER CO	8508	73/10/08	1	73/10/08	11	0	USEX	10104

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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
1257-50	*	FLAT-LP	ST REGIS PAPER CO	5989	73/10/08	1	73/10/08	11	0	USEX	10105
		FLAT-LP	ST REGIS PAPER CO	8514	73/10/08	1	73/10/08	11	0	USEX	10107
		FLAT-LP	ST REGIS PAPER CO	8516	73/10/08	1	73/10/08	11	0	USEX	10109
		FLAT-LP	ST REGIS PAPER CO	5987	73/10/08	1	73/10/08	11	0	USEX	10110
		FLAT-LP	ST REGIS PAPER CO	8520	73/10/08	1	73/10/08	11	0	USEX	10112
		FLAT-LP	ST REGIS PAPER CO	8519	73/10/08	1	73/10/08	11	0	USEX	10113
		FLAT-LP	ST REGIS PAPER CO	8518	73/10/08	1	73/10/08	11	0	USEX	10114
		FLAT-LP	ST REGIS PAPER CO	9999	73/10/08	1	73/10/08	11	0	USEX	10115
		FLAT-LP	ST REGIS PAPER CO	8532	73/10/08	1	73/10/08	11	0	USEX	10116
		FLAT-LP	ST REGIS PAPER CO	8531	73/10/08	1	73/10/08	11	0	USEX	10117
		FLAT-LP	ST REGIS PAPER CO	8530	73/10/08	1	73/10/08	11	0	USEX	10118
		FLAT-LP	ST REGIS PAPER CO	5986	73/10/08	1	73/10/08	11	0	USEX	10121
		FLAT-LP	ST REGIS PAPER CO	8522	73/10/08	1	73/10/08	11	0	USEX	10122
		FLAT-LP	ST REGIS PAPER CO	8521	73/10/08	1	73/10/08	11	0	USEX	10123
		FLAT-LP	ST REGIS PAPER CO	5985	73/10/08	1	73/10/08	11	0	USEX	10124
		FLAT-LP	ST REGIS PAPER CO	8526	73/10/08	1	73/10/08	11	0	USEX	10125
		FLAT-LP	ST REGIS PAPER CO	8525	73/10/08	1	73/10/08	11	0	USEX	10126
		FLAT-LP	ST REGIS PAPER CO	8524	73/10/08	1	73/10/08	11	0	USEX	10127
		FLAT-LP	ST REGIS PAPER CO	8528	73/10/08	1	73/10/08	11	0	USEX	10128
		FLAT-LP	ST REGIS PAPER CO	8527	73/10/08	1	73/10/08	11	0	USEX	10129
N=48											
1473-00	*	COV HOP-LO	LEASE POOL	13242	0/00/00	0	0/00/00	0	0	TPW	17201
		COV HOP-LO	LEASE POOL	13269	0/00/00	0	0/00/00	0	0	TPW	17202
		COV HOP-LO	LEASE POOL	13268	0/00/00	0	0/00/00	0	0	TPW	17203
		COV HOP-LO	LEASE POOL	13267	0/00/00	0	0/00/00	0	0	TPW	17204
		COV HOP-LO	LEASE POOL	13266	0/00/00	0	0/00/00	0	0	TPW	17205
N=5											

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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
2058-02	*	COV HOP-LO	LEASE POOL	24172	0/00/00	0	0/00/00	0	0	USLX	7520
		COV HOP-LO	LEASE POOL	24175	0/00/00	0	0/00/00	0	0	USLX	7524
		COV HOP-LO	LEASE POOL	38635	0/00/00	0	0/00/00	0	0	USLX	18318
		COV HOP-LO	LEASE POOL	38534	0/00/00	0	0/00/00	0	0	USLX	18321
		COV HOP-LO	LEASE POOL	38072	0/00/00	0	0/00/00	0	0	USLX	18322
		COV HOP-LO	LEASE POOL	38483	0/00/00	0	0/00/00	0	0	USLX	27330
		COV HOP-LO	LEASE POOL	38523	0/00/00	0	0/00/00	0	0	USLX	27331
		COV HOP-LO	LEASE POOL	38543	0/00/00	0	0/00/00	0	0	USLX	27333
N=8											
2094-01	*	GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37828	84/09/17	1	84/09/17	1	0	IAIS	643566
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37838	84/09/17	1	84/09/17	1	0	IAIS	643576
		GONDOLA-GB	IOWA INTERSTATE RAILROAD CO	37846	84/09/17	1	84/09/17	1	0	IAIS	643584
N=3											
2094-04	*	BOX-XF	IOWA INTERSTATE RAILROAD	22024	84/09/17	4	84/09/17	1	0	IAIS	5002
		BOX-XF	IOWA INTERSTATE RAILROAD	22026	84/09/17	4	84/09/17	1	0	IAIS	5004
		BOX-XF	IOWA INTERSTATE RAILROAD	22029	84/09/17	4	84/09/17	1	0	IAIS	5007
		BOX-XF	IOWA INTERSTATE RAILROAD	22032	84/09/17	4	84/09/17	1	0	IAIS	5010
		BOX-XF	IOWA INTERSTATE RAILROAD	22035	84/09/17	4	84/09/17	1	0	IAIS	5013
		BOX-XF	IOWA INTERSTATE RAILROAD	22036	84/09/17	4	84/09/17	1	0	IAIS	5014
		BOX-XF	IOWA INTERSTATE RAILROAD	22039	84/09/17	4	84/09/17	1	0	IAIS	5017
		BOX-XF	IOWA INTERSTATE RAILROAD	22041	84/09/17	4	84/09/17	1	0	IAIS	5019
		BOX-XF	IOWA INTERSTATE RAILROAD	22052	84/09/17	4	84/09/17	1	0	IAIS	5030
		BOX-XF	IOWA INTERSTATE RAILROAD	22057	84/09/17	4	84/09/17	1	0	IAIS	5035
		BOX-XF	IOWA INTERSTATE RAILROAD	22059	84/09/17	4	84/09/17	1	0	IAIS	5037
		BOX-XF	IOWA INTERSTATE RAILROAD	22061	84/09/17	4	84/09/17	1	0	IAIS	5039
		BOX-XF	IOWA INTERSTATE RAILROAD	22063	84/09/17	4	84/09/17	1	0	IAIS	5041
		BOX-XF	IOWA INTERSTATE RAILROAD	22064	84/09/17	4	84/09/17	1	0	IAIS	5042
		BOX-XF	IOWA INTERSTATE RAILROAD	22065	84/09/17	4	84/09/17	1	0	IAIS	5043
		BOX-XF	IOWA INTERSTATE RAILROAD	22066	84/09/17	4	84/09/17	1	0	IAIS	5044

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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
2094-04	*	BOX-XF	IOWA INTERSTATE RAILROAD	22069	84/09/17	4	84/09/17	1	0	IAIS	5047
		BOX-XF	IOWA INTERSTATE RAILROAD	22070	84/09/17	4	84/09/17	1	0	IAIS	5048
N=18											
2099-02	*	COV HOP-LO	NITTANY & BALD EAGLE RAILROAD	16216	84/12/14	2	85/02/07	3	0	USLX	979
		COV HOP-LO	NITTANY & BALD EAGLE RAILROAD	16228	84/12/14	2	85/02/07	3	0	USLX	991
N=2											
2108-01	*	TANK-210CI	HI-SCORE PLANT FOOD COMPANY	40633	85/03/19	1	85/03/19	0	3	USLX	22001
		TANK-210CI	HI-SCORE PLANT FOOD COMPANY	40636	85/03/19	1	85/03/19	0	3	USLX	22004
N=2											
2109-01	*	TANK-210CI	HI-SCORE PLANT FOOD COMPANY	40637	85/03/19	1	85/03/19	0	3	USLX	22005
N=1											

TOTAL COLLATERAL ADDITIONS 04/85 = 144

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COLLATERAL DELETIONS
APRIL 30, 1985

LOT NUMBER	*	CAR TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
993-00	*	HOPPER-HT	SEABOARD SYSTEM RAILROADS	12931	70/07/15	1	70/07/15	10	0	WA	24315
		HOPPER-HT	SEABOARD SYSTEM RAILROADS	12933	70/07/15	1	70/07/15	10	0	WA	24317
N=2											
1216-00	*	FLAT-LP	ST REGIS PAPER CO	8448	73/05/02	1	73/05/02	11	0	USEX	4000
		FLAT-LP	ST REGIS PAPER CO	8447	73/05/02	1	73/05/02	11	0	USEX	4001
		FLAT-LP	ST REGIS PAPER CO	8446	73/05/02	1	73/05/02	11	0	USEX	4002
		FLAT-LP	ST REGIS PAPER CO	8443	73/05/02	1	73/05/02	11	0	USEX	4003
		FLAT-LP	ST REGIS PAPER CO	8454	73/05/02	1	73/05/02	11	0	USEX	4006
		FLAT-LP	ST REGIS PAPER CO	8453	73/05/02	1	73/05/02	11	0	USEX	4007
		FLAT-LP	ST REGIS PAPER CO	8442	73/05/02	1	73/05/02	11	0	USEX	4009
		FLAT-LP	ST REGIS PAPER CO	8439	73/05/02	1	73/05/02	11	0	USEX	4011
		FLAT-LP	ST REGIS PAPER CO	8438	73/05/02	1	73/05/02	11	0	USEX	4012
		FLAT-LP	ST REGIS PAPER CO	8437	73/05/02	1	73/05/02	11	0	USEX	4013
		FLAT-LP	ST REGIS PAPER CO	8429	73/05/02	1	73/05/02	11	0	USEX	4015
		FLAT-LP	ST REGIS PAPER CO	8430	73/05/02	1	73/05/02	11	0	USEX	4016
		FLAT-LP	ST REGIS PAPER CO	8431	73/05/02	1	73/05/02	11	0	USEX	4017
		FLAT-LP	ST REGIS PAPER CO	8432	73/05/02	1	73/05/02	11	0	USEX	4018
		FLAT-LP	ST REGIS PAPER CO	8433	73/05/02	1	73/05/02	11	0	USEX	4019
N=15											
1241-00	*	COV HOP-LO	AMERICAN COLLOID CO	11555	73/07/25	1	73/07/25	10	0	LOVX	2850
		COV HOP-LO	AMERICAN COLLOID CO	11554	73/07/25	1	73/07/25	10	0	LOVX	2851
		COV HOP-LO	AMERICAN COLLOID CO	11553	73/07/25	1	73/07/25	10	0	LOVX	2852
		COV HOP-LO	AMERICAN COLLOID CO	11552	73/07/25	1	73/07/25	10	0	LOVX	2853
		COV HOP-LO	AMERICAN COLLOID CO	11550	73/07/25	1	73/07/25	10	0	LOVX	2855
		COV HOP-LO	AMERICAN COLLOID CO	11549	73/07/25	1	73/07/25	10	0	LOVX	2856
		COV HOP-LO	AMERICAN COLLOID CO	11547	73/07/25	1	73/07/25	10	0	LOVX	2858
		COV HOP-LO	AMERICAN COLLOID CO	11546	73/07/25	1	73/07/25	10	0	LOVX	2859
		COV HOP-LO	AMERICAN COLLOID CO	11545	73/07/25	1	73/07/25	10	0	LOVX	2860
		COV HOP-LO	AMERICAN COLLOID CO	11544	73/07/25	1	73/07/25	10	0	LOVX	2861
		COV HOP-LO	AMERICAN COLLOID CO	11542	73/07/25	1	73/07/25	10	0	LOVX	2863
		COV HOP-LO	AMERICAN COLLOID CO	11539	73/07/25	1	73/07/25	10	0	LOVX	2866
		COV HOP-LO	AMERICAN COLLOID CO	11537	73/07/25	1	73/07/25	10	0	LOVX	2868
		COV HOP-LO	AMERICAN COLLOID CO	11536	73/07/25	1	73/07/25	10	0	LOVX	2869
		COV HOP-LO	AMERICAN COLLOID CO	11535	73/07/25	1	73/07/25	10	0	LOVX	2870
		COV HOP-LO	AMERICAN COLLOID CO	11534	73/07/25	1	73/07/25	10	0	LOVX	2871
		COV HOP-LO	AMERICAN COLLOID CO	11533	73/07/25	1	73/07/25	10	0	LOVX	2872
		COV HOP-LO	AMERICAN COLLOID CO	11532	73/07/25	1	73/07/25	10	0	LOVX	2873
		COV HOP-LO	AMERICAN COLLOID CO	11530	73/07/25	1	73/07/25	10	0	LOVX	2875
		COV HOP-LO	AMERICAN COLLOID CO	11529	73/07/25	1	73/07/25	10	0	LOVX	2876
		COV HOP-LO	AMERICAN COLLOID CO	11528	73/07/25	1	73/07/25	10	0	LOVX	2877
		COV HOP-LO	AMERICAN COLLOID CO	11527	73/07/25	1	73/07/25	10	0	LOVX	2878
		COV HOP-LO	AMERICAN COLLOID CO	11526	73/07/25	1	73/07/25	10	0	LOVX	2879
		COV HOP-LO	AMERICAN COLLOID CO	11525	73/07/25	1	73/07/25	10	0	LOVX	2880

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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
1241-00	*	COV HOP-LO	AMERICAN COLLOID CO	11506	73/07/25	1	73/07/25	10	0	LOVX	2881
		COV HOP-LO	AMERICAN COLLOID CO	11508	73/07/25	1	73/07/25	10	0	LOVX	2883
		COV HOP-LO	AMERICAN COLLOID CO	11509	73/07/25	1	73/07/25	10	0	LOVX	2884
		COV HOP-LO	AMERICAN COLLOID CO	11510	73/07/25	1	73/07/25	10	0	LOVX	2885
		COV HOP-LO	AMERICAN COLLOID CO	11511	73/07/25	1	73/07/25	10	0	LOVX	2886
		COV HOP-LO	AMERICAN COLLOID CO	11512	73/07/25	1	73/07/25	10	0	LOVX	2887
		COV HOP-LO	AMERICAN COLLOID CO	11514	73/07/25	1	73/07/25	10	0	LOVX	2889
		COV HOP-LO	AMERICAN COLLOID CO	11515	73/07/25	1	73/07/25	10	0	LOVX	2890
		COV HOP-LO	AMERICAN COLLOID CO	11516	73/07/25	1	73/07/25	10	0	LOVX	2891
		COV HOP-LO	AMERICAN COLLOID CO	11517	73/07/25	1	73/07/25	10	0	LOVX	2892
		COV HOP-LO	AMERICAN COLLOID CO	11519	73/07/25	1	73/07/25	10	0	LOVX	2894
		COV HOP-LO	AMERICAN COLLOID CO	11520	73/07/25	1	73/07/25	10	0	LOVX	2895
		COV HOP-LO	AMERICAN COLLOID CO	11521	73/07/25	1	73/07/25	10	0	LOVX	2896
		COV HOP-LO	AMERICAN COLLOID CO	11522	73/07/25	1	73/07/25	10	0	LOVX	2897
		COV HOP-LO	AMERICAN COLLOID CO	11523	73/07/25	1	73/07/25	10	0	LOVX	2898
		COV HOP-LO	AMERICAN COLLOID CO	11524	73/07/25	1	73/07/25	10	0	LOVX	2899
N=40											
1257-00	*	FLAT-LP	ST REGIS PAPER CO	8502	73/10/08	1	73/10/08	11	0	USEX	10075
		FLAT-LP	ST REGIS PAPER CO	8501	73/10/08	1	73/10/08	11	0	USEX	10076
		FLAT-LP	ST REGIS PAPER CO	8500	73/10/08	1	73/10/08	11	0	USEX	10077
		FLAT-LP	ST REGIS PAPER CO	8499	73/10/08	1	73/10/08	11	0	USEX	10078
		FLAT-LP	ST REGIS PAPER CO	8494	73/10/08	1	73/10/08	11	0	USEX	10079
		FLAT-LP	ST REGIS PAPER CO	8493	73/10/08	1	73/10/08	11	0	USEX	10080
		FLAT-LP	ST REGIS PAPER CO	5997	73/10/08	1	73/10/08	11	0	USEX	10081
		FLAT-LP	ST REGIS PAPER CO	8492	73/10/08	1	73/10/08	11	0	USEX	10082
		FLAT-LP	ST REGIS PAPER CO	8495	73/10/08	1	73/10/08	11	0	USEX	10083
		FLAT-LP	ST REGIS PAPER CO	5996	73/10/08	1	73/10/08	11	0	USEX	10084
		FLAT-LP	ST REGIS PAPER CO	5995	73/10/08	1	73/10/08	11	0	USEX	10085
		FLAT-LP	ST REGIS PAPER CO	8497	73/10/08	1	73/10/08	11	0	USEX	10087
		FLAT-LP	ST REGIS PAPER CO	5994	73/10/08	1	73/10/08	11	0	USEX	10089
		FLAT-LP	ST REGIS PAPER CO	8505	73/10/08	1	73/10/08	11	0	USEX	10090
		FLAT-LP	ST REGIS PAPER CO	5993	73/10/08	1	73/10/08	11	0	USEX	10091
		FLAT-LP	ST REGIS PAPER CO	8504	73/10/08	1	73/10/08	11	0	USEX	10092
		FLAT-LP	ST REGIS PAPER CO	8503	73/10/08	1	73/10/08	11	0	USEX	10093
		FLAT-LP	ST REGIS PAPER CO	5992	73/10/08	1	73/10/08	11	0	USEX	10094
		FLAT-LP	ST REGIS PAPER CO	8507	73/10/08	1	73/10/08	11	0	USEX	10095
		FLAT-LP	ST REGIS PAPER CO	5991	73/10/08	1	73/10/08	11	0	USEX	10096
		FLAT-LP	ST REGIS PAPER CO	8506	73/10/08	1	73/10/08	11	0	USEX	10097
		FLAT-LP	ST REGIS PAPER CO	8513	73/10/08	1	73/10/08	11	0	USEX	10098
		FLAT-LP	ST REGIS PAPER CO	8512	73/10/08	1	73/10/08	11	0	USEX	10099
		FLAT-LP	ST REGIS PAPER CO	8511	73/10/08	1	73/10/08	11	0	USEX	10100
		FLAT-LP	ST REGIS PAPER CO	8510	73/10/08	1	73/10/08	11	0	USEX	10101
		FLAT-LP	ST REGIS PAPER CO	8509	73/10/08	1	73/10/08	11	0	USEX	10102
		FLAT-LP	ST REGIS PAPER CO	5990	73/10/08	1	73/10/08	11	0	USEX	10103
		FLAT-LP	ST REGIS PAPER CO	8508	73/10/08	1	73/10/08	11	0	USEX	10104

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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
1257-00	*	FLAT-LP	ST REGIS PAPER CO	5989	73/10/08	1	73/10/08	11	0	USEX	10105
		FLAT-LP	ST REGIS PAPER CO	8514	73/10/08	1	73/10/08	11	0	USEX	10107
		FLAT-LP	ST REGIS PAPER CO	8516	73/10/08	1	73/10/08	11	0	USEX	10109
		FLAT-LP	ST REGIS PAPER CO	5987	73/10/08	1	73/10/08	11	0	USEX	10110
		FLAT-LP	ST REGIS PAPER CO	8520	73/10/08	1	73/10/08	11	0	USEX	10112
		FLAT-LP	ST REGIS PAPER CO	8519	73/10/08	1	73/10/08	11	0	USEX	10113
		FLAT-LP	ST REGIS PAPER CO	8518	73/10/08	1	73/10/08	11	0	USEX	10114
		FLAT-LP	ST REGIS PAPER CO	9999	73/10/08	1	73/10/08	11	0	USEX	10115
		FLAT-LP	ST REGIS PAPER CO	8532	73/10/08	1	73/10/08	11	0	USEX	10116
		FLAT-LP	ST REGIS PAPER CO	8531	73/10/08	1	73/10/08	11	0	USEX	10117
		FLAT-LP	ST REGIS PAPER CO	8530	73/10/08	1	73/10/08	11	0	USEX	10118
		FLAT-LP	ST REGIS PAPER CO	5986	73/10/08	1	73/10/08	11	0	USEX	10121
		FLAT-LP	ST REGIS PAPER CO	8522	73/10/08	1	73/10/08	11	0	USEX	10122
		FLAT-LP	ST REGIS PAPER CO	8521	73/10/08	1	73/10/08	11	0	USEX	10123
		FLAT-LP	ST REGIS PAPER CO	5985	73/10/08	1	73/10/08	11	0	USEX	10124
		FLAT-LP	ST REGIS PAPER CO	8526	73/10/08	1	73/10/08	11	0	USEX	10125
		FLAT-LP	ST REGIS PAPER CO	8525	73/10/08	1	73/10/08	11	0	USEX	10126
		FLAT-LP	ST REGIS PAPER CO	8524	73/10/08	1	73/10/08	11	0	USEX	10127
		FLAT-LP	ST REGIS PAPER CO	8528	73/10/08	1	73/10/08	11	0	USEX	10128
		FLAT-LP	ST REGIS PAPER CO	8527	73/10/08	1	73/10/08	11	0	USEX	10129
N=48											
1473-00	*	COV HOP-LO	ATCHISON TOPEKA & SANTE FE RWY CO	13242	76/12/10	1	76/12/10	8	0	TPW	17201
		COV HOP-LO	ATCHISON TOPEKA & SANTE FE RWY CO	13269	76/12/10	1	76/12/10	8	0	TPW	17202
		COV HOP-LO	ATCHISON TOPEKA & SANTE FE RWY CO	13268	76/12/10	1	76/12/10	8	0	TPW	17203
		COV HOP-LO	ATCHISON TOPEKA & SANTE FE RWY CO	13267	76/12/10	1	76/12/10	8	0	TPW	17204
		COV HOP-LO	ATCHISON TOPEKA & SANTE FE RWY CO	13266	76/12/10	1	76/12/10	8	0	TPW	17205
N=5											
1533-01	≠	COV HOP-LO	LEASE POOL	16216	0/00/00	0	0/00/00	0	0	USLX	979
		COV HOP-LO	LEASE POOL	16228	0/00/00	0	0/00/00	0	0	USLX	991
N=2											
1582-01	*	BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22024	79/02/20	1	79/02/20	10	0	LNAC	15002
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22026	79/02/20	1	79/02/20	10	0	LNAC	15004
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22029	79/02/20	1	79/02/20	10	0	LNAC	15007
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22032	79/02/20	1	79/02/20	10	0	LNAC	15010
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22035	79/02/20	1	79/02/20	10	0	LNAC	15013
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22036	79/02/20	1	79/02/20	10	0	LNAC	15014
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22039	79/02/20	1	79/02/20	10	0	LNAC	15017
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22041	79/02/20	1	79/02/20	10	0	LNAC	15019
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22052	79/02/20	1	79/02/20	10	0	LNAC	15030
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22057	79/02/20	1	79/02/20	10	0	LNAC	15035
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22059	79/02/20	1	79/02/20	10	0	LNAC	15037

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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
1582-01	*	BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22061	79/02/20	1	79/02/20	10	0	LNAC	15039
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22063	79/02/20	1	79/02/20	10	0	LNAC	15041
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22064	79/02/20	1	79/02/20	10	0	LNAC	15042
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22065	79/02/20	1	79/02/20	10	0	LNAC	15043
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22066	79/02/20	1	79/02/20	10	0	LNAC	15044
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22069	79/02/20	1	79/02/20	10	0	LNAC	15047
		BOX-XF	LOUISVILLE NEW ALBANY & CORYDON RR	22070	79/02/20	1	79/02/20	10	0	LNAC	15048
N=18											
1748-02	*	GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37828	82/10/15	1	83/07/21	1	3	IRRC	643566
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37838	82/10/15	1	83/07/21	1	3	IRRC	643576
		GONDOLA-GB	ATLANTIC & WESTERN RAILWAY	37846	82/10/15	1	83/07/21	1	3	IRRC	643584
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
1956-00	*	TANK-210CI	LEASE POOL	40633	0/00/00	0	0/00/00	0	0	USLX	22001
		TANK-210CI	LEASE POOL	40636	0/00/00	0	0/00/00	0	0	USLX	22004
		TANK-210CI	LEASE POOL	40637	0/00/00	0	0/00/00	0	0	USLX	22005
N=3											
2058-02	*	COV HOP-LO	CARGILL INC	24172	83/12/14	2	84/10/01	0	4	USLX	7520
		COV HOP-LO	CARGILL INC	24175	83/12/14	2	84/10/01	0	4	USLX	7524
		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	38072	83/12/14	2	84/10/01	0	4	USLX	18322
		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
		COV HOP-LO	CARGILL INC	38543	83/12/14	2	84/10/01	0	4	USLX	27333
N=8											

TOTAL COLLATERAL DELETIONS 04/85 = 144