

Funding Systems Railcars, Inc.

TRI-STATE CENTER • SUITE 370 • 2215 SANDERS RD. • NORTHBROOK, IL 60062 • (312) 272-8350

January 25, 1985

Mr. James H. Bayne
Secretary
Interstate Commerce Commission
Washington, DC 20423

RECORDATION NO. 14193-F FILE 1425

JAN 31 1985 10 03 AM

INTERSTATE COMMERCE COMMISSION

5-031A022

No.

JAN 31 1985

Date

10-10

U.S. Department of Commerce

Dear Sir:

Enclosed for recordation pursuant to the provisions of Section 11303 of Title 49 of the U.S. Code and the regulations thereunder are the original and one copy of Amendment to Management Contract, a secondary document, under the Management Contract dated September 30, 1983.

The primary document to which this is connected is recorded under the Recordation Number 14193.

The names and addresses of the parties to the enclosed documents are:

Manager: Funding Systems Railcars, Inc.
2215 Sanders Road
Suite 370
Northbrook, IL 60062

Owner: General Electric Credit Corporation.
1600 Summer Street, 6th Floor
Stamford, CT 06905
Attn: Manager-Operations,
Transportation Financing

A general description of railroad equipment covered by the enclosed document is as follows:

One (1) open-top hopper railcar bearing the identification mark UMP 6949.

The original and all extra copies of the enclosed documents should be returned to Ms. Sharon Schumacher of Funding Systems Railcars, Inc., 2215 Sanders Road, Suite 370, Northbrook, IL 60062

Also enclosed is a remittance in the amount of \$10.00 for payment of recordation fees.

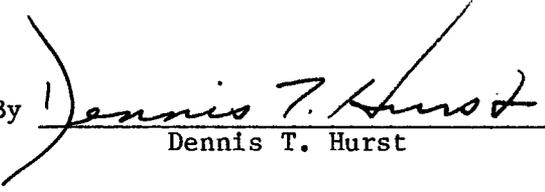
JAN 31 1985 10 57 AM

Mr. James H. Bayne
Interstate Commerce Commission
January 25, 1985
Page 2

I am an officer of Funding Systems Railcars, Inc. and have knowledge of the matters set forth herein.

Very truly yours,

By


Dennis T. Hurst

DTH:pb
encl.

SENT VIA: Certified Mail

Interstate Commerce Commission
Washington, D.C. 20423

1/31/85

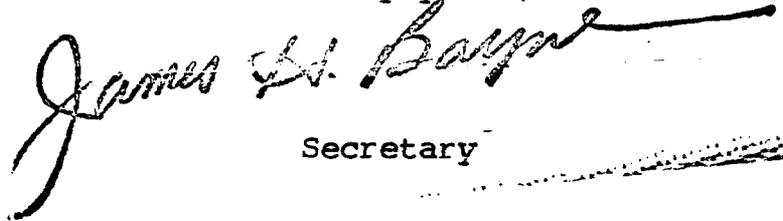
OFFICE OF THE SECRETARY

Sharon Schumacher
Funding Systems Railcars, Inc.
2215 Sanders Road, Suite 370
Northbrook, Illinois 60062

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/31/85 at 10:05am and assigned re-
recording number(s). 14193 - ~~4~~

Sincerely yours,


Secretary

Enclosure(s)

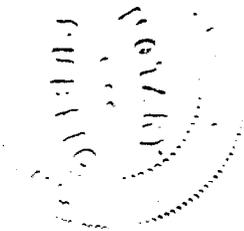
STATE OF ILLINOIS)
)
COUNTY OF COOK)

REGISTRATION NO. 14193 E
FILED 1425

JAN 31 1985 10 05 AM

INTERSTATE COMMERCE COMMISSION

On this 25th day of January, 1985, I hereby certify that I have compared the attached copy of Amendment to Management Contract between Funding Systems Railcars, Inc. and General Electric Credit Corporation, dated November 6, 1984 with the original and have found the copy to be complete and identical in all respects to the original document.



Patricia M. Bueg

Notary Public

My commission expires:

My Commission Expires Nov. 5, 1988

RECORDATION NO. 14193-E FILED 1425

JAN 31 1985 - 10 05 AM

INTERSTATE COMMERCE COMMISSION

AMENDMENT

TO

MANAGEMENT CONTRACT

Dated as of September 30, 1983

Between

General Electric Credit Corporation

as Owner

AND

Funding Systems Railcars, Inc.

as Manager

AMENDMENT TO
MANAGEMENT CONTRACT

THIS AMENDMENT is dated as of the 6th day of November, 1984 and amends that certain Management Contract dated as of September 30, 1983 (the "Agreement") between General Electric Credit Corporation (the "Owner") and Funding Systems Railcars, Inc. (the "Manager").

WHEREAS the parties hereto are parties to the Management Contract which was filed with the Interstate Commerce Commission at Recordation Number 14193 on November 25, 1983; and

WHEREAS, the parties hereto now desire to amend the Management Contract as hereinafter provided.

NOW THEREFORE, intending to be legally bound hereby, the parties hereto do agree as follows:

1. Effective May 19, 1984 the item of Equipment bearing the identification number UMP 6949 shall be deleted from Schedule No. 1 and no longer subject to the terms and conditions of the Management Contract.

2. Further modifications. Except as expressly set forth herein, the Agreement shall remain in full force and effect, unamended and unmodified.

IN WITNESS WHEREOF, the Owner and the Manager have executed this Amendment as of the day and year first above written.

FUNDING SYSTEMS RAILCARS, INC.

By *Dennis T. Hurst*
Title: Executive Vice President-
Finance

ATTEST:
Rutha M. Bue

GENERAL ELECTRIC CREDIT CORPORATION

By *[Signature]*
Title:

ATTEST:
Oliver W R Champerlain

STATE OF ILLINOIS)
)
COUNTY OF DU PAGE)

On this 24th day of JANUARY, 1985,
before me personally appeared HERMAN GERTE, to me
personally known, who, being by me duly sworn, said that he/she is an
authorized officer of GENERAL ELECTRIC CREDIT CORP.
that one of the seals affixed to the foregoing instrument is the corporate
seal of said corporation, that said instrument was signed and sealed on
behalf of said corporation by authority of its Board of Directors and he/she
acknowledged that the execution of the foregoing instrument was the free act
and deed of said corporation.

Sharon Schumacher
Notary Public

My commission expires:

My Commission Expires Jan. 27, 1985