



CONTINENTAL BANK

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO • 231 SOUTH LA SALLE STREET, CHICAGO, ILLINOIS 60693

April 10, 1980

0-102A093

APR 11 1980

Secretary of the Interstate
Commerce Commission
Washington, D.C. 20423

RECORDATION NO. 11224-C Filed 1425

APR 11 1980 - 3 22 PM

Fee \$ 10.00

ICS Washington, D.C.

Dear Sir:

INTERSTATE COMMERCE COMMISSION

We request that you record the enclosed Assignment of Leases Supplement, dated as of March 21, 1980, from Delgray Leasing (the "Mortgagor"), 4615 Post Oak Place, Houston, Texas 77027 and Glenco Transportation Services, Inc. (as agent for the Mortgagor), 1700 West Loop South, Suite 1205, Houston, Texas 77027 to Continental Illinois National Bank and Trust Company of Chicago (the "Mortgagee"), having its principal office at 231 South LaSalle Street, Chicago, Illinois 60693.

The enclosed document is a supplement to the Assignment of Leases, dated as of December 21, 1979 (the "Assignment of Leases"), from the Mortgagor to the Mortgagee. The Assignment of Leases was filed and recorded with the Interstate Commerce Commission under 49 U.S.C. 11303 of the Interstate Commerce Act at 9:15 A.M. on December 21, 1979. Recordation Number 11224-A was marked thereon.

The enclosed Assignment of Leases Supplement evidences and confirms the subjection of the two leases described on Schedule I thereto to the security interest created by the Assignment of Leases.

One lease covers twenty-two 23,500 gallon DOT 111A100W3 exterior coiled and insulated tank cars identified by marks and numbers GLNX 23118 through GLNX 23139. The other lease covers five 4,750 cubic foot capacity covered hopper cars identified by marks and numbers GLNX 405 through GLNX 409.

Very truly yours,

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO

James H. Davis

James H. Davis, Vice President

RECEIVED
APR 11 3 23 PM '80
I.C.C.
FEE OPERATION BR.

Steve W. Strobel
James H. Davis

RECORDATION NO. 1124-C Filed 1425

APR 11 1980 - 3 32 PM

INTERSTATE COMMERCE COMMISSION

ASSIGNMENT OF LEASES SUPPLEMENT
NO. 1

Assignment of Leases Supplement ("this Supplement") dated as of March 21, 1980 from DELGRAY LEASING, a Texas limited partnership, Texas ("Owner") and GLENCO TRANSPORTATION SERVICES, INC. ("Agent") acting as agent of Owner, to CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association ("Bank"), having its principal office at 231 South LaSalle Street, Chicago, Illinois 60693;

W I T N E S S E T H:

Owner and Bank have executed and delivered a certain Assignment of Leases dated as of December 21, 1979 (which agreement, together with any amendments and supplements which have been made thereto, is hereinafter called the "Assignment of Leases") as security for certain obligations, including, without limitation, loans made by Bank to Owner under that certain Term Loan Agreement (and, if amended, all amendments thereto) dated as of December 26, 1979 (the "Term Loan Agreement") between Owner and Bank.

The Assignment of Leases was filed and recorded with the Interstate Commerce Commission under 49 U.S.C. 11303 of the Interstate Commerce Act on December 21, 1979 as Document No. 1124-A. The following Assignment of Leases Supplements (substantially in the form of this Supplement) were filed and recorded with the Interstate Commerce Commission as follows:

<u>Supplement No.</u>	<u>Date of Supplement</u>	<u>Date of ICC Filing</u>	<u>ICC Filing Number</u>
1	March 21, 1980		

Owner has assigned and granted to Bank under the Assignment of Leases a security interest in and to certain leases therein described, including the leases described in Schedule I hereto (the "Supplement Leases").

NOW, THEREFORE, in consideration of the premises, Owner does hereby agree as follows:

Owner has, in and by the Assignment of Leases, mortgaged, transferred and assigned to Bank, and granted to Bank a security interest in and to the Supplement Leases described in Schedule I annexed hereto. This Supplement evidences and confirms the subjection of such Supplement Leases to the security interest created by the Assignment of Leases and secures the punctual

payment of the indebtedness secured by the Assignment of Leases and the performance and observance by Owner of all of its agreements herein and in the Chattel Mortgage, dated December 21, 1979 from Owner to Bank, and in the Assignment of Leases and Term Loan Agreement contained. To the extent, if any, that the Assignment of Leases may not be effective in mortgaging and granting a security interest to Bank in such Supplement Leases, Owner does by this Supplement hereby mortgage, transfer, and assign to Bank, and grant unto Bank a security interest in the Supplement Leases described in Schedule I hereto, all upon the terms set forth in the Assignment of Leases.

IN WITNESS WHEREOF, this supplement has been duly extended and delivered as of March 21, 1980.

DELGRAY LEASING

By NIRVANA UNLIMITED, INC.
General Partner

ATTEST:

Melvin K. Parker
Secretary

(Corporate Seal)

By Ray L. Fisher
Title: Vice President

GLENCO TRANSPORTATION SERVICES, INC.

By Ray L. Fisher
Title: Vice President

Attest:

Melvin K. Parker
Assistant Secretary

(Corporate Seal)

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO

By James W. Davis
Title: Vice President

ATTEST:

W. J. Bond
Operations Officer

(Corporate Seal)

STATE OF ILLINOIS)
) SS.
COUNTY OF C O O K)

On this 21st day of March, 197⁸⁰9, before me personally appeared Gary L. Forbes, to me personally known, who being by me duly sworn, says that he is the Vice President of NIRVANA UNLIMITED, INC., a Delaware corporation which is general partner of DELGRAY LEASING, a Texas limited partnership, 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 acting as such general partner by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation acting as such general partner.

Susan A. Moritz
Notary Public

My Commission expires January 3, 1983

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this 21st day of March, 198⁰0, before me personally appeared Gary L. Forbes and Melvin K. Pankey to me personally known, who being by me duly sworn, say that they are, respectively, the Vice President and ^{Assistant} Secretary of GLENCO TRANSPORTATION SERVICES, INC., a Texas corporation, that the seal 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 that they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Susan A. Moritz
Notary Public

My Commission expires January 3, 1983

STATE OF ILLINOIS)
) SS.
COUNTY OF C O O K)

On this 21st day of March, 1980, before me personally appeared James H. Davis and W. J. Bond to me personally known, who being by me duly sworn, say that they are, respectively, the Vice President and Operations Officer of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association, that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said association by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Susan A. Moritz
Notary Public

My Commission expires January 3, 1983

SCHEDULE I TO ASSIGNMENT OF LEASES SUPPLEMENT NO. 1, DATED MARCH 21, 1980
DESCRIPTION OF LEASES AND CARS OF OWNER PLEDGED PURSUANT THERETO

<u>Lessee</u>	<u>Contract Date</u>	<u>Rider Date</u>	<u>Term of Lease</u>	<u>Car Numbers (both inclusive)</u>	<u>No. of Cars</u>	<u>Rent Per Car Per Month (1)</u>	<u>Lease No.</u>	<u>Rider No.</u>	<u>ICC Filing No. & Date</u>
Conoco, Inc.	10/20/79	11/20/79	34 months	GLNX 23118 - 23139	22	\$525.00 +	980	#2	
Diamond Shamrock Corporation	11/12/79	11/15/79	5 years	GLNX 405 - 409	5	\$515.00	790-H	#1	