#13

NEW NUMBER

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD+
CHARLES T. KAPPLER
JOHN H. DOYLE♦
GEORGE JOHN KETO°
RICHARD N. BAGENSTOS
JAMES C. MARTIN, JR.♦

+ALSO ADMITTED IN NEW YORK
°ALSO ADMITTED IN OHIO
♦ALSO ADMITTED IN MARYLAND

LAW OFFICES
ALVORD AND ALVORD
200 WORLD CENTER BUILDING
918 SIXTEENTH STREET, N.W.
WASHINGTON, D.C.
20006-2973
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OF COUNSEL
URBAN A. LESTER

CABLE ADDRESS
"ALVORD"

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440367 A AND A

TELEFAX
(202) 393-2156

RECORDATION NO 16252 FILED 1425

MAR 23 1989 -12 15 PM

INTERSTATE COMMERCE COMMISSION

March 24, 1989

Mr. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Date
Fee $
ICC Washington, D. C.

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two (2) fully executed original copies of a General Assignment and Bill of Sale dated December 29, 1988, a primary document as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

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

Assignor: No.5 Rail Car Leasing Company
845 Larch Avenue
Elmhurst, Illinois 60126

Assignee: Chrysler Rail Transportation Corporation
Greenwich Office Park 1
Greenwich, Connecticut 06836

A description of the railroad equipment covered by the enclosed document is set forth in Schedule A attached thereto.

Also enclosed is a check in the amount of $13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return a stamped copy of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed primary document to appear in the Commission's Index is:

> General Assignment and Bill of Sale dated December 29, 1988 between Chrysler Rail Transportation Corporation, Assignee, and No. 5 Rail Car Leasing Company, Assignor covering railroad equipment described in Schedule A thereto.

Very truly yours,

Charles T. Kappler

Charles T. Kappler

Enclosures

16252
RECORDATION NO. ____ FILED 1425
MAR 23 1989 -12 15 PM
INTERSTATE COMMERCE COMMISSION

GENERAL ASSIGNMENT AND BILL OF SALE

NO. 5 RAIL CAR LEASING COMPANY Assignor	to	CHRYSLER RAIL TRANSPORTATION CORPORATION Assignee

Pursuant to and in accordance with the provisions and conditions of that certain Asset Purchase Agreement, dated as of November 23, 1988 (the "Agreement"), heretofore made and entered into by and between Transportation Corporation of America, an Illinois corporation (the "Company"), and Chrysler Rail Transportation Corporation, a Delaware corporation ("Assignee"), and for the consideration therein specified, No. 5 Rail Car Leasing Company, an Illinois corporation ("Assignor"), does hereby convey, transfer and assign to Assignee, and Assignee does hereby acquire from Assignor, all of the right, title and interest, both legal and equitable, of Assignor in and to the following assets and properties (the "Purchased Assets"):

(a) the railcars indicated on Schedule A hereto (the "Railcars"), except for (i) any Railcars which have been destroyed or irreparably damaged prior to the date hereof, with respect to which, as of such date, Assignor has received the settlement of the claims related thereto (the "Destroyed Railcars") and (ii) any Railcars sold or disposed of on or prior to the date hereof in accordance with Section 6.1(b) of the Agreement (the "Sold Railcars");

(b) the rights of Assignor subsequent to the date hereof under all lease agreements, car usage agreements and other similar rental arrangements relating to the Railcars, other than any Destroyed Railcars or Sold Railcars (the "Leases");

(c) all rights of Assignor subsequent to the date hereof under the contracts, agreements, instruments, arrangements and understandings relating to the Railcars listed on Schedule B hereto, other than any Destroyed Railcars or Sold Railcars (the "Assigned Contracts");

(d) all records, drawings, blueprints and other specifications directly relating to the Railcars (other than any Destroyed Railcars or Sold Railcars), the Leases and the Assigned Contracts; and

(e) except as excluded in (v) below, all rights of Assignor with respect to any claims for loss or damage to any of the Railcars against any lessee, carrier, insurance company or third party;

wherever situated; provided, however, that the following assets and properties shall not be conveyed, transferred or assigned to Assignee:

(i) all amounts owed to Assignor or any of the Sellers (as defined in the Agreement) with respect to the Railcars, the Leases or the Assigned Contracts which are attributable to the period through the date hereof (whether due from any lessees under the Leases, carriers or third parties), other than any amounts referred to in (e) above;

(ii) all railcar reporting marks related to the Railcars owned by Assignor and all rights of Assignor under any agreements to utilize the reporting marks of others;

(iii) all of Assignor's corporate books and records and all accounting journals, records and books of account which comprise Assignor's permanent accounting or tax records;

(iv) any authorization of Assignor from any railroad for the placement or use of any of the Railcars under Assignor's reporting marks on such railroad; and

(v) all rights of Assignor or any of the Sellers against any lessee, carrier, insurance company or third party with respect to any claims for or related to (x) any loss or damage to any of the Railcars with respect to which, pursuant to the terms of Section 8.1 of the Agreement, Assignor or any of the Sellers are responsible or liable for the maintenance or repair thereof and (y) any of the Destroyed Railcars or Sold Railcars.

TO HAVE AND TO HOLD the same, with the appurtenances thereof, unto Assignee, its successors and assigns, forever, to its own proper use and behalf.

This General Assignment and Bill of Sale shall be effective for all purposes as of the close of business on December 29, 1988.

IN WITNESS WHEREOF, each of the undersigned corporations has caused this instrument to be executed by a duly authorized officer on December 29, 1988.

NO. 5 RAIL CAR LEASING COMPANY

By: _____
Its: TREASURER

CHRYSLER RAIL TRANSPORTATION CORPORATION

By: _____
Its: VP SALES

STATE OF ILLINOIS)
) SS.
COUNTY OF DU PAGE)

On this 29th day of December, 1988, before me personally appeared Lee E. Johnson, to me personally known, who, being by me duly sworn, says that he is Treasurer of Transportation Corporation of America, and that the foregoing General Assignment and Bill of Sale was signed on behalf of said corporation by authority of its Board of Directors. Further, he acknowledged that the execution of the foregoing General Assignment and Bill of Sale was the free act and deed of said corporation.

Judith M. Lyons
Notary Public

[Notarial Seal]

My commission expires:

"OFFICIAL SEAL"
JUDITH M. LYONS
Notary Public, State of Illinois
My Commission Expires 12/11/91

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this 29th day of December, 1988, before me personally appeared John J. Thomas, to me personally known, who, being by me duly sworn, says that he is Vice President of Sales of Chrysler Rail Transportation Corporation, and that the foregoing General Assignment and Bill of Sale was signed on behalf of said corporation by authority of its Board of Directors. Further, he acknowledged that the execution of foregoing General Assignment and Bill of Sale was the free act and deed of said corporation.

OFFICIAL SEAL
SHARON BJORKBACK
NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXP. JULY 22,1991

Sharon Bjorkback
Notary Public

[Notarial Seal]

My commission expires: July 22, 1991

SCHEDULE A

FILE GROUP NAME	FILE GROUP NUMBER	INDEX NUMBER	LESSOR	CAR TYPE	REPORTING MARKS
TL04	1	3	TCA	100 TON COVERED HOPPER	TCAX 60085-60104 AND 60155-60199
TGTS1	2	22	TCA	WOODCHIP GONDOLA	HTCX 2100-2141 (EXCEPT 2104, 2113, 2123, 2126, AND 2133)
TLU1	3	100	TCA	70 TON THRALL DOOR	TCAX 30026 AND 30027
TLU1	3	96	TCA	70 TON THRALL DOOR	HTCX 404-412 (EXCEPT 407)
TLU1	3	73	TCA	100 TON THRALL DOOR	TCAX 20316-20317
TLU1	3	78	TCA	70 TON THRALL DOOR	TCAX 20199
TLU1	3	108	TCA	70 TON THRALL DOOR	TCAX 20324-20326
TLU1	3	77	TCA	70 TON THRALL DOOR	MDW 3013, 3015, 3017, 3029, 3049 AND 3053
TLU1	3	64	TCA	100 TON THRALL DOOR	TCAX 20256 AND 20262
TLU1	3	113	TCA	70 TON THRALL DOOR	TCAX 20124-20131, 20133, 20135-20137 AND 20139
TLU1	3	60	TCA	100 TON THRALL DOOR	TCAX 20297-20301
TLU1	3	94	TCA	70 TON THRALL DOOR	HTCX 403
TLU1	3	63	TCA	100 TON THRALL DOOR	TCAX 20257, 20258 AND 20315
TLU1	3	112	TCA	70 TON THRALL DOOR	HTCX 306-308
TLU1	3	61	TCA	100 TON THRALL DOOR	TCAX 20313
TL04	4	129	TCA	100 TON COVERED HOPPER	TCAX 60601-60725 (EXCEPT 60643, 60694 AND 60710)
TL04	4	127	TCA	100 TON COVERED HOPPER	TCAX 60213-6, 60282-338 (NON INCL.) AND 60471-522 (NON INCL.) (NOTE 11)
TL09	5	19	TCA	70 TON COVERED HOPPER	TCAX 40004
TL09	5	17	TCA	70 TON COVERED HOPPER	TCAX 40005-40010
TL09	5	16	TCA	70 TON COVERED HOPPER	TCAX 40000-40003
TFC1	6	121	TCA	CONTAINER FLAT	QFFX 1 AND 2
TFC1	6	120	TCA	CONTAINER FLAT	QFFX 3
TFC1	6	119	TCA	CONTAINER FLAT	QFFX 4
TL08	7	21	TCA	70 TON COVERED HOPPER	HTCX 5870-5884 (EXCEPT 5878)
TL08	7	14	TCA	70 TON COVERED HOPPER	HTCX 5801-5825 (EXCEPT 5806 AND 5807)
TL08	7	20	TCA	70 TON COVERED HOPPER	HTCX 5851-5859 (EXCEPT 5857)
TL08	7	18	TCA	70 TON COVERED HOPPER	HTCX 5826-5850
TL05	8	132	TCA	70 TON COVERED HOPPER	TCAX 40011-40020 (EXCEPT 40014)
TL07	9	11	TCA	70 TON COVERED HOPPER	HTCX 4700-4774 (EXCEPT 4709 AND 4770)
TFB2	10	27	#2 RCL	100 TON BULKHEAD FLAT	MILW 62150-62249 (EXCEPT 62180)
TFB2	10	32	TCA	100 TON BULKHEAD FLAT	TCAX 50014-50032
TFB2	10	33	AEC	100 TON BULKHEAD FLAT	TCAX 50000-50013
TL05	11	15	TCA	70 TON COVERED HOPPER	TCAX 40014
TL06A	12	133	TCA	70 TON COVERED HOPPER	HTCX 6018-6037
TL06A	12	131	TCA	70 TON COVERED HOPPER	HTCX 6038-6057
TCB2	13	49	TCA	100 TON CENTER BEAM	BN 624070-624072 AND 624075-624078
TCB2	13	47	TCA	100 TON CENTER BEAM	WP 1401-1410
TGB2-1	14	51	TCA	100 TON GONDOLA	WRRC 680150-60154
TGB2-1	14	53	#5 RCL	100 TON GONDOLA	WRRC 680100-680149
TCB2A	15	46	#3 RCL	100 TON CENTER BEAM	MILW 63000-63099 (EXCEPT 63006, 63027, 63043, 63060 AND 63067)
TL012	16	125	TCA	100 TON COVERED HOPPER	TCAX 60456-60575 (NON INCLUSIVE) (NOTE 9)
TXP1	17	1	RCL	HIGH CUBE BOX	CR 294737-294776
TGB1	18	52	#6 RCL	100 TON GONDOLA	CNW 742000-742149
TGT1	19	54	#4 RCL	100 TON ROTARY GONDOLA	NORX 701-921 (EXCEPT 854, 904 AND 917)
TL011	20	8	TCA	100 TON COVERED HOPPER	TCAX 60053-60154 (NON INCLUSIVE) (NOTE 1)
TL011	20	6	TCA	100 TON COVERED HOPPER	TCAX 60040-60052 (EXCEPT 60048)
TL011	20	4	TCA	100 TON COVERED HOPPER	TCAX 60000-60039 AND 60069-60079
TGB4	21	137	TCA	100 TON GONDOLA	GMSR 64209-64218
TGB4	21	143	TCA	100 TON GONDOLA	GMSR 64230-64268 (NON INCLUSIVE) (NOTE 15)
TGB4	21	136	TCA	100 TON GONDOLA	CNW 130514-130524

FILE GROUP NAME	FILE GROUP NUMBER	INDEX NUMBER	LESSOR	CAR TYPE	REPORTING MARKS
TGB4	21	142	TCA	100 TON GONDOLA	CNW 130400-130513
TGB4	21	139	TCA	100 TON GONDOLA	ICG 246950-246964
TGB4	21	135	TCA	100 TON GONDOLA	IHB 64233-64269 (NON INCLUSIVE) (NOTE 14)
TLU2A	22	91	TCA	70 TON THRALL DOOR	TCAX 20328-20360 (EXCEPT 20339 AND 20346)
TLU2A	22	92	TCA	70 TON THRALL DOOR	TCAX 20307-20309, 20319-20323 AND 20375
TLU2A	22	56	TCA	70 TON THRALL DOOR	TCAX 20366
TLU2A	22	111	TCA	70 TON THRALL DOOR	HTCX 300 AND 301
TLU2A	22	107	TCA	70 TON THRALL DOOR	TCAX 20237-20436 (NON INCLUSIVE) (NOTE 7)
TLU2A	22	93	TCA	70 TON THRALL DOOR	HTCX 304
TLU2A	22	86	TCA	70 TON THRALL DOOR	HTCX 415, TCAX 20235-20236 AND 20239
TLU2A	22	90	TCA	70 TON THRALL DOOR	HTCX 355-413 (NON INCLUSIVE) AND TCAX 20071-20314 (NON INCLUSIVE) (NOTE 6)
TLU2A	22	57	TCA	70 TON THRALL DOOR	TCAX 20365
TLU2A	22	85	TCA	70 TON THRALL DOOR	TCAX 20367
TFB1	23	31	TCA	100 TON BULKHEAD FLAT	MDW 1150-1199 (EXCEPT 1158)
TFB1	23	34	TCA	100 TON BULKHEAD FLAT	ADN 548 AND 549
TFB1	23	28	TCA	100 TON BULKHEAD FLAT	MSV 310-324
TFB1	23	35	TCA	100 TON BULKHEAD FLAT	ADN 550-599
TFB1	23	30	TCA	100 TON BULKHEAD FLAT	MSV 300-309
TFB1	23	36	TCA	100 TON BULKHEAD FLAT	CBRY 1451-1490
TFB1	23	26	TCA	100 TON BULKHEAD FLAT	ADN 530-534
TFB1	23	23	TCA	70 TON BULKHEAD FLAT	CBRY 1200-1229
TFB1	23	29	TCA	100 TON BULKHEAD FLAT	MDW 1100-1149
TFB1	23	37	TCA	100 TON BULKHEAD FLAT	CBRY 16022-16044
TLU2	24	74	TCA	70 TON THRALL DOOR	TCAX 20075
TLU2	24	89	TCA	70 TON THRALL DOOR	TCAX 20290 AND 20291
TLU2	24	59	TCA	70 TON THRALL DOOR	TCAX 20076 AND 20296
TLU2	24	115	TCA	70 TON THRALL DOOR	TCAX 20201-20230 (NON INCLUSIVE) (NOTE 8)
TLU2	24	88	TCA	70 TON THRALL DOOR	TCAX 20143-20200 (NON INCLUSIVE) (NOTE 5)
TLU2	24	116	TCA	70 TON THRALL DOOR	HTCX 316
TLU2	24	105	TCA	70 TON THRALL DOOR	TCAX 20287 AND 20289
TLU2	24	117	TCA	70 TON THRALL DOOR	HTCX 319-333 (EXCEPT 320 AND 329)
TLU2	24	82	TCA	70 TON THRALL DOOR	TCAX 20000-20065 (NON INCLUSIVE) AND 20221 (NOTE 4)
TLU2	24	79	TCA	70 TON THRALL DOOR	TCAX 20027-20031, 20034, 20066 AND 20068-20070
TLU2	24	104	TCA	70 TON THRALL DOOR	TCAX 20084-20095 (EXCEPT 20087)
TLU2	24	102	TCA	70 TON THRALL DOOR	TCAX 20248-20255
TLU2	24	65	TCA	100 TON THRALL DOOR	TCAX 20261
TLU2	24	118	TCA	70 TON THRALL DOOR	TCAX 20400-20414
TLU2	24	97	TCA	70 TON THRALL DOOR	TCAX 20368-20372
TLU2	24	98	TCA	70 TON THRALL DOOR	TCAX 20294
TLU2	24	101	TCA	70 TON THRALL DOOR	TCAX 20078-20083
TLU2	24	103	TCA	70 TON THRALL DOOR	TCAX 20302
TLU2	24	87	TCA	70 TON THRALL DOOR	TCAX 20292, 20293 AND 20295
TLU2	24	110	TCA	70 TON THRALL DOOR	HTCX 318
TLU2	24	75	TCA	70 TON THRALL DOOR	TCAX 30001-30025 (EXCEPT 30003, 30006 AND 30011)
TLU2	24	81	TCA	70 TON THRALL DOOR	MDW 3057
TLU2	24	114	TCA	70 TON THRALL DOOR	TCAX 20303-20306
TGT2	25	55	#7 RCL	100 TON ROTARY GONDOLA	NORX 922-1031
TFM1	26	24	TCA	100 TON FLAT	MKT 13100-13199 (NON INCLUSIVE) (NOTE 2)
TFM1	26	25	TCA	100 TON FLAT	MKT 13100-13199 (NON INCLUSIVE) (NOTE 2)
TGB4A	27	134	TCA	100 TON GONDOLA	CBRY 5001-5161 (NON INCLUSIVE) (NOTE 13)

FILE GROUP NAME	FILE GROUP NUMBER	INDEX NUMBER	LESSOR	CAR TYPE	REPORTING MARKS
T6B4A	27	144	TCA	100 TON GONDOLA	CBRY 3900-4049 (EXCEPT 3919 AND 3983)
TLU1A	28	69	TCA	100 TON THRALL DOOR	ADN 4800-4809
TLU1A	28	68	TCA	100 TON THRALL DOOR	ADN 4900, 4901, 4906, 4907 AND 4910
TLU1A	28	70	TCA	100 TON THRALL DOOR	ADN 4810-4814
TLU1A	28	71	TCA	100 TON THRALL DOOR	ADN 4822
TLU1A	28	62	TCA	100 TON THRALL DOOR	ADN 4902-4905 AND 4908-4909
TLU1A	28	72	TCA	100 TON THRALL DOOR	ADN 4815-4824 (EXCEPT 4822)
TLU1A	28	66	TCA	100 TON THRALL DOOR	ADN 4701-4770
TL013	29	128	TCA	100 TON COVERED HOPPER	SOO 3101-3199 (NON INCLUSIVE) (NOTE 12)
TL013	29	126	TCA	100 TON COVERED HOPPER	MILW 813100-813198 (NON INCLUSIVE) (NOTE 10)
TCB1A	30	39	TCA	100 TON CENTER BEAM	CBRY 1700-1749
T6B3-1	31	50	TCA	100 TON GONDOLA	CNW 350065-350089
TCB1-2	32	40	TCA	100 TON CENTER BEAM	CBRY 1800-1849 (EXCEPT 1848)
T6B5-1	33	145	IPL	100 TON COVERED GONDOLA	CSL 251-300
TCB1	34	44	TCA	100 TON CENTER BEAM	BCIT 871500-871624 (EXCEPT 871576 AND 871599)
TCB1	34	43	TCA	100 TON CENTER BEAM	BCIT 871700-871701
TBI1	35	122	TCA	AUTORACK	RACK NUMBER 1650-1699
T6B3B1	36	141	TCA	100 TON GONDOLA	PAL 245600-245649
TCB1D1	37	42	TCA	100 TON CENTER BEAM	CBRY 1900-1976 (EXCEPT 1916, 1922 AND 1930)
T6B3A1	38	138	TCA	100 TON GONDOLA	CBRY 6100-6124
TCB1B	39	38	TCA	100 TON CENTER BEAM	BCIT 873950-873953
TCB1B	39	41	TCA	100 TON CENTER BEAM	BCIT 871000-871259 (NON INCLUSIVE) (NOTE 3)
T6B3-1	40	140	TCA	100 TON GONDOLA	CNW 350000-350064
TL03A	41	12	TCA	100 TON COVERED HOPPER	MILW 803300-803323
TL03A	41	13	TCA	100 TON COVERED HOPPER	MILW 803230-803249
TTRI2	42	124	TCA	AUTORACK	RACK NUMBER 1700-1778
TCB1C	43	45	TCA	100 TON CENTER BEAM	BCIT 871300-871424
TCB1E	44	48	TCA	100 TON CENTER BEAM	CBRY 1600-1699
TL03A	45	130	TCA	100 TON COVERED HOPPER	MILW 803324-803348
TTRI1	46	123	TCA	AUTORACK	RACK NUMBER 1600-1649
TL010	47	10	TCA	100 TON COVERED HOPPER	SOO 3209-3211, 3215, 3220 AND 3222
TL010	47	5	TCA	100 TON COVERED HOPPER	MILW 813201, 813203, 813204, 813206 AND 813207
TL010	47	7	TCA	100 TON COVERED HOPPER	SOO 3200, 3202 AND 3205
TL010	47	9	TCA	100 TON COVERED HOPPER	MILW 813226,813227 AND 813229
TL010	47	2	TCA	100 TON COVERED HOPPER	MILW 813208, 813212-813214, 813216-813219, 813221, 813223-813225
TLU2	48	67	TCA	100 TON THRALL DOOR	HTCX 428
TLU2	48	80	TCA	70 TON THRALL DOOR	HTCX 334-339 AND 341-353 (EXCEPT 343, 348 AND 351)
TLU2	48	99	TCA	70 TON THRALL DOOR	CACV 28077-28081
TLU2	48	109	TCA	70 TON THRALL DOOR	HTCX 354 AND 30000
TLU2	48	76	TCA	70 TON THRALL DOOR	TCAX 20151 AND 20165
TLU2	48	83	TCA	70 TON THRALL DOOR	HTCX 427
TLU2	48	84	TCA	70 TON THRALL DOOR	HTCX 393-397 (EXCEPT 395)
TLU2	48	95	TCA	70 TON THRALL DOOR	TCAX 30028-30032
TLU2	48	58	TCA	70 TON THRALL DOOR	HTCX 309-313
TLU2	48	106	TCA	70 TON THRALL DOOR	HTCX 414

Notes:

Note 1 - Index Number 8

TCAX 60053-60154 (except 60069-60079, 60085-60109)

Note 2 - Index Number 24 and 25

Combined, these index numbers contain MKT 13101-13199

Note 3 - Index Number 41

BCIT 871000-871259 (except 871005, 871030, 871079, 871150-87199

Note 4 - Index Number 82

TCAX 20000-20065 (except 20005, 20016, 20026-20032, 20034, 20039, 20043, 20046 and 20064) and 20221

Note 5 - Index Number 88

TCAX 20143-20200 (except 21051, 20165, 20168, 20169, 20175, 20181, 20193-20195 and 20199)

Note 6 - Index Number 90

HTCX 355, 356, 357-372, 375-386, 392, 413, TCAX 20071-20073, 20096-20117, 20119-20123, 20140-20141, 20195 and 20314

Note 7 - Index Number 107

TCAX 20237, 20238, 20241, 20243-20245, 20281-20284, 20311, 20378, 20381, 20382, 20415-20427, 20428-20436

Note 8 - Index Number 115

TCAX 20201-20230 (except 20202, 20206, 20207, 20215, 20216, 20219, 20221 and 20226)

Note 9 - Index Number 125

TCAX 60456-60470, 60524-60575 (except 60542, 60546, 60552 and 60556)

Note 10 - Index Number 126

MILW 813100-813198 (except 813101-813103, 813105, 813106, 813109-813112, 813114-813118, 813120-813123, 813126, 813127, 813136, 813137, 813139-813143, 813145, 813153-815156, 813158, 813164-813173, 813175, 813176, 813178, 813183, 813185-813187, 813189, 813194 and 813196)

Note 11 - Index Number 127

TCAX 60213-60216, 60282-60338 (except 60289, 60302-60306 and 60331) and 60471-60522 (except 60487)

Note 12 - Index Number 128

S00 3101-3103, 3105-3106, 3109-3112, 3114-3118, 3120-3121, 3123, 3127, 3137, 3139-3143, 3145, 3153-3156, 3158, 3164-3169, 3170-3173, 3175-3176, 3178, 3183, 3185-3187, 3189, 3194, 3196 and 3199

Note 13 - Index Number 134

CBRY 5001, 5003, 5005, 5009, 5012, 5013, 5014, 5015, 5021, 5024, 5025, 5033, 5039, 5041, 5043, 5047, 5057, 5059, 5060, 5061, 5065, 5069, 5072, 5073, 5092, 5099, 5102, 5103, 5113, 5114, 5115, 5118, 5121-5123, 5125, 5131, 5135, 5137, 5139, 5140, 5142-5144, 5146, 5147, 5152, 5153, 5157 and 5161

Note 14 - Index Number 135

IHB 64233, 64234, 64236, 64239, 64242, 64244, 64247, 64248, 64249, 64250, 64252, 64253, 64255, 64259, 64260, 64263, 64264, 64266, 64267 and 64269

Note 15 - Index Number 143

GMSR 64230, 64231, 64232, 64235, 64237, 64238, 64240, 64241, 64243, 64245, 64246, 64251, 64254, 64256-64258, 64261, 64262, 64265 and 64268

SCHEDULE B

1. Agency Agreement dated August 8, 1986, by and between Transportation Corporation of America and Emons Industries Inc. regarding twenty-five 52'6", 100-ton gondolas.

The following leases are subject to such by the Agreement:

(a) Lease Agreement by and between Illinois Central Gulf Railroad and Transportation Corporation of America dated August 14, 1986 (Index No. 139).

(b) Lease Agreement by and between Gulf and Mississippi Railroad Corporation and Transportation Corporation of America dated August 19, 1986 (Index No. 137).

2. Agency Agreement dated August 15, 1986, and Amendment No. 1 dated September 14, 1987, by and between Transportation Corporation of America and Emons Industries, Inc. regarding one hundred 52'6" 100-ton gondolas which are the subject of the Lease Agreement dated September 20, 1987, by and between Paducah and Louisville Railway, Inc. and Transportation Corporation of America (Index No. 141).

3. Agency Agreement dated April 24, 1987, by and between Transportation Corporation of America and Emons Marketing Services, Inc. regarding forty, 52'6" 100-ton gondolas which are the subject of the Lease Agreement by and between Gulf and Mississippi Railroad Corporation and Transportation Corporation of America (Index No. 143).