

RECORDATION NO. 13294-1425-A

OCT 27 1981 -11 45 AM

NORTH AMERICAN CAR INTERSTATE COMMERCE COMMISSION

NORTH AMERICAN CAR CORPORATION
33 West Monroe
Chicago, IL U.S.A. 60603
Telephone 312.853.5000
Telex #255222

RECORDATION NO. 13294-B

OCT 27 1981 -11 45 AM

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Re: Filing of 1) Lease of Railroad Equipment ("Lease") dated as of June 11, 1981 between North American Railcar Partners, Ltd. 1981-I ("Partners"), as Lessor, and North American Car Corporation ("NAC"), as Lessee, and 2) Rider No.s 1, 2, 3 and 4 to the Lease, all dated as of June 11, 1981.

Dear Secretary:

Enclosed for recording under 49 U.S.C. §11303 are executed counterparts of 1) the Lease and 2) 4 Riders thereto numbered 1 through 4, inclusive. The address of both Partners and NAC is 33 W. Monroe, Suite 2400, Chicago, IL 60603.

Under the Lease, Partners leases to NAC those railcars, which are to be described in riders from time to time executed by Partners and NAC, for the term, at the rental rate, and subject to such other provisions identified in the rider applicable to such railcar. Rider No.s 1, 2, 3 and 4 describe railcars subject to the Lease.

Also enclosed is a check, payable to the Interstate Commerce Commission in the amount of \$90 as a recording fee for the Lease (\$50) and the 4 Riders (\$10 each). Pursuant to the Commission's rules and regulations for the recording of certain documents, you are hereby requested to duly file a counterpart of the Lease for record in your office; then file one counterpart of each Rider under the recordation number given the Lease (No. 1 first, then No. 2, No. 3 and finally No. 4); and to return the remaining counterparts, together with the Secretary's Certificate of Recording, to the messenger making this delivery.

Sincerely,

NORTH AMERICAN CAR CORPORATION

By Edward H. Soderstrom II
Secretary

EHS/wm

RECORDATION NO. 13294-C
File 1425

OCT 27 1981 -11 45 AM
Edward H. Soderstrom II
General Counsel
Investor Management Service Division and
Law Department
INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 13294-D
File 1425

OCT 27 1981 -11 45 AM
INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 13294
File 1425

OCT 27 1981 -11 45 AM
INTERSTATE COMMERCE COMMISSION

1-300A143

October 20, 1981

No. [Stamp]
Date OCT 27 1981
Fee \$ 90.00

ICC Washington, D. C.

Lease - New Number
Rider 1 - A
Rider 2 - B
Rider 3 - C
Rider 4 - D

OCT 27 11 35 AM '81

Counterpart A & B

RIDER NUMBER 3 TO LEASE AGREEMENT
DATED JUNE 11, 1981

RECORDATION NO. 13294-C
OCT 27 1981 - 11 45 AM
INTERSTATE COMMERCE COMMISSION

RIDER NUMBER 3 "Rider" dated as of June 11, 1981, to LEASE OF RAILROAD EQUIPMENT, dated as of June 11, 1981, (the "Lease"), between NORTH AMERICAN CAR CORPORATION, a Delaware corporation (the "Lessee"), and NORTH AMERICAN RAILCAR PARTNERS, LTD. 1981-I, an Illinois limited partnersh (the "Lessor").

The Units described herein shall be subject to the terms and conditions of the Lease and this Rider during the term of use and for the rental set forth below:

<u>Number of Units</u>	<u>Type of Unit and Unit Number</u>	<u>Monthly Lease Rental Per Unit</u>
Four (4)	4740 cubic foot capacity covered hopper cars, equipped with 100-ton trucks, lined, for shipment of Silica Sand (NAHX 49103, 49181, 49185, 49404)	\$416.25

The term of use of the Unit hereinabove described shall commence on June 11, 1981, and shall continue up to and including May 31, 1984 except as set forth in the Lease.

IN WITNESS WHEREOF, the parties hereto have caused this Rider to be executed in their respective corporate names by officers thereunto duly authorized, and their respective corporate seals to be affixed and duly attested, all as of the date first above written.

(CORPORATE SEAL)

NORTH AMERICAN CAR CORPORATION
("Lessee")

By J. Hanison

Title Vice Pres.

Attest:

By [Signature]

Title Asst Secy

(CORPORATE SEAL)

NORTH AMERICAN RAILCAR PARTNERS,
LTD., 1981-I, an Illinois limited
partnership ("Lessor")

By NAC RAILCAR INVESTORS, INC.
Its general partner

By [Signature]

Title Vice Pres.

Attest:

By [Signature]

Title Secy

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this 11th day of June, 1981 before me personally appeared John A. Harrison and Edward H. Soderstrom II to me personally known, who being by me duly sworn says that they are, respectively, the Vice President and Assistant Secretary of NORTH AMERICAN CAR CORPORATION, that the seal affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of said corporation 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 corporation.

(SEAL)

Debra A. Kelly
Notary Public

My Commission Expires: My Commission Expires Feb. 23 1983

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this 11th day of June, 1981 before me personally appeared Roger A. Noback and Edward H. Soderstrom II to me personally known, who being by me duly sworn says that they are, respectively, the Vice President and Secretary of NAC RAILCAR INVESTORS, INC., a Delaware corporation, that the seal affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of NORTH AMERICAN RAILCAR PARTNERS, LTD. 1981-I by said corporation, as general partner thereof, 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 corporation.

(SEAL)

Debra A. Kelly
Notary Public

My Commission Expires: My Commission Expires Feb. 23, 1983