

Funding Systems Railcars, Inc.

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

RECORDATION NO. 14395-C FILED 1428

January 7, 1985

JAN 11 1985 - 11 50 AM

5-011A056

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

INTERSTATE COMMERCE COMMISSION

No.
Date JAN 11 1985

Time 10:00

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 Agreement, a secondary document, under the Management Agreement dated August 1, 1984.

The Primary document to which this is connected is recorded under the Recordation Number 14395.

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

Owner: Crocker Equipment Leasing Corporation
111 Sutter Street (22)
San Francisco, CA 94104
Attn: Commercial & Industrial Group

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

Thirty four (34) gondola railroad cars bearing the identification marks TSBY.

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

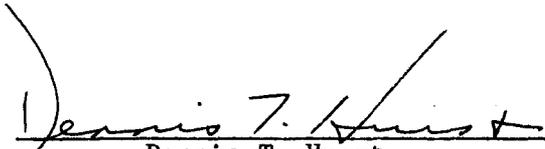
Also enclosed is a remittance in the amount of \$10.00 for payment of recordation fees.

TOP COPY
JAN 11 11 24 AM '85
NOTICE

Mr. James H. Bayne
Interstate Commerce Commission
January 7, 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

1/14/85

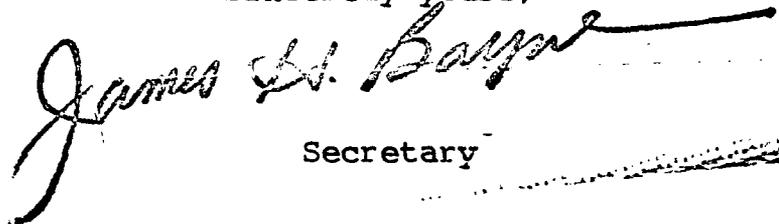
OFFICE OF THE SECRETARY

Sharon Schumacher
Funding Systems Railcars, Inc
2215 Sanders Road, Suit 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 1/11/85 at 11:30am and assigned re-
recording number(s). 14395-C & 14013-A

Sincerely yours,


Secretary

Enclosure(s)

REGISTRATION NO. 14395-C Filed 1425

JAN 11 1985 - 11 50 AM

INTERSTATE COMMERCE COMMISSION

AMENDMENT

TO

MANAGEMENT AGREEMENT

Dated as of August 1, 1984

Between

Crocker Equipment Leasing Corporation

as Owner

AND

Funding Systems Railcars, Inc.

as Manager

LS

AMENDMENT TO
MANAGEMENT AGREEMENT

THIS AMENDMENT is dated as of the 28th day of December, 1984 and amends that certain Management Agreement dated as of August 1, 1984 (the "Agreement") between Crocker Equipment Leasing Corporation (the "Owner") and Funding Systems Railcars, Inc. (the "Manager").

WHEREAS the parties hereto are parties to the Management Agreement which was filed with the Interstate Commerce Commission at Recordation Number 14395 on August 6, 1984; and

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

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

1. Equipment The Management Agreement covers certain gondola railroad cars (the "Equipment") more fully described on Exhibit A to the Agreement. The parties hereto agree that the Manager may change the equipment numbers on certain items of Equipment and that the Agreement and Exhibit A thereto are hereby amended to change the equipment numbers for the following items of Equipment:

<u>The item of Equipment bearing the number</u>	<u>Shall be changed to Equipment number</u>
WSOR 5639	TSBY 5639, effective 11-5-84
WSOR 5641	TSBY 5641, effective 12-5-84
WSOR 5646	TSBY 5646, effective 12-19-84
WSOR 5648	TSBY 5648, effective 11-5-84
WSOR 5652	TSBY 5652, effective 11-5-84
WSOR 5656	TSBY 5656, effective 12-20-84
WSOR 5664	TSBY 5664, effective 12-26-84
WSOR 5668	TSBY 5668, effective 11-7-84
WSOR 5670	TSBY 5670, effective 11-7-84
WSOR 5690	TSBY 5690, effective 11-5-84
WSOR 5693	TSBY 5693, effective 11-7-84
WSOR 5700	TSBY 5700, effective 12-20-84
WSOR 5705	TSBY 5705, effective 12-5-84
WSOR 5707	TSBY 5707, effective 12-19-84
WSOR 5712	TSBY 5712, effective 12-20-84
WSOR 5713	TSBY 5713, effective 12-20-84
WSOR 5721	TSBY 5721, effective 11-7-84
WSOR 5722	TSBY 5722, effective 11-5-84
WSOR 5724	TSBY 5724, effective 12-19-84
WSOR 5728	TSBY 5728, effective 12-5-84

18

The item of Equipment
bearing the number

Shall be changed to
Equipment number

WSOR 5735	TSBY 5735, effective 12-20-84
WSOR 5736	TSBY 5736, effective 12-5-84
WSOR 5738	TSBY 5738, effective 12-26-84
WSOR 5746	TSBY 5746, effective 11-5-84
WSOR 5755	TSBY 5755, effective 11-7-84
WSOR 5769	TSBY 5769, effective 11-7-84
WSOR 5772	TSBY 5772, effective 11-7-84
WSOR 5777	TSBY 5777, effective 11-5-84
WSOR 5782	TSBY 5782, effective 11-7-84
WSOR 5796	TSBY 5796, effective 11-7-84
WSOR 5798	TSBY 5798, effective 12-20-84
WSOR 5820	TSBY 5820, effective 11-7-84
WSOR 5822	TSBY 5822, effective 11-5-84
WSOR 5823	TSBY 5823, effective 12-20-84

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.

CROCKER EQUIPMENT LEASING CORPORATION

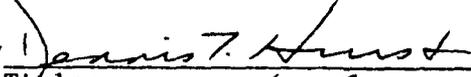
ATTEST:

By 
Title: Vice President



FUNDING SYSTEMS RAILCARS, INC.

ATTEST:

By 
Title: ~~EXECUTIVE VICE PRESIDENT~~
FINANCE

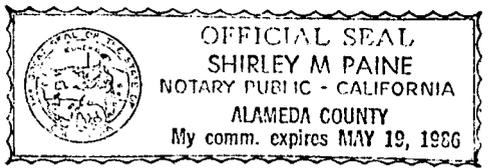


STATE OF CALIFORNIA)
COUNTY OF SAN FRANCISCO)

On this 3rd day of January, 1985,
before me personally appeared John Z. Bulkeley, to me
personally known, who, being by me duly sworn, said that he/~~she~~ is an
authorized officer of Crocker Equipment Leasing Corporation
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.

Shirley M Paine

Notary Public



My commission expires:
05-19-86

8

STATE OF Illinois)
)
COUNTY OF Du Page)

On this 28th of December, 1984, before me personally appeared Dennis T. Hurst, to me personally known, who, being by me duly sworn, said that he/she is Executive Vice President-Finance of Funding Systems Railcars, Inc. that the foregoing instrument was signed on behalf of said corporation by proper authority therefor, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sharon Schumaker
Notary Public

My commission expires:

My Commission Expires Jan. 27, 1985

5

STATE OF ILLINOIS)
)
COUNTY OF DU PAGE)

RECORDATION NO. Filed 1425

JAN 11 1985 - 11 50 AM

INLET 713 - COMMERCE COMMISSION

On this 7th day of January, 1985, I hereby certify that I have compared the attached copy of the Management Agreement between Funding Systems Railcars, Inc. and Crocker Equipment Leasing Corporation dated December 28, 1984 with the original and have found the copy to be complete and identical in all respects to the original document.

Sharon Schumaker

Notary Public



My commission expires:

My Commission Expires Jan. 27, 1985