



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

No. 3-265A095
Date SEP 22 1983
Fee \$ 10.00
ICC Washington, D.C.

August 18, 1983

RECORDATION NO. 9927-LLLLL Filed 1425

SEP 22 1983 - 11 55 AM
INTERSTATE COMMERCE COMMISSION

SEP 22 1983
FEE OPERATIONS
RECEIVED

Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Secretary:

I have enclosed an original and several counterparts of the documents described below, to be recorded pursuant to section 11303 of title 49 of the U.S. Code.

This document is a Supplement, a secondary document, dated as of August 1, 1982.

The primary document to which this is connected is recorded under Recordation No. 9927.

This one should be 9927-LLLLL (645!)

The names and addresses of the parties to the document are as follows:

Bailor and Assignee: General Electric Credit and Leasing Corporation
260 Long Ridge Rd.
P. O. Box 8300
Stamford, CT 06904

Bailee and Assignor: North American Car Corporation
33 West Monroe Street
Chicago, IL 60603

A description of the equipment covered by the document is attached to the Supplement as Schedule A.

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the messenger presenting this document.

A short summary of the document to appear in the index follows: *Complete restatement of Equipment used Lease.*

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**NORTH
AMERICAN
CAR**

Page Two

Supplement dated as of August 1, 1983 to Bailment Agreement and Assignment of Leases dated as of December 18, 1978 between General Electric Credit and Leasing Corporation, 260 Long Ridge Rd., P. O. Box 8300, Stamford, CT 06904, Bailor and Assignee, and North American Car Corporation, 33 West Monroe St., Chicago, IL 60603, Bailee and Assignor, covering the equipment described in Schedule A to the Supplement.

Very truly yours,



Edward H. Soderstrom II

EHS/clc
Enc.

Interstate Commerce Commission
Washington, D.C. 20423

9/22/83

OFFICE OF THE SECRETARY

**Edward H. Soderstrom 11
North American Car Corp.
33 West Monroe
Chicago, Illinois 60603**

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 **9/22/83** at **10:25am**, and assigned re-
recording number(s). **9927-LLLLL**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

Article III. Representation and Warranties

3.01 The representations, warranties and covenants of NACC in the Assignment are true and correct on and as of the date hereof as though made on and as of this date.

IN WITNESS WHEREOF, NACC AND GECC have executed this Supplement as of this 1st day of August, 1983.

NORTH AMERICAN CAR CORPORATION

By Jean F. Nagatani
Jean F. Nagatani,
Manager-Administration of
Investor Management Programs

ATTEST:

Edward H. Soderstrom II
Edward H. Soderstrom II
Assistant Secretary

GENERAL ELECTRIC CREDIT AND
LEASING CORPORATION

By Denis J. Nayden
DENIS J. NAYDEN
Manager - Operations

ATTEST:

William H. Wood

STATE OF ILLINOIS
COUNTY OF COOK

)
: ss.:
)

On this 1st day of August, 1983, before me personally appeared Jean F. Nagatani, to me personally known, who being by me duly sworn, says that she is the Manager-Administration of Investor Management Programs of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Fred B Baechle
Notary Public

[Notarial Seal]

STATE OF *Connecticut*
COUNTY OF *Fairfield*

)
: ss.:
)

On this *19* day of *September*, 1983, before me personally appeared *Denis J. Nayden*, to me personally known, who being by me duly sworn, says that (s)he is a *Manager-operations* of GENERAL ELECTRIC CREDIT AND LEASING CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Anna M. Delahunty
Notary Public

[Notarial Seal]

SCHEDULE A

Page 1 of 2

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
16,000 gallon exterior coiled, insulated tank car, 100-ton truck DOT 111A100W3	10	NATX 17410-17419	17410-17419
30,000 gallon non-coiled non-insulated tank car, 100-ton truck, DOT 111A100W1	50	NATX 29225-29242 29246-29277	29225-29242 29246-29277
20,000 gallon exterior coiled, insulated tank car, 100-ton truck, DOT 111A100W3	47	NATX 72545-72558 72566-72574 72600-72610 72612-72624	72545-72558 72566-72574 72600-72610 72612-72624
23,500 gallon exterior coiled, insulated tank car, 100-ton truck, DOT 111A100W3	72	NATX 77064-77113 77115,77186- 77205,77271	77064-77113 77115,77186- 77205,77271
20,000 gallon interior coiled, non-insulated tank car, 100-ton truck, DOT 111A100W1	23	NATX 73635-73645 73648-73659	73635-73645 73648-73659
24,000 gallon interior coiled, non-insulated tank car, 100-ton truck, DOT 111A100W1	40	NATX 81109-81148	81109-81148
5,750 cu. ft. covered hopper, pressure differential unloading (5 PSI), 100-ton truck, class LO	23	NAHX 59181,59183- 59185,59189- 59206,59211	59181,59183- 59185,59189- 59206,59211
3,000 cu. ft. covered hopper, pressure differential unloading (15 PSI), 100-ton truck, class LO	84	NAHX 93945-93947 93960-93969 93973-93974 94015-94022 94024-94056 94058-94069 94071-94074 94129-94140	93945-93947 93960-93969 93973-93974 94015-94022 94024-94056 94058-94069 94071-94074 94129-94140

SCHEDULE A

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
4,000 cu. ft. covered hopper car, pressure differential unloading (15 PSI), 100-ton truck, class LO	8	NAHX 390128-390129 390140-390142 390144-390146	390128-390129 390140-390142 390144-390146
4,750 cu. ft. covered hopper car, 100-ton truck, class LO	1,345	NAHX 465650-465724 477519-477536 477538-477593 479631,479635- 479680,479750- 479768,479770- 479799,479850- 479899,480050- 480099,480200- 480299,480330- 480358,480365- 480383,480550- 480574,480776- 480794,480805- 480814,480825- 481002,481004- 481099,481105- 481118,481140- 481149,481200- 481249,481775- 481874	465650-465724 477519-477536 477538-477593 479631,479635- 479680,479750- 479768,479770- 479799,479850- 479899,480050- 480099,480200- 480299,480330- 480358,480365- 480383,480550- 480574,480776- 480794,480805- 480814,480825- 481002,481004- 481099,481105- 481118,481140- 481149,481200- 481249,481775- 481874
		TRC 1001-1150 1151-1225 1226-1350	480400-480549 480575-480649 465000-465124

SCHEDULE B

Page 1 of 7

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR desi</u>
Car Leasing Agreement 1968-07 (dated 8/1/60) Rider No. 157 (dated 8/28/78)	NATX 29225-29232	29225-29232	30,000 gallon non-coiled, non- insulated tank car, 100-ton truck, DOT 111A100W1
Car Leasing Agreement 1968-07 (dated 8/1/60) Rider No. 159 (dated 1/2/79)	NATX 29233-29242	29233-29242	Same as above
Car Leasing Agreement 1968-07 (dated 8/1/60) Rider No. 161 (dated 2/9/79)	NATX 29246-29251	29246-29251	Same as above
Car Leasing Agreement 1968-07 (dated 8/1/60) Rider No. 162 (dated 2/8/79)	NATX 29252-29255	29252-29255	Same as above
Car Leasing Agreement 1372 (dated 2/7/73) Rider No. 4 (dated 3/1/79)	NATX 29256-29257	29256-29257	Same as above
Car Leasing Agreement 8371-06 (dated 7/1/67) Rider No. 27 (dated 2/13/79)	NATX 29258-29277	29258-29277	Same as above
Car Leasing Agreement 3821-02 (dated 5/21/71) Rider No. 11 (dated 1/23/79)	NATX 72545-72558	72545-72558	20,000 gallon exterior coiled, insulated tank car, 100-ton truck, DOT 111A100W3
Car Leasing Agreement 3821-02 (dated 5/21/71) Rider No. 13 (dated 2/22/79)	NATX 72566-72574	72566-72574	Same as above
	NATX 73658-73659	73658-73659	20,000 gallon interior coiled, non-insulated tank car, 100-t truck, DOT 111A100W1

SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR desi</u>
Car Leasing Agreement 5981-06 (dated 11/1/62) Rider No. 38 (dated 4/30/79)	NATX 72600-72605	72600-72605	20,000 gallon exterior coiled, insulated tank car, 100-ton tru DOT 111A100W3
Car Leasing Agreement 0325-32 (dated 6/1/72) Rider No. 49 (dated 8/7/79)	NATX 72606-72610	72606-72610	Same as above
Car Leasing Agreement 5782-36 (dated 6/1/62) Rider No. 78 (dated 5/24/79)	NATX 72612-72623	72612-72623	Same as above
Car Leasing Agreement 8533 (dated 1/30/76) Rider No. 4 (dated 7/6/79)	NATX 72624	72624	Same as above
Car Leasing Agreement 3821-02 (dated 5/21/71) Rider No. 12 (dated 1/23/79)	NATX 73635-73645	73635-73645	20,000 gallon interior coiled, non-insulated tank car, 100- ton truck, DOT 111A100W1
Car Leasing Agreement 7329-01 (dated 11/15/73) Rider No. 4 (dated 11/30/78)	NATX 73648-73657	73648-73657	Same as above
Car Leasing Agreement 0360-02 (dated 9/1/66) Rider No. 27 (dated 10/9/78)	NATX 77064-77105	77064-77105	23,500 gallon exterior coiled, insulated tank car, 100-ton truck, DOT 111A100W3
Car Leasing Agreement 0360-02 (dated 9/1/66) Rider No. 29 (dated 10/9/78)	NATX 77106-77113, 77115	77106-77113, 77115	Same as above
Car Leasing Agreement 1340-02 (dated 7/18/72) Rider No. 11 (dated 4/19/79)	NATX 77186-77190	77186-77190	Same as above

SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR de</u>
Car Leasing Agreement 2832-02 (dated 2/1/73) Rider No. 10 (dated 5/21/79)	NATX 77191-77198	77191-77198	Same as above
Car Leasing Agreement 1968-07 (dated 8/1/60) Rider No. 165 (dated 5/24/79)	NATX 77199-77205, 77271	77199-77205, 77271	Same as above
Car Leasing Agreement 8222-39 (dated 5/1/69) Rider No. 104 (dated 7/26/78)	NATX 81109-81128, 81130-81136, 81138-81148	81109-81128, 81130-81136, 81138-81148	24,000 gallon interior coile non-insulated tank car, 100- ton truck, DOT 111A100W1
Car Leasing Agreement 3259-04 (dated 7/21/72) Rider No. 11 (dated 11/25/81)	NATX 81129, 81137	81129, 81137	Same as above
Car Leasing Agreement 3278 (dated 12/1/76) Rider No. 4 (dated 12/26/78)	NAHX 59181,59189- 59205	59181,59189- 59205	5750 cu. ft. covered hopper car, pressure differential unloading (5 1 100-ton truck, Class LO
Car Leasing Agreement 4672 (dated 5/7/74) Rider No. 12 (dated 3/29/83)	NAHX 59185	59185	Same as above
Car Leasing Agreement 3455 (dated 2/13/79) Rider No. 1 (dated 7/26/79)	NAHX 59183-59184 59206,59211	59183-59184 59206,59211	Same as above
Car Leasing Agreement 5713 (dated 7/26/79) Rider No. 1 (dated 7/26/79)	NAHX 93945-93947, 94129-94140	93945-93947, 94129-94140	3000 cu. ft. covered hopper car, pressure differential unloading (15 100-ton truck Class LO
Car Leasing Agreement 1438 (dated 7/26/79) Rider No. 1, as assigned by Assignment and Assumption dated 11/30/82	NAHX 93960-93969	93960-93969	Same as above

SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (including AAR des)</u>
Car Leasing Agreement 1569 (dated 5/21/74) Rider No. 4 (dated 4/19/79)	NAHX 93973-93974	93973-93974	Same as above
Car Leasing Agreement 1835-02 (dated 9/1/68) Rider No. 13 (dated 5/4/79)	NAHX 94015-94022, 94024-94056, 94058-94069, 94071-94074	94015-94022, 94024-94056, 94058-94069, 94071-94074	Same as above
Car Leasing Agreement 3813-02 (dated 6/27/72) Rider No. 8 (dated 3/28/79)	NAHX 390128-390129	390128-390129	4000 cu ft. covered hopper car, pressure differential unloading (15 PS 100-ton truck, Class LO
Car Leasing Agreement 1569 (dated 5/21/74) Rider No. 5 (dated 4/19/79)	NAHX 390140-390142 390144-390146	390140-390142 390144-390146	Same as above
Car Leasing Agreement 0369-02 (dated 7/29/74) Rider No. 8 (dated 10/8/78)	NAHX 465650-465724 480550-480574	465650-465724 480550-480574	4650 cu. ft. covered hopper car, 100-ton truck, Class LO 4750 cu. ft. covered hopper car, 100-ton truck, Class LO
Car Leasing Agreement 1285-04 (dated 3/8/74) Rider No. 63 (dated 5/9/79)	NAHX 477519-477536 477538-477593	477519-477536 477538-477593	Same as above
Car Leasing Agreement 5751 (dated 5/26/78) Rider No. 2, as assigned by Assignment and Assumption dated 4/30/83 (Car Leasing Agreement 8096-06, Rider No. 101)	NAHX 479656-479680	479656-479680	Same as above
Car Leasing Agreement 5751 (dated 5/26/78) Rider No. 2 (dated 11/17/78)	NAHX 479631,479635- 479655	479631,479635- 479655	Same as above
Car Leasing Agreement 0426 (dated 6/9/78) Rider No. 2 (dated 8/22/78)	NAHX 479750-479768 479770-479799 479850-479899	479750-479768 479770-479799 479850-479899	Same as above

SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR des:</u>
Car Leasing Agreement 7788 (dated 11/20/72) Rider No. 12 (dated 10/31/78)	NAHX 480050-480099	480050-480099	Same as above
Car Leasing Agreement 1285-04 (dated 3/8/74) Rider No. 55 (dated 10/31/78)	NAHX 480200-480299 481000-481002 481004-481099	480200-480299 481000-481002 481004-481099	Same as above
Car Leasing Agreement 6960 (dated 9/24/75) Rider No. 21 (dated 3/1/79)	NAHX 480330-480347 481143-481149	480330-480347 481143-481149	Same as above
Car Leasing Agreement 1155 (dated 5/15/79) Rider No. 1 (dated 5/15/79)	NAHX 480348-480358	480348-480358	Same as above
Car Leasing Agreement 2758 (dated 8/27/74) Rider No. 3 (dated 6/21/78)	NAHX 480365-480366	480365-480366	Same as above
Car Leasing Agreement 8226 (dated 2/13/79) Rider No. 1 (dated 2/13/79)	NAHX 480367-480376	480367-480376	Same as above
Car Leasing Agreement 8378 (dated 1/17/74) Rider No. 5 (dated 10/3/78)	NAHX 480377-480383	480377-480383	Same as above
Car Leasing Agreement 1155 (dated 5/15/79) Rider No. 2 (dated 6/22/79)	NAHX 480776-480794	480776-480794	Same as above
Car Leasing Agreement 2651 (dated 10/3/78) Rider No. 2 (dated 4/18/79)	NAHX 480805-480814	480805-480814	Same as above
Car Leasing Agreement 5758 (dated 10/30/78) Rider No. 1 (dated 10/30/78)	NAHX 480825-480826	480825-480826	Same as above

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<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR des'</u>
Car Leasing Agreement 0488 (dated 4/22/74) Rider No. 2 (dated 4/3/79)	NAHX 480829-480833	480829-480833	Same as above
Car Leasing Agreement 2770 (dated 4/20/79) Rider No. 01 (dated 4/20/79)	NAHX 480834-480838	480834-480838	Same as above
Car Leasing Agreement 2730 (dated 4/3/74) Rider No. 2 (dated 4/3/79)	NAHX 480844-480849	480844-480849	Same as above
Car Leasing Agreement 0906 (dated 11/28/73) Rider No. 8 (dated 4/3/79)	NAHX 480850-480899	480850-480899	Same as above
Car Leasing Agreement 0369-02 (dated 7/29/74) Rider No. 9 (dated 10/30/78)	NAHX 480900-480999	480900-480999	Same as above
Car Leasing Agreement 2651 (dated 10/3/78) Rider No. 1 (dated 11/6/78)	NAHX 481110-481118	481110-481118	Same as above

SCHEDULE B

<u>Dates and Numbers Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR des</u>
Car Leasing Agreement 5145 (dated 5/7/74) Rider No. 6 (dated 8/23/79)	NAHX 481200-481249	481200-481249	Same as above
Car Leasing Agreement 8532-01 (dated 8/29/78) Rider No. 2 (dated 8/29/78)	TRC 1001-1150, 1151-1225	480400-480549, 480575-480649	Same as above
Car Leasing Agreement 8532-01 (dated 8/29/78) Rider No. 1 (dated 8/29/78)	TRC 1226-1350	465000-465124	4650 cu. ft. covered hopper car, 100-ton truck, Class LO