



NORTH AMERICAN CAR CORPORATION

222 SOUTH RIVERSIDE PLAZA • CHICAGO, ILLINOIS 60606 U.S.A. • (312) 648-4000 • TELEX 255222

1-0-284540
No.
MAR 2 1981
Date.....
Fee \$ 10.00
ICC Washington, D. C.

January 4, 1981

RECORDATION NO. 7525-K Filed 1425

3/2
~~FEB 27~~ 1981 -9 00 AM

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

RE: Filing of Supplement dated as of January 4, 1981, (the "Supplement") to Equipment Mortgage dated as of May 1, 1974, ("Mortgage"), between North American Car Corporation (the "Company"), 222 South Riverside Plaza, Chicago, Illinois, and Harris Trust and Savings Bank (the "Mortgagee"), 111 West Monroe Street, Chicago, Illinois. The Mortgage was filed with the Interstate Commerce Commission and was assigned Recordation No. 7525.

This one is 7525-K

Dear Secretary:

Enclosed for recording under the Interstate Commerce Act are executed counterparts of the above-described Supplement. Under the Supplement, the Company encumbers the railcars and leases thereof described in the Supplement in favor of the Mortgagee, pursuant to the terms of the Mortgage, and to secure the indebtedness described therein, and the Mortgagee releases certain railcars and leases thereof from the encumbrance of the Mortgage.

Also enclosed is a check, payable to the Interstate Commerce Commission, in the amount of \$10.00 as the recording fee for the Supplement.

Pursuant to the Commission's rules and regulations for the recording of certain documents under the Interstate Commerce Act, you are hereby requested to duly file two of the enclosed counterparts for record in your office and to return the remaining copies, together with the Secretary's Certificate of Recording, to the messenger making this delivery.

If you have any questions, please contact me.

Very truly yours,

James M. Gillespie
James M. Gillespie
Attorney

JMG/dak
enc.

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FEE OPERATION BR.

7525-1

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SUPPLEMENT TO EQUIPMENT MORTGAGE INTERSTATE COMMERCE COMMISSION

The Equipment Mortgage Agreement, from North American Car Corporation, as Mortgagor, in favor of Harris Trust and Savings Bank, as Trustee, the Mortgagee thereunder, dated as of May 1, 1974, filed and recorded under former Section 20c (now Section 11303) of the Interstate Commerce Act on May 31, 1974, as document number 7525, is hereby amended by releasing therefrom the equipment described on Exhibit I hereto, and by additionally subjecting thereto the equipment described on Exhibit A hereto.

Except as amended herein, said Equipment Mortgage, as previously amended, shall remain unchanged, and in full force and effect.

In witness whereof, the parties have caused this Supplement to be executed as of the 4th day of January, 1981.

NORTH AMERICAN CAR CORPORATION

By *H.R. Boudin*
Vice President



ATTEST:

James M. Silligui
Assistant Secretary

HARRIS TRUST AND SAVINGS BANK,
as Trustee

By *P. Mason*
Vice President

ATTEST:

C. Potts
Assistant Secretary

NORTH AMERICAN CAR CORPORATION
 6-5/8% RESTATED NOTE AGREEMENT
 RELEASED CARS

EXHIBIT 1

<u>QUANTITY</u>	<u>SERIAL NUMBERS</u>	<u>DESCRIPTION</u>	<u>COST</u>	<u>FAIR VALUE</u>
	108	85 Foot Flat Car	\$ 15,106.71	\$ 5,000.00
5	255, 266, 268, 272, 276, 278, 297, 299, 300, 302, 303, 329, 356, 432, 447	80 Foot Flat Cars	320,702.24	75,000.00
1	1143	70 Ton Flat Car	24,618.02	5,000.00
?	2102-2104, 2106, 2109, 2117, 2119-2123, 2125, 2129, 2138, 2149, 2150, 2158, 2161, 2174, 2187, 2197, 2208, 2212, 2233, 2234, 2240, 2243, 2246, 2248, 2253-2256, 2261, 2264, 2268-2270, 2276-2280, 2282-2284, 2305, 2315, 2341, 2343, 2345, 2348	44 Foot Refrigerator Cars	657,352.32	182,000.00

NORTH AMERICAN CAR CORPORATION
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 RELEASED CARS

EXHIBIT 1

<u>TITY</u>	<u>SERIAL NUMBERS</u>	<u>DESCRIPTION</u>	<u>COST</u>	<u>FAIR VALUE</u>
	4616, 4617, 4627, 4629, 4631, 4633	4,000 Gallon Capacity Tank Cars	\$ 51,431.38	\$ 6,851.00
	6001, 6009	85 Foot Flat Cars	28,647.24	10,000.00
	6404-6406	6,000 Gallon Capacity Tank Cars	36,987.57	3,381.00
	7513	84 Foot Flat Car	20,241.42	19,578.40
	8117	8,000 Gallon Capacity Tank Car	11,443.75	8,603.00
	9005, 9032	85 Foot Flat Cars	31,326.44	10,000.00
	9209, 9933	87 Foot Flat Cars	34,400.49	4,000.00
	9940, 9947, 9948, 9953	50 Foot Refrigerator Cars	90,756.28	8,000.00
	10000	10,000 Gallon Capacity Tank Car	9,507.21	5,840.00
	10001, 10002, 10004, 10007-10013	85 Foot Flat Cars	117,852.93	55,380.00
	10021-10024, 10027		57,043.26	35,040.00

NORTH AMERICAN CAR CORPORATION
 6-5/8% RESTATED NOTE AGREEMENT
 RELEASED CARS

EXHIBIT 1

<u>QUANTITY</u>	<u>SERIAL NUMBERS</u>	<u>DESCRIPTION</u>	<u>COST</u>	<u>FAIR VALUE</u>
	10080, 10081, 10083, 10087, 10090, 10108, 10110, 10116, 10124, 10132, 10135, 10141, 10142, 10145, 10148, 10151	40 Foot Refrigerator Cars	\$ 596,217.97	\$ 39,000.00
	15400, 16012	10,000 Gallon Capacity Tank Cars	18,957.00	3,462.40
	16012, 18270, 18272, 18283	8,000 Gallon Capacity Tank Cars	42,240.00	7,200.00
	19425, 19443	12,000 Gallon Capacity Tank Cars	39,760.00	2,694.00
	19661, 19695, 19805	10,000 Gallon Capacity Tank Cars	39,549.00	24,098.00
	23001, 23009-23011 23013, 23015, 23063, 23064	50 Foot Refrigerator Cars	162,800.00	28,000.00
	25600, 25601, 25700, 25701	4,000 Gallon Capacity Tank Cars	59,612.00	3,102.00
	26100	6,000 Gallon Capacity Tank Car	11,174.00	1,033.00

NORTH AMERICAN CAR CORPORATION
 6-5/8% RESTATED NOTE AGREEMENT
 RELEASED CARS

EXHIBIT 1

<u>TITY</u>	<u>SERIAL NUMBERS</u>	<u>DESCRIPTION</u>	<u>COST</u>	<u>FAIR VALUE</u>
	31099	2,003 Cubic Foot Capacity Hoppers	\$ 7,660.00	\$ 3,000.00
	35010	34,000 Gallon Capacity Tank Car	10,364.00	8,000.00
	38061	90 Ton Hopper Car	14,655.00	10,000.00
	39017	70 Ton Hopper Car	16,933.00	10,000.00
	40001-40019, 41163	100 Ton Hopper Cars	762,349.00	200,000.00
	80107	2,003 Cubic Foot Hopper Car	7,000.00	3,000.00
	90011, 90019, 90041, 90042, 90071, 90084-90097 90099	90 Ton Hopper Cars	164,876.00	185,919.00
			<u>\$3,461,564.23</u>	<u>\$ 951,181.80</u>

NORTH AMERICAN CAR CORPORATION
6-5/8% RESTATED NOTE AGREEMENT
REPLACEMENT CARS

EXHIBIT A

<u>TITY</u>	<u>SERIAL NUMBERS</u>	<u>DESCRIPTION</u>	<u>COST</u>	<u>FAIR VALUE</u>
5	41573, 41574, 41576-41578, 41583, 41587, 41590, 41593-41596, 41598-41613, 41615-41620, 41622-41624, 41626-41629, 41632-41634, 41636, 41638-41644, 41653-41655,	50 Foot Refrigerator Cars	\$1,044,146.93	\$ 965,624.15
			<u>\$1,044,146.93</u>	<u>\$ 965,624.15</u>