



NORTH AMERICAN CAR CORPORATION

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

Edward H. Soderstrom II
General Counsel
Remarketing Service Division and
Investor Management Programs
Law Department
312.853.5324

No. 1-183A076

JUL 2 - 1981
Date.....

Fee \$ 10.00

June 18, 1981

ICC Washington, D. C.
N

RECORDATION NO. 11417 Filed 1425
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Secretary
Interstate Commerce Commission
Washington, D. C. 20423

JUL 2 1981-3 45 PM

Re: Filing of Supplement ("Supplement") of Feb. 20, 1981 to the Bailment Agreement and Assignment of Lease ("Bailment Agreement") dated as of November 2, 1979 between North American Car ("NAC") and General Electric Credit and Leasing Corporation ("GECC").

INTERSTATE COMMERCE COMMISSION

Dear Secretary:

Enclosed for recording under 49 U.S.C. §11303 are executed counterparts of the Supplement. The Supplement is a partial release of only those railcars described in the schedule to the Supplement, but does not affect any other railcar subject to the Bailment Agreement. The Supplement amends the Schedules attached to the Bailment Agreement by releasing the railcars described in the Supplement from the terms and conditions of the Bailment Agreement.

The Bailment Agreement was recorded with the Interstate Commerce Commission at 1:15 PM on January 23, 1980 under Recordation No. 11417. Please file this Supplement under that recordation number.

NAC's address is 33 West Monroe, Chicago, Illinois 60603 and GECC's address is P.O. Box 8300, 260 Long Ridge Road, Stamford, Connecticut 06904.

Also enclosed is a check, payable to the Interstate Commerce Commission in the amount of \$10 as the recording fee for the Supplement. Pursuant to the Commission's rules and regulations for the recording of certain documents, you are hereby requested to duly file a counterpart for record in your office and to return the remaining counterparts, together with the Secretary's Certificate of Recording, to the messenger making this delivery. If you have any questions, please contact the undersigned.

Very truly yours,

NORTH AMERICAN CAR CORPORATION

By Edward H. Soderstrom II
Assistant Secretary

EHS/ml
enc.

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RECEIVED

*Mrs. Lee
this one is
11417-
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H H H H*

Richard Nelson

Overington

RECORDATION NO. 21417 Filed 1425

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INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated as of February 20, 1981, to the BAILMENT AGREEMENT AND ASSIGNMENT OF LEASES, dated as of November 2, 1979 (the "Assignment"), between GENERAL ELECTRIC CREDIT AND LEASING CORPORATION, a Delaware corporation ("GECC") and NORTH AMERICAN CAR CORPORATION, a Delaware corporation ("NACC"):

WHEREAS, NACC and GECC desire to correct the record of Leases and Equipment added to the Assignment by previous supplements;

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Assignment, GECC and NACC agree as follows:

ARTICLE I. Definitions, Interpretation

1.01. The definitions set forth or incorporated by reference in the Assignment are incorporated herein by reference to the same extent as if set forth herein, except as herein otherwise provided.

1.02. In the event of any discrepancy between the provisions of this Supplement and the provisions of the Assignment, the provisions of the Assignment shall control and the provisions hereof are expressly made subject thereto.

ARTICLE II. Supplement to Assignment

2.01. The Assignment is hereby supplemented as follows to correct the record of Leases and Equipment added by previous Supplements. The Leases and Equipment, described in Annex A hereto, which are covered by the Assignment between GECC and NACC, relating to Fleet II, are hereby deleted from the Assignment.

ARTICLE III. Representations 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 this 18th day of June, 1981.

NORTH AMERICAN CAR CORPORATION

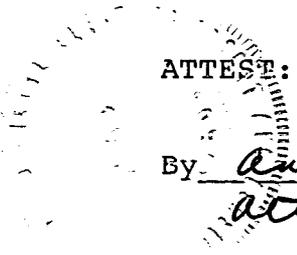
By [Signature]
Director-Investor Management Programs



ATTEST
By [Signature]
Asst Secy

GENERAL ELECTRIC CREDIT AND
LEASING CORPORATION

By [Signature]
Manager-operations



ATTEST:
By [Signature]
Attesting Secretary

ANNEX A - Deleted

<u>Description of Equipment (Including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
5000 cubic foot covered hopper car, pressure differential unloading (15 psi), 100-ton truck, Class LO	8	NAHX 550083 - 550090	550083 - 550090
20 000 gallon exterior coiled, insulated tank car, 100-ton truck, DOT 111A100W3	2	NATX 72900 - 72901	72900 - 72901
3000 cubic foot covered hopper car, pressure differential unloading (15 psi), 100-ton truck, Class LO	10	NAHX 94414 - 94422, 94438	94414 - 94422, 94438
3000 cubic foot covered hopper car, 100-ton truck, two compartments, two gates, Class LO	10	NAHX 29510 - 29519	29510 - 29519

ANNEX A

<u>Description of Equipment (Including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
3000 cubic foot covered hopper car, pressure differential unloading (15 psi), 100-ton truck, Class LO	15	NAHX 94423 - 94437	94423 - 94437
23 500 gallon exterior coiled, insulated tank car, 100-ton truck, DOT 111A100W3	3	NAHX 77367, 77368, 77370	77367, 77368, 77370
3000 cubic foot covered hopper car, 100-ton truck, two compartment, two gates, Class LO	5	NAHX 29505 - 29509	29505 - 29509
4750 cubic foot covered hopper car, 100-ton truck, Class LO	222	CNW 190606, 190607 190754, 190757- 190761, 190766, 190771- 190983	63796- 63797 63944 63947- 63951 63956 63961- 64173
4750 cubic foot covered hopper car, 100-ton truck, Class LO	268	CNW 190001, 190233- 190499	63008 63240- 63506
23,500 gallon exterior coiled, insulated tank car, 100-ton truck DOT 111A100W3	3	NATX 77389 77391 77396	77389 77391 77396

ANNEX A

<u>Description of Equipment (Including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
4750 cubic foot covered hopper car, 100-ton truck, Class LO	75	NAHX 487296 - 487370	487296 - 487370
4750 cubic foot covered hopper car, 100-ton truck, Class LO	100	NAHX 65000 - 65099	65000 - 65099
3000 cubic foot covered hopper car; pressure differential unloading, (15 psi), 100-ton truck, Class LO	1	NAHX 94481	94481

Annex A

<u>Dates and Numbers of Master Lease and Rider</u>	<u>[ICC Recordation number]*</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (Including A Designation)</u>
Car Leasing Agreement 3224-4 (dated 9/12/74) Rider No. 11 (dated 5/1/81)		NAHX 550083 - 550090	550083 - 550090	5000 cubic foot covered hopper car, pressure differential unloading (15 psi), 100-ton truck, Class LO
Car Leasing Agreement 7025-1 (dated 12/12/62) Rider No. 26 (dated 5/15/81)		NATX 72900 - 72901	72900 - 72901	20000 gallon exterior coiled, insulated tank car, 100-ton truck, DOT 111A100W-3
Car Leasing Agreement 5713 (dated 7/26/79) Rider No. 2 (dated 4/15/81)		NAHX 94414 - 94422, 94438	94414 - 94422, 94438	3000 cubic foot covered hopper car, pressure differential unloading (15 psi), 100-ton truck, Class LO
Car Leasing Agreement 6104 (dated 2/2/81) Rider No. 4 (dated 7/1/81)		NAHX 29510 - 29519	29510 - 29519	3000 cubic foot covered hopper car, 100-ton truck, two compartments, two gates, Class LO

* If applicable.

ANNEX A

<u>Dates and Numbers of Master Lease and Rider</u>	<u>[ICC Recordation number]*</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (Including A designation)</u>
Car Leasing Agreement 5978 (dated 10/1/72) Rider No. 2 (dated 2/5/81)		NAHX 94423 - 94437	94423 - 94437	3000 cubic foot covered hopper car, pressure differential unloading (15 psi), 100-ton trucks, Class LO
Car Leasing Agreement 6111 (dated 7/22/74) Rider No. 5 (dated 2/27/81)		NATX 77367, 77368, 77370	77367, 77368, 77370	23500 gallon exterior coiled, insulated tank car, 100-ton truck, DOT 111A100W3
Car Leasing Agreement 6104 (dated 2/2/81) Rider No. 3 (dated 2/20/81)		NAHX 29505 - 29509	29505 - 29509	3000 cubic foot covered hopper car, 100-ton truck Class LO
Car Leasing Agreement 1392-5 (dated 1/3/81) Rider No. 5 (dated 3/19/81)		CNW 190606 190607, 190754, 190757- 190761, 190766, 190771- 190983	63796 63797 63944 63947- 63951 63956 63961- 64173	4750 cubic foot covered hopper car, 100-ton truck, Class LO
Car Leasing Agreement 1392-5 (dated 1/3/81) Rider No. 6 (dated 3/19/81)		CNW 190001, 190233- 190499	63008 63240- 63506	4750 cubic foot covered hopper car, 100-ton truck, Class LO
Car Leasing Agreement 1814-8 (dated 7/15/74) Rider No. 5 (dated 6/i/81)		NATX 77389 77391 77396	77389 77391 77396	23,500 gallon exterior coiled, insulated tank car, 100-ton truck, DOT 111A100W3

* If applicable.

Annex A

<u>Dates and Numbers of Master Lease and Rider</u>	<u>[ICC Recordation number]*</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (Including A designation)</u>
Car Leasing Agreement 2741 (dated 3/5/74) Rider No. 12 (dated 5/12/81)		NAHX 487296 - 487370	487296 - 487370	4750 cubic foot covered hopper car, 100-ton truck Class LO
Car Leasing Agreement 7788 (dated 11/20/72) Rider No. 14 (dated 5/13/81)		NAHX 65000 - 65099	65000 - 65099	4750 cubic foot covered hopper car, 100-ton truck, Class LO
Car Leasing Agreement 7193 (dated 6/2/78) Rider No. 2 (dated 4/24/81)		NAHX 94481	94481	3000 cubic foot covered hopper car, pressure differential unloading (15 psi) 100-ton truck, Class LO

* If applicable.