



NORTH AMERICAN CAR CORPORATION

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

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Secretary:

I have enclosed an original and several counterparts of the document 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 November 12, 1981.

The primary document to which this is connected is recorded under Recordation No. 11417.

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 Road
P. O. Box 8300
Stamford, Connecticut 06904

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

A description of the equipment covered by the document follows:

- 141 - 4750 cu. ft. covered hopper cars, 100 ton trucks (LO)
SN 482050-482059, 482129-482131, 482160-482161,
482166-482175, 482655-482656, 483148-483153, 483454-
483553, 483634-483638, 486705-486707
- 10 - 5750 cu. ft. covered hopper cars, 100 ton trucks (LO),
SN 57906-57915
- 22 - 3000 cu. ft. covered hopper cars, pressure differential
unloading (15 psi), 100 ton trucks (LO) SN 94113-94114,
94184-94203
- 5 - 5000 cu. ft. covered hopper cars, pressure differential
unloading (15 psi), 100 ton trucks (LO), SN 550001-550005

RECORDATION NO. 11417- Filed 1425

APR 20 1982 - 11 45 AM

INTERSTATE COMMERCE COMMISSION

April 19, 1982

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

No. 2-11000007
Date APR 20 1982
Fee \$ 10.00

ICC Washington, D. C.

RECEIVED
APR 20 11 36 AM '82
I.C.C.
FEE OPERATION BR

Robert E. Call

13 - 24,000 gal. interior coiled non-insulated tank cars,
DOT 111A100W1, SN 81179-81191

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:

Supplement dated as of November 12, 1981 to Bailment Agreement and Assignment of Leases dated as of November 2, 1979 between General Electric Credit and Leasing Corporation, 260 Long Ridge Road, P. O. Box 8300, Stamford, Connecticut 06904, Bailor and Assignee, and North American Car Corporation, 33 West Monroe Street, Chicago, Illinois 60603, Bailee and Assignor, covering the following equipment:

- 141 - 4750 cu. ft. covered hopper cars, 100 ton trucks (LO),
SN 482050-482059, 482129-482131, 482160-482161,
482166-482175, 482655-482656, 483148-483153, 483454-
483553, 483634-483638, 486705-486707
- 10 - 5750 cu. ft. covered hopper cars, 100 ton trucks (LO),
SN57906-57915
- 22 - 3000 cu. ft. covered hopper cars, pressure differential
unloading (15 psi), 100 ton trucks (LO) SN 94113-94114,
94184-94203
- 5 - 5000 cu. ft. covered hopper cars, pressure differential
unloading (15 psi), 100 ton trucks (LO), SN 550001-550005
- 13 - 24,000 gal. interior coiled non-insulated tank cars,
DOT 111A100W1, SN 81179-81191

Sincerely,



Edward H. Soderstrom II
Attorney for North American
Car Corporation

EHS:bmt
Enclosures

SUPPLEMENT

APR 20 1982 - 11 45 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated as of November 12, 1981, to the BAILMENT AGREEMENT AND ASSIGNMENT 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 add certain Units of railroad equipment to the Assignment, and to add the leases thereof to the Assignment; and

WHEREAS, NACC and GECC desire to delete certain other units of railroad equipment and the leases thereof from the Assignment;

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 to add thereto the railroad equipment described on Schedule A hereto and the leases thereof described on Schedule B hereto.

2.02. The Assignment is hereby supplemented to delete therefrom the railroad equipment described on Schedule C hereto and the leases thereof described on Schedule D hereto.

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 12th day of November, 1981 .

ATTEST:



Asst. Secy.

NORTH AMERICAN CAR CORPORATION

By



ATTEST:



RAYMOND W. HAYDEN, JR.
ATTESTING SECRETARY

By



DENIS J. NAYDEN
Manager - Operations



STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 12th day of November, 1981, before me personally appeared Harold Wong, to me personally known, who, being by me duly sworn, says that he is a Director - 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 he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Debra A. Kelly
Notary Public

(Notarial Seal)

My Commission Expires February 23, 1983.

STATE OF *Connecticut*)
) SS.:
COUNTY OF *Fairfield*)

On this *13* day of *April*, 19*82*, before me personally appeared *D. J. Nayden*, to me personally known, who, being by me duly sworn, says that he is a *Manager-Operation TFO* 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 he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Notarial Seal)

Anna Marie Delahunt
Notary Public
ANNA MARIE DELAHUNT
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 1985

SCHEDULE A

add

<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 cars, 100-ton trucks, Class LO	10	NAHX 482166-482175	482166-482175
5000 cubic foot covered hopper, pressure differential unloading (15 psi) 100-ton trucks	5	NAHX 550001-550005	550001-550005

SCHEDULE B

add

<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 design)</u>
Car Leasing Agreement 0504 (dated 1/1/80) rider No. 3 (dated 7/1/81)	NAHX 482166-482175	482166-482175	4750 cubic foot covered hopper, 100-ton trucks, Class LO
Car Leasing Agreement 0504 (dated 1/1/80) Rider No. 2 (dated 7/1/81)	NAHX 550001-550005	550001-550005	5000 cubic foot covered hopper cars, pressure differential unloading (15 psi) 100-ton trucks, Class LO

D

SCHEDULE C

delete

<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 cars, 100-ton trucks, Class LO	3	NAHX 486705- 486707	486705- 486707
5750 cubic foot covered hopper cars, 100-ton trucks, Class LO	10	NAHX 57906- 57915	57906- 57915
4750 cubic foot covered hopper cars, 100-ton trucks, class LO	50	NAHX 483504- 483553	483504- 483553
4750 cubic foot covered hopper cars, 100-ton trucks, class LO	5	NAHX 483634- 483638	483634- 483638
4750 cubic foot covered hopper cars, 100-ton trucks, class LO	50	NAHX 483454- 483503	483454- 483503
4750 cubic foot covered hopper cars, 100-ton trucks, class LO	6	NAHX 483148- 483153	483148- 483153
3000 cubic foot covered hopper cars, Pressure Differential unloading (15 p.s.i.), 100-ton trucks, class LO	20	NAHX 94184- 94203	94184- 94203
4750 cubic foot covered hopper car, 100-ton trucks, Class LO	2	NAHX 482655- 482656	482655- 482656

D

SCHEDULE C

blat

<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 cars, 100-ton trucks, class LO	3	NAHX 482129- 482131	482129- 482131
4750 cubic foot covered hopper cars, 100-ton trucks, class LO	10	NAHX 482050- 482059	482050- 482059
4750 cubic foot covered hopper cars, 100-ton trucks	2	NAHX 482160- 482161	482160- 482161
24,000 gallon interior coiled, non-insulated tank cars, DOT 111A100W1, 100-ton trucks	13	NATX 81179- 81191	81179- 81191
4750 cubic foot covered hopper cars, 100-ton trucks, Class LO	10	NAHX 482166- 482175	482166- 482175
5000 cubic foot covered hopper cars, pressure differential unloading (15 psi) 100-ton trucks, Class LO	5	NAHX 550001- 550005	550001- 550005

SCHEDULE C

Page 11

<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 cars, Pressure Differential unloading, 100-ton trucks, class LO	2	NAHX 94113-94114	94113-94114

SCHEDULE D

Rebill

<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 designation)</u>
Car Leasing Agreement 703 (dated 7/16/80) Rider No. 1 (dated 7/16/80)	NAHX 486705-486707	786705-786707	4750 cubic foot covered hopper cars, 100-ton trucks, Class LO
Car Leasing Agreement 0400 (dated 6/30/80) Rider No. 1 (dated 6/30/80)	NAHX 57906-57915	57906-57915	5750 cubic foot covered hopper cars, 100-ton trucks, Class LO
Car Leasing Agreement 8564 (dated 6/11/79) Rider No. 2 (dated 9/11/79)	NAHX 483504-483553	483504-483553	4750 cubic foot covered hopper cars, 100-ton trucks, class LO
Car Leasing Agreement 9381 (dated 2/19/73) Rider No. 5 (dated 7/9/79)	NAHX 483634-483638	483634-483638	4750 cubic foot covered hopper cars, 100-ton trucks, class LO
Car Leasing Agreement 8564 (dated 6/11/79) Rider No. 1 (dated 9/11/79)	NAHX 483454-483503	483454-483503	4750 cubic foot covered hopper cars, 100-ton trucks, class LO
Car Leasing Agreement 3200 (dated 3/15/78) Rider No. 2 (dated 6/11/79)	NAHX 483148-483153	483148-483153	4750 cubic foot covered hopper cars, 100-ton trucks, class LO
Car Leasing Agreement 1438 (dated 7/26/79) Rider No. 2 (dated 1/22/80)	NAHX 94184-94203	94184-94203	3000 cubic foot covered hopper cars, Pressure Differential unloading (15 p.s.i.), 100-ton trucks, class LO
Car Leasing Agreement 8952 (dated 4/3/79) Rider No. 2 (dated 4/19/79)	NAHX 482655-482656	482655-482656	4750 cubic foot covered hopper cars, 100-ton trucks, Class LO

SCHEDULE D

delete

<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 designation)</u>
Car Leasing Agreement 3055 (dated 3/17/79) Rider No. 1 (dated 3/17/79)	NAHX 482129- 482131	482129- 482131	4750 cubic foot covered hopper cars, 100-ton trucks, class LO
Car Leasing Agreement 3697 (dated 5/30/78) Rider No. 3 (dated 4/19/79)	NAHX 482050- 482059	482050- 482059	4750 cubic foot covered hopper cars, 100-ton trucks, class LO
Car Leasing Agreement 2769 (dated 1/24/79) Rider No. 1 (dated 1/24/79)	NAHX 482160- 482161	482160- 482161	4750 cubic foot covered hopper cars, 100-ton trucks, class LO
Car Leasing Agreement 8811-10 (dated 2/7/74) Rider No. 21 (dated 8/7/79)	NATX 81179- 81191	81179- 81191	24,000 gallon interior coiled, non-insulated tank cars, DOT 111A100W1, 100-ton trucks
Car Leasing Agreement 7135 (dated 4/3/79) Rider No. 1 (dated 4/3/79)	NAHX 482166- 482175	482166- 482175	4750 cubic foot covered hopper cars, 100-ton trucks, Class LO
Car Leasing Agreement 1354 (dated 4/8/80) Rider No. 2 (dated 4/8/80)	NAHX 550001- 550005	550001- 550005	5000 cubic foot covered hopper cars, pressure differential unloading (15 psi) 100-ton trucks, Class LO

SCHEDULE D

delete

<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 design)</u>
Car Leasing Agreement 9113 (dated 3/25/75), Rider No. 2 (dated 1/14/80)	NAHX 94113-94114	94113-94114	3000 cubic foot covered hopper cars, Pressure Differential unloading, 100-ton trucks, class LO