GATX

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL60606
312-621-6200

LAW DEPARTMENT

August 21, 1984

Secretary of the Interstate
Commerce Commission
Washington, D.C. 20006

RECORDATION NO. 11425-A Filed 1425

AUG 28 1984 -10 20 AM

INTERSTATE COMMERCE COMMISSION

RE: General American Transportation Corporation
Equipment Trust Series 76

Gentlemen:

I am counsel to GATX Corporation and General American Transportation Corporation.

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of July 31, 1984, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for $10.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the Secretary of the Interstate Commerce Commission on January 25, 1980, under Recordation No. 11425.

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad cars of various AAR, DOT and ICC classifications) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said agreements are:

Continental Illinois National Bank
and Trust Company of Chicago
30 N. LaSalle Street
Chicago, Illinois 60693
Attention: Ms. Laurie L. Polk

GATX Corporation
120 South Riverside Plaza
Chicago, Illinois 60606
Attention: R. S. Connors

If you have any questions, feel free to call me at (312) 621-6593.

Very truly yours,

Elizabeth D.H. Bassel

Elizabeth D.H. Bassel

Encl:

EDHB/wk
4168D

8/28/84

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Elizabeth D.H.Bassel
GATX Corp.
120 Riverside Plaza
Chicago,Illinois 60606

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 8/28/84 at 10:40am and assigned re-recordation number(s). 11425-A

Sincerely yours,

James H. Bayne

Secretary

Enclosure(s)

SE-30
(7/79)

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 76

RECORDATION NO. 11425-A Filed 1425

AUG 28 1984 -10 22 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF JULY 31, 1984

TO EQUIPMENT TRUST AGREEMENT DATED AS OF NOVEMBER 1, 1979

RECEIVED
JUL 17 1984
LAURIE L. POLK

BY AND BETWEEN

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY
OF CHICAGO, TRUSTEE

AND

GENERAL AMERICAN TRANSPORTATION CORPORATION

Supplemental Agreement dated as of July 31, 1984 by and between Continental Illinois National Bank and Trust Company of Chicago, as Trustee, and General American Transportation Corporation, a New York corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of November 1, 1979 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 76, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 11303 of the Interstate Commerce Act on January 25, 1980, Recordation No. 11425; and

Whereas, the parties hereto wish to amend Schedule I to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule I to the Agreement is hereby amended by:

(a) <u>deleting therefrom</u> the units of Trust Equipment described in Schedule I attached hereto, and

(b) <u>substituting therefor</u> the units of Equipment described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of July 31, 1984.

CONTINENTAL ILLINOIS NATIONALBANK AND TRUST COMPANY OF CHICAGO, TRUSTEE

By: _____
VICE PRESIDENT

ATTEST:

_____
Trust Officer

GENERAL AMERICAN TRANSPORTATION CORPORATION

By: _____

ATTEST:

_____
Assistant Secretary

3816D

STATE OF ILLINOIS)

) ss.:

COUNTY OF Cook)

On this 15th day of August, before me personally appeared DONALD W. ALFVIN, to me personally known, who, being by me duly sworn, says that he is VICE PRESIDENT of Continental Illinois National Bank and Trust Company of Chicago, 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 acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Mary Lecchia
Notary Public
MY COMMISSION EXPIRES MARCH 20, 1987

* * * * * * * * * * * * * * * * *

STATE OF ILLINOIS)

) ss.:

COUNTY OF ~~COOK~~ DuPage)

On this July 13, 1984, before me personally appeared James R. Moran, to me personally known, who, being by me duly sworn, said that he is Senior Vice President of General American Transportation Corporation, that one of the seals affixed to the foregoing 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.

Dianne Kramer
Notary Public

My Commission Expires April 18, 1988

3816D

SCHEDULE I

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 76

CARS TO BE REMOVED

RECEIVED JUL 17 1984 LAURIE L. PULA

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INTIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
4 Tank Cars	DOT 111A100-W-1	12,200	GATX 28551, 28559, 28568, 28582.	$55,263.00	$44,210.00	$ 176,840.00	10-1978	10-1978
16 Tank Cars	DOT 111A100-W-1	12,500	GATX 28560, 28564, 28565, 28570-28572, 28575, 28581, 28583, 28589, 28590, 28592, 28600, 28604-28606.	55,263.00	44,210.00	707,360.00	11-1978	11-1978
3 Tank Cars	DOT 111A100-W-1	12,500	GATX 28563, 28580, 28591.	58,293.00	46,634.00	139,902.00	12-1978	12-1978
1 Tank Car	DOT 111A100-W-1	13,000	GATX 14664.	36,310.00	27,595.00	27,595.00	4-1978	4-1978
1 Tank Car	DOT 111A100-W-1	16,000	GATX 20375.	35,065.00	28,052.00	28,052.00	10-1978	10-1978
1 Tank Car	DOT 111A100-W-1	16,000	GATX 49856.	37,888.00	30,310.00	30,310.00	7-1978	7-1978
2 Tank Cars	DOT 111A100-W-1	16,000	GATX 49862, 49879.	37,888.00	28,794.00	57,588.00	5-1978	5-1978
2 Tank Cars	DOT 111A100-W-1	16,000	GATX 49916, 49927.	36,976.00	29,580.00	59,160.00	9-1978	9-1978
1 Tank Car	DOT 111A100-W-1	20,000	GATX 16499.	36,433.00	27,689.00	27,689.00	6-1978	6-1978
1 Tank Car	DOT 111A100-W-1	20,000	GATX 20860.	38,516.00	30,812.00	30,812.00	1-1979	1-1979
1 Tank Car	DOT 111A100-W-1	22,000	GATX 15755.	37,710.00	28,659.00	28,659.00	6-1978	6-1978
1 Tank Car	DOT 111A60-W-1	14,000	GATX 19816.	34,975.00	27,980.00	27,980.00	9-1978	9-1978
1 Tank Car	DOT 111A60-W-1	22,000	GATX 28162.	33,140.00	26,512.00	26,512.00	11-1978	11-1978

SCHEDULE I

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 76

CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INTIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1 Airslide Car	LO	4,180 Cu.Ft.	BM 5820.	$38,587.00	$30,869.00	$ 30,869.00	12-1978	12-1978
5 Hopper Cars	HTS	3,700 Cu.Ft.	GAUX 78006-78010.	41,666.00	31,666.00	158,330.00	6-1978	6-1978
41						$1,557,658.00		

SCHEDULE II

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 76

CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
8 Tank Cars	DOT 111A60-W-1	20,000	GATX 23393-23400.	$45,194.00	$39,771.00	$ 318,168.00	9-1980	9-1980
2 Tank Cars	DOT 111A100-W-1	22,000	GATX 30197, 30198.	46,791.00	41,176.00	82,352.00	9-1980	9-1980
1 Tank Car	DOT 111A100-W-1	22,000	GATX 10323.	47,311.00	41,634.00	41,634.00	10-1980	10-1980
3 Tank Cars	DOT 111A60-W-1	22,000	GATX 13914-13916.	45,800.00	40,304.00	120,912.00	10-1980	10-1980
2 Tank Cars	DOT 111A60AL-W-2	20,000	GATX 14248, 14249.	70,471.00	62,014.00	124,028.00	10-1980	10-1980
1 Tank Car	DOT 111A100-W-1	22,000	GATX 18548.	46,528.00	40,945.00	40,945.00	10-1980	10-1980
12 Tank Cars	DOT 111A100-W-1	20,000	GATX 19261-19263, 19266-19269, 19271, 19272, 19274, 19275, 19279.	65,520.00	57,658.00	691,896.00	10-1980	10-1980
2 Tank Cars	DOT 111A60AL-W-2	8,000	GATX 19749, 19750.	55,944.00	49,231.00	98,462.00	10-1980	10-1980
1 Tank Car	DOT 111A100-W-1	20,000	GATX 36523.	44,622.00	39,267.00	39,267.00	10-1980	10-1980
32						$1,557,664.00		