



Union Tank Car Company

39 South LaSalle Street
Chicago, Illinois 60603
312/372-9500

Arthur B. Hillman
Secretary and
Assistant General Counsel

RECORDATION NO. 7738 Filed 1425

NOV 15 1984 -3 00 PM

INTERSTATE COMMERCE COMMISSION

4-320A176

No.

Date **NOV 15 1984**

Fee \$ 20.00

ICC Washington, D. C.

November 9, 1984

RECORDATION NO. 7738 Filed 1425

NOV 15 1984 -3 00 PM

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Sir:

We transmit to you herewith by registered mail for recordation, pursuant to 49 U.S.C. Sec. 11303, an original and two certified counterparts of the Sixth Supplemental Equipment Trust Agreement (the "Supplemental Agreement"), dated October 15, 1984, by and between Union Tank Car Company, 39 South LaSalle Street, Chicago, Illinois 60603 (the "Company") and Morgan Guaranty Trust Company of New York, 30 West Broadway, New York, New York 10015 (the "Bank") as Trustee, which amends the Equipment Trust Agreement dated as of December 15, 1974, between the Company and the Bank. The Supplemental Agreement evidences the substitution under said Equipment Trust Agreement of 11 railroad cars, identified with the initials UTLX, and more fully described in Schedule A attached hereto.

Also enclosed for recordation is an original and two certified counterparts of a Bill of Sale to the Company from the Bank, which Bill of Sale relates to the 30 railroad cars in respect of which the aforesaid substitution was made. The railroad cars covered by the Bill of Sale are more fully described in Schedule B attached hereto. The Bill of Sale releases the Equipment from the encumbrance created by the Equipment Trust Agreement.

The Supplemental Agreement and the Bill of Sale should be recorded as supplements to the Equipment Trust Agreement dated as of December 15, 1974, which was recorded with your office on December 11, 1974, and assigned recordation number 7738. We enclose herewith our check in the amount of \$20 payable to the Interstate Commerce Commission to cover the recordation fees.

ICC OFFICE OF
THE SECRETARY
NOV 15 2 54 PM '84
MOTOR OPERATING UNIT



Page -2-
November 9, 1984
Secretary

Please return the original copy of the Supplemental Agreement and the Bill of Sale to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "O. B. Hillman". The signature is written in dark ink and is positioned below the typed text "Very truly yours,".

RECORDATION NO. 7738 Filed

NOV 15 1984 8 00 PM

INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS)
)
COUNTY OF COOK)

CERTIFICATE

The undersigned, Therese Grimm, a Notary Public in and for said County, states that she compared the attached copy of the Bill of Sale dated the 31st day of October, 1984, from Morgan Guaranty Trust Company of New York to Union Tank Car Company with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 9th day of November, 1984.

Therese Grimm
Notary Public



7/23/88

BILL OF SALE

**Morgan Guaranty Trust Company of New York
as Trustee under Equipment Trust Agreement
Dated as of December 15, 1974 (Series 11)**

to

Union Tank Car Company

KNOW ALL MEN BY THESE PRESENTS, that Morgan Guaranty Trust Company of New York (the "Bank"), as Trustee under that certain Equipment Trust Agreement dated as of December 15, 1974 (the "Agreement"), by and between the Bank, as Trustee, and Union Tank Car Company (the "Company"), in consideration of the conveyance to the Bank, as Trustee, of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and of the compliance by the Company with the terms of the Agreement, and particularly Section 5.06 thereof, with respect to such substitutions, and other good and valuable considerations, the receipt whereof is acknowledged, has sold, assigned, transferred, set over and delivered, and by these presents does hereby sell, assign, transfer, set over and deliver unto the Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by the Company to the Bank, as Trustee aforesaid, pursuant to the Agreement, which units of Equipment are fully described in Schedule B hereto annexed and by reference incorporated herein, hereby warranting that such Equipment is free and clear from all liens and encumbrances of the Bank.

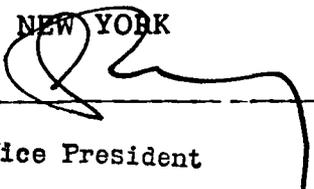
TO HAVE AND TO HOLD the said Equipment unto the Company and its successors and assigns forever.

This Bill of Sale releases the Equipment described in Schedule B hereto from the lien of the Agreement, which was recorded with the Interstate Commerce Commission on December 11, 1974, and assigned recordation number 7738.

IN WITNESS WHEREOF, the Bank, as Trustee aforesaid, has caused this instrument to be duly executed by a proper corporate officer thereunto duly authorized, and its corporate seal to be hereunto affixed and attested, this 31st day of October, 198~~7~~⁴.

MORGAN GUARANTY TRUST COMPANY

OF NEW YORK

By  _____

Vice President

(CORPORATE SEAL)

ATTEST:



J. M. Gaudiosi
Its Assistant Secretary

SCHEDULE B

DESCRIPTION OF TRUST EQUIPMENT

| <u>Quantity</u> | <u>A.A.R. Mechanical Description Code</u> | <u>Capacity in Gallons</u> | <u>Road Numbers</u> |
|-----------------|-------------------------------------------------------|------------------------------------|---------------------------------------------------------------------------------|
| 7 | Covered Hopper | 4,750 Cuft. | UTCX 45820, 45836, 45839, 45867, 45882, 45884, 45907 |
| 6 | LO | 4,750 Cuft. | UTLX 41336, 44304, 44331, 44382, 44387, 44424, |
| 1 | TA | 13,300 | UTLX 72950 |
| 1 | TA | 13,700 | UTLX 14225 |
| 10 | TA | 14,000 | UTLX 14401, 14435, 14437, 14444, 14493, 14497, 14509, 14511, 14513, 14515 |
| 2 | TM | 16,000 | UTLX 71624, 77040 |
| 1 | TM | 20,000 | UTLX 46410 |
| 1 | TM | 23,500 | UTLX 74039 |
| <u>1</u> | TM | 26,000 | UTLX 58244 |
| 30 Total | | | |