



A TIGER INTERNATIONAL COMPANY

NORTH AMERICAN CAR CORPORATION

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

RECORDATION NO. 12031-N Filed 1425

NOV 16 1982 12 35 PM November 11, 1982; 320,097
INTERSTATE COMMERCE COMMISSION

No. NOV 16 1982
Date
Fee \$ 10.00
OH
ICC Washington, D. C.

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Secretary:

I have enclosed an original and several counterparts of the documents 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 11, 1982.

The primary document to which this is connected is recorded under the Recordation No. 12031.

The names and addresses of the parties to the document are as follows:

Bailor and Assignee:	Manufacturers National Bank of Detroit, as Owner-Trustee under The American Road Trust No. 2 100 Renaissance Center Detroit, Michigan 48243 Attn: Corporate Agencies Administration
Bailee and Assignor:	North American Car Corporation 33 West Monroe Street Chicago, IL 60603

RECEIVED
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I.C.C.
FEE OPERATION BR.

A description of the equipment covered by the document follows:

- 144 4750 cu. ft. covered hopper cars (Class L0),
SN 484942-484947, 485003-485012, 485023-485047, 485746-485770,
486426-486428, 486580-486654.
- 17 5750 cu. ft. covered hopper cars (Class L0),
SN 057916-057932.
- 40 3000 cu. ft. covered hopper cars, pressure differential
unloading (15 psi) (Class L0),
SN 094280-094319.
- 11 4000 cu. ft. covered hopper cars, pressure differential
unloading (15 psi) (Class L0),
SN 390255-390265.

Handwritten signature/initials on the left margin.

- 2 5000 cu. ft. covered hopper cars, pressure differential unloading (15 psi) (Class L0), SN 550072-550073.

Supplement dated as of November 11, 1982 to Bailment Agreement and Assignment of Leases dated as of June 10, 1980 between Manufacturers National Bank of Detroit, as Owner-Trustee under The American Road Owner Trust No. 2, 100 Renaissance Center, Detroit, Michigan 48243, Attn: Corporate Agencies Administration, Bailor and Assignee, and North American Car Corporation, 33 West Monroe St. Chicago, IL 60603, Bailee and Assignor, covering the following equipment:

- 144 4750 cu. ft. covered hopper cars, (Class L0), SN 484942-484947, 485003-485012, 485023-485047, 485746-485770, 486426-486428, 486580-486654.
- 17 5750 cu. ft. covered hopper cars (Class L0), SN 057916-057932.
- 40 3000 cu. ft. covered hopper cars, pressure differential unloading (51 PSI) (Class L0), SN 094280-094319.
- 11 4000 cu. ft. covered hopper cars, pressure differential unloading (15 psi) (Class L0), SN 390255-390265.
- 2 5000 cu. ft. covered hopper cars, pressure differential unloading (15 psi) (Class L0), SN 550072-550073.

Sincerely,



Edward H. Soderstrom II

EHS/1a

Interstate Commerce Commission
Washington, D.C. 20423

11/16/82

OFFICE OF THE SECRETARY

Edward H. Soderstrom 11
North American Car Corp.
33 West Monroe St.
Chicago, Illinois 60603

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 11/16/82 at 12:35pm, and assigned re-
recording number(s). 12031-N

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

NOV 16 1982 12 25 PM

SUPPLEMENT NO. 8 INTERSTATE COMMERCE COMMISSION

TO

BAILMENT AGREEMENT AND ASSIGNMENT OF LEASES

THIS SUPPLEMENT NO. 8 is dated as of November 11, 1982 and is entered into between MANUFACTURERS NATIONAL BANK OF DETROIT, not individually but solely as trustee (the "Owner-Trustee") under The American Road Owner Trust No. 2, and NORTH AMERICAN CAR CORPORATION, a Delaware corporation (the "Manager").

WHEREAS, the Owner-Trustee and the Manager have entered into a Bailment Agreement and Assignment of Leases dated as of June 10, 1980 (the "Bailment Agreement");

WHEREAS, the Owner-Trustee and the Manager now wish to supplement the Bailment Agreement for the purpose of amending Schedule 2 to the Bailment Agreement to add certain Leases to, and/or delete certain Leases from, those Leases assigned under the Bailment Agreement;

WHEREFORE, NOW, the Owner-Trustee and the Manager agree that from and after the date hereof, Schedule 2 to the Bailment Agreement is hereby amended to add the following Leases to the extent each Lease covers the cars identified opposite its description:

Demeter, Inc.	Lease Dated	15 - 4750 cu. ft. covered
Box 465	9/01/82	hopper cars (SN485746,
Fowler, Indiana	Rider Dated	485748, 485752, 485753,
	9/17/82	485755, 485756, 485757,
		485759, 485762, 485763,
		485765, 485766, 485767,
		485769, 485770)

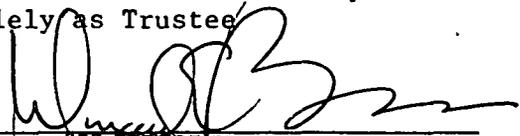
and that said Schedule 2 shall be read in its entirety as set forth in Schedule 2 to this Supplement.

This Supplement shall be construed in connection with and as part of the Bailment Agreement, and all terms, conditions and covenants contained in the Bailment Agreement, as hereby supplemented, shall remain in full force and effect. Unless otherwise defined herein, the capitalized terms used herein are used with the respective meanings specified in the Bailment Agreement.

This Supplement may be executed in any number of counterparts, each executed counterpart constituting an original but all together one and the same instrument.

MANUFACTURERS NATIONAL BANK OF
DETROIT, not individually but
solely as Trustee

(Corporate Seal)

By 
Its VICE PRESIDENT & SENIOR TRUST OFFICER

ATTEST:


Title: Trust Officer

NORTH AMERICAN CAR CORPORATION

(Corporate Seal)

By 
Its Vice President

ATTEST:


Title: Asst. Secy.

STATE OF MICHIGAN)
) SS.:
COUNTY OF WAYNE)

On this 12th day of November, 1982, before me personally appeared DONALD E. BLACK to me personally known, who, being by me duly sworn, says that (s)he is a VICE PRESIDENT & SENIOR TRUST OFFICER of MANUFACTURERS NATIONAL BANK OF DETROIT, that one of the seals affixed to the foregoing instrument is the seal of said national banking association and that said instrument was on NOVEMBER 17, 1982, signed and sealed on behalf of said national banking association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.

Mark Nelson
Notary Public

My Commission Expires:
MARK NELSON
Notary Public Washtenaw County, Mich.
Acting In Wayne County, Mich.
My Commission Expires Mar. 23, 1985

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

On this 11th day of November, 1982, before me personally appeared J. Compton to me personally known, who, being by me duly sworn, says that he is the Vice President 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.

Fred B Baechle
Notary Public

My Commission Expires:

4-8-86

SCHEDULE 2
DESCRIPTION OF LEASES

<u>Name and Address of Lessee</u>	<u>Date of Car Leasing Agreement</u>	<u>Term of Lease</u>	<u>Date of Lease</u>	<u>Type of Equipment</u>	<u># of Cars</u>	<u>Identifying Mark and Numbers Subject to Assigned Schedule</u>
Alleman Cooperative Co. Main Street Alleman, Iowa	4/22/74	5 Years	9/13/79	4750 cu. ft. covered hopper car, 100-ton trucks, Class L0	25	NAHX 485023 - 485047
N.L. Baroid/N.L. Industries 1230 Avenue of the Americas New York, New York 10020	1/25/79	5 Years	4/23/80	3000 cu. ft. pressure differential unloading (15 p.s.i.) covered hopper cars, 100-ton trucks, Class L0	20	NAHX 094280 - 094299
N.L. Baroid/N.L. Industries 1230 Avenue of the Americas New York, New York 10020	1/25/79	5 Years	7/16/80	3000 cu. ft. pressure differential unloading (15 p.s.i.) covered hopper cars, 100-ton trucks, Class L0	20	NAHX 094300 - 094319
Cass County Elevator, Inc. First and Chestnut Atlantic, Iowa	9/26/79	5 Years	9/26/79	4750 cu. ft. covered hopper car. 100-ton trucks, Class L0	6	NAHX 484942 - 484947
CPC International, Inc. International Plaza Englewood Cliffs, New Jersey	3/1/65	5 Years	4/10/80	5000 cu. ft., (15 p.s.i.) 2 pressure differential covered hopper car, 100-ton trucks, Class L0	2	NAHX 550072 - 550073
Farmer's Union Grain Terminal Association (Inc.) 1667 North Snelling Avenue St. Paul, Minnesota 55108	4/16/73	5 Years	10/22/79	4750 cu. ft. covered hopper car, 100-ton trucks, Class L0	75	NAHX 486580 - 486654

SCHEDULE 2
DESCRIPTION OF LEASES

Page 2

<u>Name and Address of Lessee</u>	<u>Date of Car Leasing Agreement</u>	<u>Term of Lease</u>	<u>Date of Lease</u>	<u>Type of Equipment</u>	<u># of Cars</u>	<u>Identifying Mark and Numbers Subject to Assigned Schedule</u>
Hercules, Inc. 910 Market Street Wilmington, Delaware	6/1/64	5 Years	9/18/80	4000 cu. ft. slurry solution, pressure differential unloading (15 p.s.i.) covered hopper cars, 100-ton trucks, Class LO	11	NAHX 390255 - 390265
Hi-Line Farmers Union Grain Co. Main Street Peak, North Dakota	7/1/80	5 Years	7/1/80	1. 4750 cu. ft. covered hopper car, 100-ton trucks, Class LO	3	NAHX 486426 - 486428
				2. 5750 cu. ft. covered hopper cars, 100-ton trucks, Class LO	2	NAHX 057916 - 057917
Hoople Farmers Grain Railroad Right of Way Hoople, North Dakota	10/18/73	5 Years	9/7/80	4750 cu. ft. covered hopper car, 100-ton trucks, Class LO	10	NAHX 485003 - 485012
Manley Cooperative Grain Co. P.O. Box 68 One Mile East of Highway 50 Manley, Nebraska	12/12/79	5 Years	12/12/79	4750 cu. ft. covered hopper car, 100-ton trucks, Class LO	10	NAHX 485747, 485749,485750, 485751,485754, 485758,485760, 485761,485764, 485768

SCHEDULE 2
DESCRIPTION OF LEASES

Page 3

Mobay Chemical Corporation Penn Lincoln Parkway West Pittsburgh, Pennsylvania	4/3/79	5 Years	3/7/80	5750 cu. ft. covered hopper car, 100-ton trucks, Class L0	15	NAHX 057918 - 057932
Demeter, Inc. Box 465 Fowler, Indiana	9/01/82	1 Year	9/17/82	4750 cu. ft. covered hopper car, 100-ton trucks, Class L0	15	NAHX 485746, 485748,485752, 485753,485755, 485756,485757, 485759,485762, 485763,485765 485766,485767 485769,485770