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Union Tank Car Company

225 West Washington Street
Chicago, Illinois 60606
312/372-9500

RECORDATION NO. 11858-h ✓
FILED 1428

MAY 6 1991 -3 30 PM
INTERSTATE COMMERCE COMMISSION

May 1, 1991

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

1-126A054 ✓

RECORDATION NO. 11858-M ✓
FILED 1428

MAY 6 1991 -3 30 PM
INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
12th St. & Constitution Ave., N.W., Room 2215
Washington, DC 20423

Re: Equipment Trust Agreement (Series 17)
Recordation No. 11858

Dear Sir or Madam:

Enclosed are the original and two certified copies of the Fifth Supplemental Equipment Trust Agreement dated as of March 19, 1991, between Union Tank Car Company and The First National Bank of Boston, as Trustee. Also enclosed are the original and two certified copies of a Bill of Sale from the Trustee to Union Tank Car Company.

Please file both of these documents as supplements to the filing referred to above. Enclosed is our check in the amount of \$30 for the filing fee. Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 845-5336.

Thank you.

Sincerely,

Patrick J. Allen
Senior Attorney

PJA/jf
UTC13
Enclosures

MAY 6 3 19 PM '91
MOTOR OPERATING UNIT



Interstate Commerce Commission
Washington, D.C. 20423

5/7/91

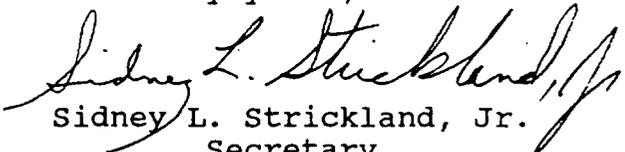
OFFICE OF THE SECRETARY

Patrick J. Allen
Union Tank Car Company
225 West Washington, Street
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 5/6/91 at 3:20pm, and assigned recordation number(s). 11858-L & 11858-M

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

REGISTRATION NO 11858-L ✓ FILED MAY 6

MAY 6 1991 - 3 20 PM

INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS)
)
COUNTY OF COOK)

CERTIFICATE

The undersigned, Jean Fowler, a Notary Public in and for said County and State, hereby states that she has compared the attached copy of the Bill of Sale dated March 28, 1991 with the original document thereof, and hereby certifies that such attached copy is a true and correct copy of the original document in all respects.

In Witness Whereof, the undersigned has set her hand and seal this 29th day of April, 1991.

Jean Fowler

Notary Public

UTC17



MAY 6 1991 -3 20 PM ✓

INTERSTATE COMMERCE COMMISSION

BILL OF SALE

THE FIRST NATIONAL BANK OF BOSTON
 as Trustee under Equipment Trust Agreement
 Dated May 15, 1980
 (Series 17)
 to
 UNION TANK CAR COMPANY

KNOW ALL MEN BY THESE PRESENTS, that The First National Bank of Boston ("Trustee"), as Trustee under that certain Equipment Trust Agreement ("Agreement") dated May 15, 1980 by and between Trustee and Union Tank Car Company ("Company"), in consideration of the conveyance to Trustee of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and other compliance by 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, does hereby sell, assign, transfer, set over and deliver unto Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by Company to Trustee pursuant to the Agreement, which units of Equipment are fully described in Schedule B hereto, hereby warranting that such Equipment is free and clear from all liens and encumbrances of Trustee.

TO HAVE AND TO HOLD the said Equipment unto 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.

IN WITNESS WHEREOF, Trustee has caused this instrument to be duly executed by a proper corporate officer hereunto duly authorized, and its corporate seal to be hereunto affixed and attested, as of March 28, 1991.

THE FIRST NATIONAL BANK
 OF BOSTON

By: Amy M. Ahles

(CORPORATE SEAL)

Attest:

J. Patrick
 Its Assistant Cashier

UTC17

STATE OF MASSACHUSETTS)

COUNTY OF Suffolk) SS

On this 28 day of March, 1991, before me, a Notary Public in and for said State and County, personally appeared Amy Mahles and G. Patrick McEvoy, to me personally known, who being by me duly sworn did say that they are, respectively, Authorized Officer and Asst. Cashier of The First National Bank of Boston, that the seal affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by prior authority; and said persons acknowledge that the execution of the foregoing instrument was the free act and deed of said Bank.

Edward J. Zappala
Notary Public

My Commission Expires:

~~My Commission~~
~~Expires On~~
~~October 7, 1994~~

UTC17

PROGRAM ACTB1027

CERTIFICATE TRUST SERIES: R017

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT
SCHEDULE B - DESCRIPTION OF EQUIPMENT TRUST
FOR SUBSTITUTION - TERMINATED CARS

RUN DATE: 03/14/91
PAGE NO : 5

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS
30	LDC	7,000	UTBX10100-UTBX10129
<hr/>			
30	TOTAL		

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT
 WRECKED/RETIRED CARS (SCHEDULE B)
 R.17 SERIES 17 03/14/91

ROAD NUMBER	AAR CODE	CAR CAPACITY	UNIT MEAS	--CODES--		-----DATES-----		CERTIFICATE TRUST COST	SALE PRICE
				CO	CTY	IN USE	WRECKED/RETIRED		
JTBX 10100	LOC	7,000	CUFT	1	1	10/79	03/91	\$ 50,039	\$ 34,050
JTBX 10101	LOC	7,000	CUFT	1	1	10/79	03/91	50,039	34,050
JTBX 10102	LOC	7,000	CUFT	1	1	10/79	03/91	50,039	34,050
JTBX 10103	LOC	7,000	CUFT	1	1	10/79	03/91	50,039	34,050
JTBX 10104	LOC	7,000	CUFT	1	1	10/79	03/91	50,039	34,050
JTBX 10105	LOC	7,000	CUFT	1	1	10/79	03/91	50,039	34,050
JTBX 10106	LOC	7,000	CUFT	1	1	10/79	03/91	50,039	34,050
JTBX 10107	LOC	7,000	CUFT	1	1	10/79	03/91	50,039	34,050
JTBX 10108	LOC	7,000	CUFT	1	1	10/79	03/91	50,039	34,050
JTBX 10109	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10110	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10111	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10112	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10113	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10114	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10115	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10116	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10117	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10118	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10119	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10120	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10121	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10122	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10123	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10124	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10125	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10126	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10127	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10128	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050
JTBX 10129	LOC	7,000	CUFT	1	1	11/79	03/91	50,039	34,050

NUMBER OF CARS

30

\$ 1,501,170

\$ 1,021,500

11858-M

MAY 6 1991 - 3 20 PM

INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS)
)
COUNTY OF COOK)

CERTIFICATE

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In Witness Whereof, the undersigned has set her hand and seal this 29th day of April, 1991.

Jean Fowler
Notary Public

UTC17

