



THE MARMON GROUP, INC.

225 West Washington Street, Chicago, Illinois 60606, Tel. (312) 372-9500, Fax (312) 845-5305, Telex 253112 CGO

May 8, 1990

RECORDATION NO 13373-2 FILED ICS

0-130A046 MAY 10 1990 -2:25 PM  
INTERSTATE COMMERCE COMMISSION

CERTIFIED MAIL  
RETURN RECEIPT REQUESTED

RECORDATION NO 13373-K FILED ICS

MAY 10 1990 -2:25 PM

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

INTERSTATE COMMERCE COMMISSION

MAY 10 2 18 PM '90  
MOTOR OPERATING UNIT

Re: Equipment Trust Agreement (Series 20)  
Recordation No. 13373  
Recordation Date: December 22, 1981

Dear Sir or Madam:

Enclosed are the original and two certified copies of the Fifth Supplemental Trust Agreement dated February 14, 1990, between Union Tank Car Company and NCNB National Bank of North Carolina, 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  
UTC/ICC  
Enclosures

RECORDATION NO. 13373-K FILED 1225  
MAY 10 1990 -2:35 PM  
INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS )  
                          )  
COUNTY OF COOK    )

CERTIFICATE

The undersigned, Louise Aloi-Bourelle, a Notary Public, hereby states that she has compared the attached copy of the Bill of Sale dated April 25, 1990, 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 8th day of May, 1990.

Louise Aloi-Bourelle  
Notary Public

4066e

OFFICIAL SEAL "  
LOUISE ALOI-BOURELLE  
NOTARY PUBLIC, STATE OF ILLINOIS  
COMMISSION EXPIRES 6/17/92

BILL OF SALE

RECORDATION NO 13373-1<  
FILED 1990

MAY 10 1990 - 2 35 PM  
INTERSTATE COMMERCE COMMISSION

NCNB NATIONAL BANK OF NORTH CAROLINA  
as Trustee under Equipment Trust Agreement  
Dated December 15, 1981  
(Series 20)  
to  
UNION TANK CAR COMPANY

KNOW ALL MEN BY THESE PRESENTS, that NCNB National Bank of North Carolina ("Trustee"), as Trustee under that certain Equipment Trust Agreement ("Agreement"), dated December 15, 1981 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 April 25, 1990.

NCNB NATIONAL BANK OF NORTH CAROLINA

By: Gregory T. Sardzinski

GREGORY T. SARDZINSKI  
VICE PRESIDENT  
AND TRUST OFFICER

(CORPORATE SEAL)

Attest:

Daniel D. [Signature]  
Its V.P. & Trust officer

STATE OF NORTH CAROLINA)

COUNTY OF Mecklenburg) SS

On this 25<sup>th</sup> day of April, 1990, before me, a Notary Public, personally appeared Gregory T. Sardzinski and David D. Kooker to me personally known, who being by me duly sworn did say that they are, respectively, Vice President + Trust Officer and Vice President + Trust Officer of NCNB National Bank of North Carolina, 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.

Theresa Aileen Davis  
Notary Public

My Commission Expires:

12/22/92

2044b

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT  
 WRECKED/RETIRED CARS (SCHEDULE B)  
 R 20 SERIES 20 02/14/90

ROAD NUMBER	AAR CODE	CAR CAPACITY	UNIT MEAS	-CODES-		----DATES----		CERTIFICATE TRUST COST	NET BOOK VALUE
				CO	CTY	IN USE	WRECKED/ RETIRED		
CP 317519	BULK	100	TON	3	2	05/81	10/87	\$ 45,787	\$ 25,755
CP 317554	BULK	100	TON	3	2	05/81	10/87	45,787	25,755
CP 317567	BULK	100	TON	3	2	05/81	10/87	45,787	25,755
UNFX 102751	GONT	100	TON	3	2	03/81	04/89	40,431	22,406
UTLX 11174	TA	13,000	GAL	1	1	11/80	07/87	37,939	20,392
UTLX 11179	TA	13,000	GAL	1	1	11/80	05/88	37,940	20,393
UTLX 48224	TP	17,000	GAL	1	1	03/81	11/89	39,996	22,164
UTLX 60838	TM	13,000	GAL	1	1	09/80	11/87	40,836	21,609
UTLX 60841	TM	13,000	GAL	1	1	11/80	09/89	40,836	21,949
UTLX 60946	TM	13,000	GAL	1	1	05/81	11/87	40,485	22,773
UTLX 60982	TM	13,000	GAL	1	1	05/81	09/87	40,485	22,773
UTLX 60984	TM	13,000	GAL	1	1	05/81	09/87	40,485	22,773
UTLX 60985	TM	13,000	GAL	1	1	05/81	09/87	40,485	22,773
UTLX 60986	TM	13,000	GAL	1	1	05/81	09/87	40,485	22,773
UTLX 66230	TM	16,000	GAL	1	1	05/80	08/89	38,416	19,688
UTLX 66388	TM	16,000	GAL	1	1	05/81	09/87	39,343	22,130
UTLX 66628	TM	18,000	GAL	1	1	10/81	04/88	44,098	25,724
UTLX 67618	TM	14,000	GAL	1	1	03/81	01/89	42,772	23,703
UTLX 67923	TM	20,000	GAL	1	1	03/81	08/87	42,209	23,391
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NUMBER OF CARS		19						\$ 784,602	\$ 434,679

PROGRAM ACTB1027

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

RUN DATE: 02/14/90

CERTIFICATE TRUST SERIES: R020

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS
3	BULK	100	CP 317519,CP 317554,CP 317567
1	GONT	100	UNPX102751
2	TA	13,000	11174,11179
7	TM	13,000	60838,60841,60946,60982,60984-60986
1	TM	14,000	67618
2	TM	16,000	66230,66388
1	TM	18,000	66628
1	TM	20,000	67923
1	TP	17,000	48224
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19	TOTAL		