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RECORDATION NO. 21675 FILED
SEP 29 '98 9-05 AM

21675-A, B, C

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SEP 29 '98 9-05 AM

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September 28, 1998

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Re: GARC II 98-A Railcar Trust

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Equipment Lease Agreement, dated September 29, 1998, a primary document as defined in the Board's Rules for the Recordation of Documents and two (2) copies of each of the following secondary documents related thereto: namely, a Memorandum of Trust Indenture and Security Agreement, also dated September 29, 1998, Trust Indenture Supplement No. 1 and Lease Supplement No. 1.

The names and addresses of the parties of the enclosed documents are:

Equipment Lease Agreement
and
Lease Supplement No. 1

Lessor: Wilmington Trust Company,
Trustee of GARC II 98-A Railcar Trust
Rodney Square North
1100 North Market Street
Wilmington, Delaware 19890

Lessee: General American Railcar Corporation II
500 West Monroe Street
Chicago, Illinois 60601

Trust Indenture and Security Agreement
and
Trust Indenture Supplement No. 1

A

Owner Trustee: Wilmington Trust Company,
Trustee of GARC II 98-A Railcar Trust
Rodney Square North
1100 North Market Street
Wilmington, Delaware 19890

Indenture Trustee: State Street Bank and Trust Company
Two International Place
Boston, Massachusetts 02110

A description of the railroad equipment covered by the enclosed documents is attached as Exhibit A to each of the Memoranda.

Also enclosed is a check in the amount of $104.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of each of the enclosed documents to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/bg
Enclosures

RECORDATION NO 21675 FILED
SEP 29 '98 9-05 AM

Document No. 1.4

MEMORANDUM OF TRUST INDENTURE AND SECURITY AGREEMENT (GARC II 98-A)

This Memorandum of Trust Indenture and Security Agreement (GARC II 98-A) (this "Memorandum"), dated September 29, 1998 is by and between GARC II 98-A Railcar Trust, a Delaware business trust, by Wilmington Trust Company, a Delaware banking corporation, not in its individual capacity but solely as Owner Trustee (the "Owner Trustee"), and State Street Bank and Trust Company, a Massachusetts trust company, as Indenture Trustee (the "Indenture Trustee").

W I T N E S S E T H:

The Owner Trustee and the Indenture Trustee have entered into that certain Trust Indenture and Security Agreement (GARC II 98-A), dated as of September 1, 1998, to provide, among other things, for the grant of a security interest by the Owner Trustee to the Indenture Trustee in the following:

(1) the Equipment Lease Agreement (GARC II 98-A) (the "Lease") dated as of September 1, 1998, by and between the Owner Trustee, as lessor, and General American Railcar Corporation II, as lessee (the "Lessee"); the Participation Agreement (GARC II 98-A) (the "Participation Agreement") dated as of September 1, 1998 by and among the Lessee, the Manager, the Lessee Parent, the Pass Through Trustee, the Owner Participant, the Owner Trustee and the Indenture Trustee; the Transfer and Assignment Agreement (the "Transfer and Assignment Agreement") dated as of September 1, 1998 by and between Lessee Parent and the Lessee; the Collateral Agency and Intercreditor Agreement (the "Intercreditor Agreement") dated as of September 1, 1998 by and among the Lessee, the Collateral Agent, the Owner Trustee, the Indenture Trustee, the Manager, the Insurance Manager and certain other Persons; the GATC Bill of Sale (the "GATC Bill of Sale") dated the Closing Date and executed and delivered by the Lessee Parent, conveying the Equipment to the Lessee; and the Bill of Sale (the "Bill of Sale") dated the Closing Date from the Lessee to the Owner Trustee covering the Units delivered on the Closing Date or such Replacement Unit, as the case may be;

(2) the railroad equipment listed on Exhibit A attached hereto, the Replacement Units and all substitutions therefor in which the Owner Trustee shall from time to time acquire an interest under the Lease;

(3) all requisition proceeds with respect to the Equipment or any Unit thereof (to the extent of the Owner Trustee's interest therein pursuant to the terms of the Lease);

(4) all monies and securities now or hereafter paid or deposited or required to be paid or deposited with the Indenture Trustee pursuant to any term of the Trust Indenture, the Lease or the Participation Agreement or required to be held by the Indenture Trustee hereunder or thereunder (including, without limitation, the Payment Account); and

(5) all proceeds of the foregoing.

The foregoing shall not subject to the Lien of the Trust Indenture, any (i) Excepted Rights, (ii) Excepted Property or (iii) payment of amounts which have been distributed to the Owner Trustee or any other Person in accordance with the provisions of this Indenture.

Capitalized terms used herein and not otherwise defined shall have the meanings assigned thereto in the Trust Indenture on file with State Street Bank and Trust Company, or its successor indenture trustee.

* * *

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed by their respective officers authorized as of the date and year first above written.

GARC II 98-A RAILCAR TRUST,
By: Wilmington Trust Company, not in its individual capacity but solely as Owner Trustee

By:_____
Name: JAMES P. LAWLER
Title: Vice President

STATE STREET BANK AND TRUST COMPANY,
Indenture Trustee

By:_____
Name:_____
Title:_____

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed by their respective officers authorized as of the date and year first above written.

GARC II 98-A RAILCAR TRUST,
By: Wilmington Trust Company, not in its individual capacity but solely as Owner Trustee

By:_____
Name:_____
Title:_____

STATE STREET BANK AND TRUST COMPANY,
Indenture Trustee

By:_____
Name: Alison Della Bella
Title: Assistant Vice President

STATE OF Delaware)
) SS:
COUNTY OF New Castle)

On this 18th day of September, 1998 before me personally appeared James P. Lawler, to me personally known, who being duly sworn, says that he/she is the VICE PRESIDENT of GARC II 98-A Railcar Trust, by Wilmington Trust Company, not in its individual capacity but solely as Owner Trustee, that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Kathleen A. Pedelini
Notary Public

My commission expires:_____

KATHLEEN A. PEDELINI
NOTARY PUBLIC
My Commission expires October 31, 1998

STATE OF _____)
) SS:
COUNTY OF _____)

On this ___ day of September, 1998 before me personally appeared _____, to me personally known, who being duly sworn, says that he/she is the _____ of State Street Bank and Trust Company, that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

_____
Notary Public

My commission expires:_____

STATE OF _____)
) SS:
COUNTY OF _____)

On this ___ day of September, 1998 before me personally appeared _____, to me personally known, who being duly sworn, says that he/she is the _____ of GARC II 98-A Railcar Trust, by Wilmington Trust Company, not in its individual capacity but solely as Owner Trustee, that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

_____
Notary Public

My commission expires:_____

STATE OF MASSACHUSETTS)
) SS:
COUNTY OF Suffolk)

On this ___ day of September, 1998 before me personally appeared ALISON DELLA BELLA to me personally known, who being duly sworn, says that he/she is the ASSISTANT VICE PRESIDENT of State Street Bank and Trust Company, that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Laura L. Morse
Notary Public

My commission expires:_____

LAURA L. MORSE
Notary Public
My Commission Expires July 12, 2002

Exhibit A

	Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
Equipment Group A	ASL0004	5125 Power Flow	Power Flow 110 To	104	7938219.197	GPFX011159
						GPFX011160
						GPFX011162
						GPFX011167
						GPFX011168
						GPFX011169
						GPFX011174
						GPFX011187
						GPFX011194
						GPFX011196
						GPFX011200
						GPFX011201
						GPFX011202
						GPFX011203
						GPFX011205
						GPFX011206
						GPFX011207
						GPFX011223
						GPFX011225
						GPFX011227
						GPFX011232
						GPFX011235
						GPFX011237
						GPFX011238
						GPFX011239
						GPFX011241
						GPFX011246
						GPFX011249
						GPFX011254
						GPFX011256
						GPFX011258
						GPFX011260
						GPFX011262
						GPFX011263
						GPFX011267
						GPFX011269
						GPFX011273
						GPFX011275
						GPFX011276
						GPFX011279
						GPFX011280
						GPFX011282
						GPFX011285
						GPFX011286
						GPFX011287
						GPFX011288
						GPFX011291
						GPFX011295
						GPFX011296
						GPFX011301
						GPFX011302
						GPFX011303
						GPFX011304

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GPFX011306
					GPFX011307
					GPFX011311
					GPFX011315
					GPFX011316
					GPFX011317
					GPFX011318
					GPFX011319
					GPFX011320
					GPFX011322
					GPFX011325
					GPFX011329
					GPFX011331
					GPFX011332
					GPFX011337
					GPFX011338
					GPFX011339
					GPFX011342
					GPFX011344
					GPFX011345
					GPFX011346
					GPFX011350
					GPFX011351
					GPFX011357
					GPFX011359
					GPFX011363
					GPFX011364
					GPFX011366
					GPFX011367
					GPFX011368
					GPFX011370
					GPFX011371
					GPFX011373
					GPFX011375
					GPFX011376
					GPFX011378
					GPFX011381
					GPFX011382
					GPFX011383
					GPFX011385
					GPFX011387
					GPFX011388
					GPFX011389
					GPFX011390
					GPFX011394
					GPFX011416
					GPFX011417
					GPFX011419
					GPFX011421
					GPFX011423
					GPFX011425
GSL0001	Miscellaneous Large Steel	DOT 111A100-W-5	3	206501.25	GATX060929
					GATX060931
					GATX060934

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
GSL0002	Miscellaneous Large Alloy	DOT 111A100-W-6	16	2301072.24	GATX031351
		DOT 111A100-W-7			GATX031352
					GATX031355
					GATX070655
					GATX070658
					GATX070659
					GATX070660
					GATX070663
					GATX070664
					GATX070666
					GATX070667
					GATX070668
					GATX070670
					GATX070673
					GATX070675
					GATX070677
GSL0003	13,000 Gallon Sulfuric Acid	DOT 111A100-W-2	23	1199388.6	GATX007702
					GATX007703
					GATX007704
					GATX007708
					GATX007710
					GATX007711
					GATX007713
					GATX007714
					GATX007716
					GATX007717
					GATX007719
					GATX007721
					GATX007722
					GATX007723
					GATX007724
					GATX007726
					GATX007729
					GATX007737
					GATX007738
					GATX007740
					GATX007741
					GATX007742
					GATX007744
GSL0004	20,000 Gallon NC/NI HCL	DOT 111A100-W-5	32	1740024.82	GATX060905
					GATX060935
					GATX060936
					GATX060938
					GATX060939
					GATX060941
					GATX060943
					GATX060945
					GATX060947
					GATX060951
					GATX060952
					GATX061424
					GATX061426
					GATX061428
					GATX061430
					GATX061433
					GATX061434
					GATX061437

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX061438
					GATX061440
					GATX061441
					GATX061446
					GATX061447
					GATX061448
					GATX061449
					GATX061450
					GATX061451
					GATX061452
					GATX061454
					GATX061455
					GATX061460
					GATX061462
GSL0006	13,000 Gallon NC/INS	AAR 211A100-W-1	45	2555910.88	GATX005651
					GATX005652
					GATX005654
					GATX005656
					GATX005658
					GATX005661
					GATX005664
					GATX005665
					GATX005667
					GATX005668
					GATX005669
					GATX005670
					GATX005672
					GATX005673
					GATX005674
					GATX005676
					GATX005678
					GATX005679
					GATX005680
					GATX005681
					GATX005683
					GATX005688
					GATX005689
					GATX005690
					GATX005691
					GATX005696
					GATX005699
					GATX005700
					GATX005701
					GATX005704
					GATX005707
					GATX005709
					GATX005711
					GATX005716
					GATX005721
					GATX005724
					GATX005725
					GATX005727
					GATX005728
					GATX005729
					GATX005731
					GATX005733
					GATX005735

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX005737
					GATX005738
GSL0010	16,000 Gallon OSC/INS	DOT 111A100-W-1	7	391966.48	GATX074165
					GATX074166
					GATX074167
					GATX074168
					GATX074170
					GATX074171
					GATX074172
GSL0013	20,000 Gallon NC/INS	DOT 111A100-W-1	150	7768519.04	GATX062704
					GATX062706
					GATX062709
					GATX062710
					GATX062714
					GATX062718
					GATX062719
					GATX062722
					GATX062723
					GATX062724
					GATX062726
					GATX062727
					GATX062729
					GATX062730
					GATX062732
					GATX062733
					GATX062734
					GATX062735
					GATX062737
					GATX062738
					GATX062739
					GATX062742
					GATX062744
					GATX062749
					GATX062750
					GATX062751
					GATX062753
					GATX062754
					GATX062756
					GATX062757
					GATX062759
					GATX062760
					GATX062762
					GATX062765
					GATX062766
					GATX062768
					GATX062770
					GATX062774
					GATX062775
					GATX062776
					GATX062782
					GATX062783
					GATX062784
					GATX062786
					GATX062787
					GATX062788
					GATX062791
					GATX062796

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX062797
					GATX062800
					GATX062951
					GATX062955
					GATX062959
					GATX062962
					GATX062964
					GATX062965
					GATX062966
					GATX062967
					GATX062969
					GATX062972
					GATX062976
					GATX062977
					GATX062978
					GATX062981
					GATX062982
					GATX062983
					GATX062984
					GATX062985
					GATX062987
					GATX062989
					GATX062992
					GATX062995
					GATX062998
					GATX063002
					GATX063004
					GATX063005
					GATX063007
					GATX063008
					GATX063009
					GATX063011
					GATX063012
					GATX063014
					GATX063015
					GATX063016
					GATX063018
					GATX063019
					GATX063026
					GATX063030
					GATX063031
					GATX063032
					GATX063034
					GATX063036
					GATX063037
					GATX063039
					GATX063040
					GATX063042
					GATX063043
					GATX063046
					GATX063047
					GATX063048
					GATX063451
					GATX063452
					GATX063453
					GATX063457
					GATX063461

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX063463
					GATX063467
					GATX063468
					GATX063471
					GATX063472
					GATX063473
					GATX063474
					GATX063478
					GATX063481
					GATX063482
					GATX063483
					GATX063484
					GATX063486
					GATX063488
					GATX063494
					GATX063495
					GATX063496
					GATX063497
					GATX063499
					GATX063500
					GATX063508
					GATX063510
					GATX063512
					GATX063517
					GATX063518
					GATX063520
					GATX063522
					GATX063523
					GATX063524
					GATX063525
					GATX063527
					GATX063529
					GATX063530
					GATX063531
					GATX063533
					GATX063534
					GATX063535
					GATX063536
					GATX063539
					GATX063540
					GATX063541
					GATX063544
					GATX063548
					GATX063549
					GATX063550
GSL0015	20,000 Gallon OSC/INS	DOT 111A100-W-1	149	9301170.269	GATX031053
		DOT 111A100-W-3			GATX031054
		DOT 111A100-J-4			GATX031055
					GATX031201
					GATX031203
					GATX031205
					GATX031207
					GATX031209
					GATX031210
					GATX031211
					GATX031213
					GATX031215

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX031216
					GATX031223
					GATX031224
					GATX031225
					GATX031228
					GATX031230
					GATX031231
					GATX031233
					GATX031235
					GATX031236
					GATX031240
					GATX031432
					GATX031433
					GATX031434
					GATX031435
					GATX031437
					GATX031440
					GATX031443
					GATX031444
					GATX031445
					GATX031446
					GATX031447
					GATX031451
					GATX031456
					GATX031457
					GATX031459
					GATX031584
					GATX031585
					GATX031586
					GATX031588
					GATX031589
					GATX031826
					GATX031827
					GATX031994
					GATX031995
					GATX031996
					GATX031997
					GATX031998
					GATX032006
					GATX032007
					GATX032009
					GATX032010
					GATX032011
					GATX032012
					GATX032013
					GATX032014
					GATX032019
					GATX032021
					GATX032022
					GATX032026
					GATX032028
					GATX032029
					GATX032030
					GATX032032
					GATX032036
					GATX032037
					GATX032038

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX032041
					GATX032354
					GATX032355
					GATX032356
					GATX032361
					GATX032365
					GATX032367
					GATX032368
					GATX032370
					GATX032371
					GATX032373
					GATX032375
					GATX032378
					GATX032380
					GATX032382
					GATX032383
					GATX032402
					GATX032404
					GATX032406
					GATX032407
					GATX032408
					GATX032410
					GATX032411
					GATX032412
					GATX032413
					GATX032417
					GATX032419
					GATX032422
					GATX032423
					GATX032424
					GATX032425
					GATX032427
					GATX032430
					GATX032432
					GATX032434
					GATX032441
					GATX032442
					GATX032443
					GATX032445
					GATX032469
					GATX032470
					GATX032473
					GATX032474
					GATX032477
					GATX032481
					GATX032484
					GATX032487
					GATX032488
					GATX032491
					GATX032492
					GATX060691
					GATX060692
					GATX060693
					GATX060694
					GATX060697
					GATX060698
					GATX060699

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX060703
					GATX060704
					GATX060705
					GATX060708
					GATX060709
					GATX062691
					GATX062692
					GATX062697
					GATX062698
					GATX062700
					GATX063822
					GATX063846
					GATX063848
					GATX063851
					GATX063852
					GATX063853
					GATX063854
					GATX063855
					GATX063856
					GATX073507
					GATX073512
					GATX073514
					GATX073517
GSL0016	23,000 Gallon OSC/INS	DOT 111A100-W-1	356	21263082.31	GATX059702
					GATX059704
					GATX059706
					GATX059708
					GATX059709
					GATX059712
					GATX059714
					GATX059718
					GATX059719
					GATX059723
					GATX059725
					GATX059728
					GATX059730
					GATX059731
					GATX059734
					GATX059736
					GATX059737
					GATX059738
					GATX059740
					GATX059741
					GATX059745
					GATX059748
					GATX059751
					GATX059754
					GATX059756
					GATX059757
					GATX059758
					GATX059760
					GATX059764
					GATX059765
					GATX059767
					GATX059771
					GATX059773
					GATX059776

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX059778
					GATX059781
					GATX059782
					GATX059783
					GATX059788
					GATX059789
					GATX059794
					GATX059795
					GATX059796
					GATX059801
					GATX059802
					GATX059902
					GATX059907
					GATX059915
					GATX059922
					GATX059929
					GATX059930
					GATX059931
					GATX059932
					GATX059934
					GATX059935
					GATX059937
					GATX059938
					GATX059939
					GATX059941
					GATX059942
					GATX059947
					GATX059948
					GATX059952
					GATX059953
					GATX059954
					GATX059956
					GATX059958
					GATX059960
					GATX060816
					GATX060817
					GATX060818
					GATX060824
					GATX060825
					GATX060827
					GATX060828
					GATX060831
					GATX060833
					GATX060884
					GATX060886
					GATX060888
					GATX064028
					GATX064029
					GATX064031
					GATX064032
					GATX064033
					GATX064034
					GATX064036
					GATX064038
					GATX064040
					GATX064042
					GATX064044

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX064046
					GATX064051
					GATX064052
					GATX064055
					GATX064056
					GATX064057
					GATX064059
					GATX064060
					GATX064063
					GATX064064
					GATX064065
					GATX064071
					GATX064072
					GATX064073
					GATX064074
					GATX064076
					GATX064077
					GATX064080
					GATX064082
					GATX064083
					GATX064086
					GATX064087
					GATX064088
					GATX064089
					GATX064091
					GATX064094
					GATX064097
					GATX064098
					GATX064099
					GATX064102
					GATX064105
					GATX064107
					GATX064110
					GATX064111
					GATX064112
					GATX064114
					GATX064301
					GATX064303
					GATX064304
					GATX064305
					GATX064306
					GATX064308
					GATX064310
					GATX064311
					GATX064312
					GATX064313
					GATX064314
					GATX064316
					GATX064317
					GATX064318
					GATX064321
					GATX064322
					GATX064324
					GATX064327
					GATX064329
					GATX064332
					GATX064334

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX064336
					GATX064337
					GATX064341
					GATX064343
					GATX064345
					GATX064346
					GATX064349
					GATX064351
					GATX064353
					GATX064355
					GATX064451
					GATX064453
					GATX064454
					GATX064455
					GATX064458
					GATX064462
					GATX064464
					GATX064469
					GATX064472
					GATX064473
					GATX064474
					GATX064475
					GATX064480
					GATX064483
					GATX064484
					GATX064485
					GATX064488
					GATX064490
					GATX064491
					GATX064492
					GATX064493
					GATX064494
					GATX064500
					GATX064502
					GATX064505
					GATX064512
					GATX064514
					GATX064516
					GATX064517
					GATX064521
					GATX064523
					GATX064525
					GATX064528
					GATX064529
					GATX064530
					GATX064532
					GATX064535
					GATX064538
					GATX064539
					GATX064540
					GATX064544
					GATX064545
					GATX064548
					GATX064550
					GATX066257
					GATX066258
					GATX066261

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX066265
					GATX066268
					GATX066269
					GATX066270
					GATX066271
					GATX066274
					GATX066282
					GATX066283
					GATX066284
					GATX066285
					GATX066287
					GATX066289
					GATX066293
					GATX066294
					GATX066295
					GATX066301
					GATX066303
					GATX066304
					GATX066514
					GATX066515
					GATX066519
					GATX066520
					GATX066523
					GATX066524
					GATX066526
					GATX066527
					GATX066531
					GATX066532
					GATX066534
					GATX066537
					GATX066539
					GATX066541
					GATX066542
					GATX066545
					GATX066547
					GATX066554
					GATX066557
					GATX066559
					GATX066560
					GATX066562
					GATX066611
					GATX066612
					GATX066613
					GATX066615
					GATX066616
					GATX066617
					GATX066618
					GATX066621
					GATX066624
					GATX066625
					GATX066630
					GATX066631
					GATX066635
					GATX066637
					GATX066639
					GATX066640
					GATX066641

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX066642
					GATX066643
					GATX066644
					GATX066650
					GATX066741
					GATX066746
					GATX066747
					GATX066748
					GATX066749
					GATX066750
					GATX066753
					GATX066755
					GATX066757
					GATX066758
					GATX066759
					GATX066765
					GATX066769
					GATX066770
					GATX066771
					GATX066773
					GATX066775
					GATX066776
					GATX066778
					GATX066779
					GATX066782
					GATX066783
					GATX066785
					GATX066787
					GATX066788
					GATX066789
					GATX066790
					GATX066791
					GATX066792
					GATX066795
					GATX066799
					GATX066800
					GATX067226
					GATX067227
					GATX067238
					GATX067240
					GATX067243
					GATX067248
					GATX067253
					GATX067254
					GATX067258
					GATX067260
					GATX067261
					GATX067262
					GATX067263
					GATX067264
					GATX067266
					GATX067267
					GATX072431
					GATX072434
					GATX072435
					GATX072436
					GATX072439

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX072440
					GATX072442
					GATX072443
					GATX072445
					GATX072449
					GATX072450
					GATX072453
					GATX072455
					GATX072456
					GATX072457
					GATX072463
					GATX072464
					GATX072465
					GATX072468
					GATX072469
					GATX072476
					GATX072477
					GATX072478
					GATX072479
					GATX072480
					GATX072481
					GATX072482
					GATX072483
					GATX072484
					GATX072488
					GATX072490
					GATX072493
					GATX072497
					GATX072498
					GATX072500
					GATX072514
					GATX072518
					GATX072519
					GATX072520
					GATX072521
					GATX072523
					GATX072525
GSL0017	26,000 Gallon NC/NI Chem	DOT 111A100-W-1	67	3536734.05	GATX094651
					GATX094652
					GATX094654
					GATX094656
					GATX094659
					GATX094660
					GATX094662
					GATX094666
					GATX094668
					GATX094669
					GATX094670
					GATX094672
					GATX094675
					GATX094679
					GATX094681
					GATX094684
					GATX094685
					GATX094687
					GATX094689
					GATX094690

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX094693
					GATX094694
					GATX094697
					GATX094698
					GATX094699
					GATX095573
					GATX095574
					GATX095577
					GATX095581
					GATX095582
					GATX095587
					GATX095588
					GATX095589
					GATX095590
					GATX095591
					GATX095592
					GATX095593
					GATX095595
					GATX095852
					GATX095854
					GATX095857
					GATX095858
					GATX095861
					GATX095863
					GATX095864
					GATX095865
					GATX095866
					GATX095868
					GATX095873
					GATX095874
					GATX096301
					GATX096307
					GATX096308
					GATX096309
					GATX096311
					GATX096314
					GATX096331
					GATX096333
					GATX096335
					GATX096336
					GATX096339
					GATX096340
					GATX096412
					GATX096413
					GATX096417
					GATX096418
					GATX096420
GSL0018	26,000 Gallon ISC Lube Oi	DOT 111A100-W-1	8	449402.24	GATX094551
					GATX094553
					GATX094554
					GATX094556
					GATX094557
					GATX094561
					GATX094562
					GATX094565
GSL0019	29,000 Gallon NC/NI Alcoh	DOT 111A100-W-1	66	3628899.31	GATX080672
					GATX080674

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX080677
					GATX080678
					GATX080679
					GATX081053
					GATX081055
					GATX081060
					GATX081062
					GATX081063
					GATX081064

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX081066
					GATX081069
					GATX081070
					GATX081073
					GATX081076
					GATX081078
					GATX081080
					GATX081081
					GATX081082
					GATX081084
					GATX081085
					GATX081089
					GATX081090
					GATX081092
					GATX081094
					GATX081096
					GATX081097
					GATX081100
					GATX081101
					GATX081134
					GATX081137
					GATX081140
					GATX081141
					GATX081142
					GATX081143
					GATX081802
					GATX081804
					GATX081805
					GATX081808
					GATX081830
					GATX081833
					GATX081834
					GATX081835
					GATX081836
					GATX081838
					GATX081839
					GATX081841
					GATX081843
					GATX081844
					GATX081845
					GATX081846
					GATX081849
					GATX081852
					GATX081856
					GATX081874
					GATX081876
					GATX081877
					GATX081880
					GATX081884
					GATX081885
					GATX081889
					GATX081890
					GATX081892
					GATX081893
					GATX081894

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
GSL0023	25,000 Gallon OSC/INS	DOT 111A100-W-1	126	7517381.343	GATX053434
					GATX053435
					GATX053436
					GATX053439
					GATX053440
					GATX053442
					GATX053443
					GATX053444
					GATX053449
					GATX053453
					GATX053454
					GATX053457
					GATX054946
					GATX054947
					GATX054952
					GATX054954
					GATX054955
					GATX054957
					GATX054958
					GATX054963
					GATX054965
					GATX054966
					GATX054967
					GATX054968
					GATX055208
					GATX055209
					GATX055210
					GATX055212
					GATX055215
					GATX055217
					GATX055219
					GATX055220
					GATX055222
					GATX055225
					GATX055226
					GATX094141
					GATX094143
					GATX094145
					GATX094146
					GATX094148
					GATX094149
					GATX094154
					GATX094155
					GATX094771
					GATX094774
					GATX094775
					GATX094776
					GATX094779
					GATX094780
					GATX094781
					GATX094782
					GATX094783
					GATX094785
					GATX094791
					GATX094794
					GATX094795
					GATX095001

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX095003
					GATX095005
					GATX095009
					GATX095011
					GATX095013
					GATX095014
					GATX095951
					GATX095952
					GATX095953
					GATX095954
					GATX095955
					GATX095958
					GATX095963
					GATX095964
					GATX095965
					GATX095966
					GATX095967
					GATX095968
					GATX095969
					GATX095970
					GATX095974
					GATX095975
					GATX095977
					GATX095978
					GATX095980
					GATX095984
					GATX095988
					GATX095990
					GATX095996
					GATX095998
					GATX095999
					GATX096157
					GATX096160
					GATX096161
					GATX096164
					GATX096166
					GATX096167
					GATX096170
					GATX096172
					GATX096174
					GATX096176
					GATX096178
					GATX096179
					GATX096181
					GATX096182
					GATX096185
					GATX096186
					GATX096189
					GATX096252
					GATX096253
					GATX096254
					GATX096256
					GATX096257
					GATX096260
					GATX096264
					GATX096265
					GATX096266

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX096271
					GATX096272
					GATX096280
					GATX096282
					GATX096284
					GATX096285
					GATX096288
					GATX096290
					GATX096292
					GATX096293
					GATX096294
					GATX096296
GSL0024	13,000 Gallon Sulfuric Acid	DOT 111A100-W-2	19	954988.41	GATX006051
					GATX006052
					GATX006054
					GATX006058
					GATX006059
					GATX006060
					GATX006061
					GATX006065
					GATX006066
					GATX006070
					GATX006281
					GATX006285
					GATX006286
					GATX006288
					GATX006293
					GATX006295
					GATX006296
					GATX006298
					GATX006299
GSL0026	26,000 Gallon OSC/INS	DOT 111A100-W-1	30	1792257.75	GATX066273
					GATX094101
					GATX094102
					GATX094104
					GATX096013
					GATX096014
					GATX096016
					GATX096017
					GATX096019
					GATX096020
					GATX096022
					GATX096024
					GATX096027
					GATX096028
					GATX096030
					GATX096032
					GATX096034
					GATX096221
					GATX096223
					GATX096226
					GATX096227
					GATX096229
					GATX096230
					GATX096231
					GATX096235
					GATX096321

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX096322
					GATX096325
					GATX096326
					GATX096330
HPL0001	Miscellaneous Large Steel/	DOT 105J200-W	2	136253.36	GATX095916
					GATX095919
HPL0003	33,500 Gallon NC/INS	DOT 112J340-W	139	10585465.85	GATX057152
					GATX057153
					GATX057155
					GATX057156
					GATX057157
					GATX057161
					GATX057162
					GATX057164
					GATX057167
					GATX057168
					GATX057169
					GATX057173
					GATX057175
					GATX057180
					GATX057181
					GATX057183
					GATX057184
					GATX057186
					GATX057188
					GATX057190
					GATX057194
					GATX057195
					GATX057196
					GATX057198
					GATX057200
					GATX057201
					GATX057203
					GATX057205
					GATX057206
					GATX057208
					GATX057210
					GATX057214
					GATX057216
					GATX057218
					GATX057220
					GATX057224
					GATX057226
					GATX057227
					GATX057228
					GATX057229
					GATX057232
					GATX057233
					GATX057235
					GATX057236
					GATX057237
					GATX057240
					GATX057241
					GATX057244
					GATX057247
					GATX057250
					GATX058601

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX058603
					GATX058607
					GATX058608
					GATX058613
					GATX058614
					GATX058616
					GATX058619
					GATX058620
					GATX058621
					GATX058624
					GATX058625
					GATX058628
					GATX058630
					GATX058633
					GATX058635
					GATX058637
					GATX058642
					GATX058643
					GATX058645
					GATX058647
					GATX058648
					GATX058649
					GATX058652
					GATX058654
					GATX058658
					GATX058660
					GATX058697
					GATX058698
					GATX058700
					GATX058705
					GATX058708
					GATX058709
					GATX058710
					GATX058711
					GATX058712
					GATX058713
					GATX058715
					GATX058717
					GATX058720
					GATX058721
					GATX058722
					GATX058723
					GATX058724
					GATX058726
					GATX058727
					GATX058729
					GATX058735
					GATX058737
					GATX058738
					GATX058739
					GATX058740
					GATX058741
					GATX058742
					GATX058744
					GATX058745
					GATX058746
					GATX058748

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GATX058750
					GATX058757
					GATX058778
					GATX058783
					GATX058785
					GATX058786
					GATX058788
					GATX058790
					GATX058791
					GATX058792
					GATX058797
					GATX058798
					GATX058800
					GATX058801
					GATX058802
					GATX058805
					GATX058808
					GATX058810
					GATX058812
					GATX058817
					GATX058818
					GATX058819
					GATX058821
					GATX058822
					GATX058824
					GATX058826
					GATX058828
					GATX058829
					GATX058830
					GATX058833
					GATX058834
HPL0006	105A300/100	DOT 105J100-W	8	576141.1389	GATX060892
					GATX060893
					GATX060894
					GATX060896
					GATX060898
					GATX060899
					GATX060901
					GATX060904
HPL0007	25,000 Gallon NC/NI	DOT 105J100-W	2	135409.48	GATX096074
					GATX096075
HPL0011	33,500 Gallon NC/NI	DOT 105J400-W	15	1212441.08	GATX062503
					GATX062504
					GATX062505
					GATX062506
					GATX062507
					GATX062509
					GATX062514
					GATX062515
					GATX062516
					GATX062521
					GATX062523
					GATX062527
					GATX062528
					GATX062529
					GATX062530
OFL0004	5851 Plastic Pellet	Polyflow CV 110 To	209	12765640.68	GPLX075350

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GPLX075351
					GPLX075353
					GPLX075356
					GPLX075359
					GPLX075360
					GPLX075361
					GPLX075362
					GPLX075363
					GPLX075364
					GPLX075373
					GPLX075378
					GPLX075379
					GPLX075384
					GPLX075387
					GPLX075391
					GPLX075397
					GPLX075398
					GPLX075400
					GPLX075403
					GPLX075410
					GPLX075423
					GPLX075425
					GPLX075426
					GPLX075427
					GPLX075428
					GPLX075520
					GPLX075521
					GPLX075540
					GPLX075543
					GPLX075545
					GPLX075546
					GPLX075549
					GPLX075656
					GPLX075711
					GPLX075713
					GPLX075716
					GPLX075717
					GPLX075719
					GPLX075721
					GPLX075722
					GPLX075821
					GPLX075824
					GPLX075826
					GPLX075827
					GPLX075828
					GPLX075829
					GPLX075832
					GPLX075833
					GPLX075835
					GPLX075839
					GPLX075841
					GPLX075846
					GPLX075847
					GPLX075848
					GPLX075849
					GPLX075895
					GPLX075899

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GPLX075900
					GPLX075901
					GPLX075902
					GPLX075904
					GPLX075907
					GPLX075908
					GPLX075909
					GPLX075911
					GPLX075912
					GPLX075913
					GPLX075916
					GPLX075938
					GPLX075939
					GPLX075940
					GPLX075947
					GPLX075949
					GPLX075950
					GPLX075952
					GPLX075953
					GPLX075955
					GPLX075956
					GPLX075958
					GPLX075959
					GPLX075960
					GPLX075961
					GPLX075964
					GPLX075969
					GPLX075970
					GPLX075973
					GPLX075976
					GPLX075978
					GPLX075979
					GPLX075980
					GPLX075983
					GPLX075984
					GPLX075988
					GPLX075992
					GPLX075995
					GPLX075996
					GPLX075997
					GPLX075999
					GPLX076000
					GPLX076003
					GPLX076006
					GPLX076008
					GPLX076009
					GPLX076010
					GPLX076012
					GPLX076013
					GPLX076014
					GPLX076015
					GPLX076016
					GPLX076017
					GPLX076018
					GPLX076019
					GPLX076022
					GPLX076025

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GPLX076027
					GPLX076028
					GPLX076029
					GPLX076032
					GPLX076036
					GPLX076040
					GPLX076042
					GPLX076043
					GPLX076047
					GPLX076049
					GPLX076051
					GPLX076053
					GPLX076055
					GPLX076057
					GPLX076063
					GPLX076064
					GPLX076065
					GPLX076066
					GPLX076067
					GPLX076069
					GPLX076075
					GPLX076077
					GPLX076078
					GPLX076079
					GPLX076081
					GPLX076082
					GPLX076083
					GPLX076084
					GPLX076085
					GPLX076087
					GPLX076088
					GPLX076092
					GPLX076093
					GPLX076095
					GPLX076096
					GPLX076099
					GPLX076104
					GPLX076105
					GPLX076107
					GPLX076108
					GPLX076110
					GPLX076112
					GPLX076115
					GPLX076116
					GPLX076117
					GPLX076118
					GPLX076119
					GPLX076120
					GPLX076124
					GPLX076128
					GPLX076135
					GPLX076139
					GPLX076140
					GPLX076141
					GPLX076142
					GPLX076147
					GPLX076149

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GPLX076151
					GPLX076156
					GPLX076158
					GPLX076160
					GPLX076162
					GPLX076164
					GPLX076166
					GPLX076167
					GPLX076168
					GPLX076169
					GPLX076171
					GPLX076175
					GPLX076176
					GPLX076179
					GPLX076180
					GPLX076183
					GPLX076185
					GPLX076186
					GPLX076187
					GPLX076188
					GPLX076191
					GPLX076193
					GPLX076235
					GPLX076240
					GPLX076243
					GPLX076244
					GPLX076245
					GPLX076247
					GPLX076248
					GPLX076250
					GPLX076252
					GPLX076253
					GPLX076258
					GPLX076260
					GPLX076262
					GPLX076263
					GPLX076264
OFL0006	5161 Covered Hopper	Hopper 110 Ton	101	5533350.361	GACX007076
					GACX007078
					GACX007080
					GACX007081
					GACX007087
					GACX007089
					GACX007090
					GACX007093
					GACX007095
					GACX007096
					GACX007098
					GACX007100
					GACX007102
					GACX007103
					GACX007104
					GACX007108
					GACX007109
					GACX007112
					GACX007113
					GACX007115

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GACX007116
					GACX007117
					GACX007120
					GACX007122
					GACX007123
					GACX007126
					GACX007128
					GACX007131
					GACX007132
					GACX007133
					GACX007134
					GACX007138
					GACX007139
					GACX007140
					GACX007141
					GACX007145
					GACX007146
					GACX007148
					GACX007149
					GACX007150
					GACX007152
					GACX007161
					GACX007162
					GACX007164
					GACX007165
					GACX007167
					GACX007169
					GACX007170
					GACX007172
					GACX007173
					GACX007174
					GACX007177
					GACX007179
					GACX007182
					GACX007183

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GACX007189
					GACX007190
					GACX007191
					GACX007194
					GACX007197
					GACX007198
					GACX007199
					GACX007201
					GACX007202
					GACX007403
					GACX007404
					GACX007410
					GACX007412
					GACX007416
					GACX007418
					GACX007422
					GACX007423
					GACX007426
					GACX007427
					GACX007428
					GACX007432
					GACX007437
					GACX007443
					GACX007446
					GACX007447
					GACX007456
					GACX007461
					GACX007467
					GACX007482
					GACX007483
					GACX007484
					GACX007485
					GACX007487
					GACX007492
					GACX007493
					GACX007497
					GACX007498
					GACX007500
					GACX007501
					GACX007577
					GACX007579
					GACX007581
					GACX007582
					GACX007616
					GACX007643
					GACX007650
OFS0001	Miscellaneous Small Freig	Hopper 110 Ton	13	652268.78	GACX003486
					GACX003487
					GACX003488
					GACX003491
					GACX003492
					GACX003494
					GACX003495
					GACX003496
					GACX003498
					GACX003500
					GACX003502

Functional Group	Description	DOT Class	Number of Cars	Equipment Cos	Car Numbers
					GACX003506
					GACX003508
			1,690	##########	